

## Section 1

# Business Operation and Operating Results



## 1. Structure and Business Operating Results of Group Companies

### 1.1 Business Policy and Business Operations Overview

Jasmine International PCL. was established on 3 December 1982 by a group of Thai consultants who were experts in telecommunications engineering and management. At the beginning, the Company engaged in providing engineering consulting service and later, gradually broadened itself into new business lines. It was in 1994 that the Company transformed itself into a public company and was listed on the Stock Exchange of Thailand (the “SET”), with funds raised from both local and foreign money markets and capital markets for business expansion.

Currently, the Company is an investment or a holding company, with an objective to invest in telecommunications and information technology. In addition, the Company considers investing in businesses in which products and services support and complement each other. To successfully achieve all these, the Company fully utilizes the potentiality of its well synergized human capital and telecom networks. At present, its core businesses are categorized into 3 segments as follows:-

1. Broadband Internet and Internet TV Business segment that provides high-speed connectivity, digital data network, Internet services, software and applications, nationwide WiFi service and Internet TV service. The companies under this business segment are as follows:-
  - Triple T Broadband PCL.
  - Triple T Internet Co., Ltd.
  - In Cloud Co., Ltd.
  - Three BB TV Co., Ltd.
  - Jasmine Submarine Telecommunications Co., Ltd.

2. Digital Asset & Technology Solution Business segment (Previously known as System Integration Business segment) that engages in the Bitcoin mining business, telecommunication service business and solution provider business that provides system integration, cloud computing and ICT solution services. The companies under this business segment are as follows:-

- Jasmine Technology Solution PCL.
- Cloud Computing Solutions Co., Ltd.
- JasTel Network Co., Ltd.

3. Other Business segment that engages in supporting work that is related to telecommunication systems and office space rental in Jasmine International Tower. The companies under this business segment are as follows:-

- Jasmine Broadband Internet Infrastructure Fund
- Premium Asset Co., Ltd.
- Jasmine Internet Co., Ltd.
- Acumen Co., Ltd.
- Internet Knowledge Service Center Co., Ltd.

## 1.1.1 Vision, Objective, Goal, or Strategy for Business Operation of Group Companies

### **Vision**

To be a leader in telecom and media Company

### **Mission**

- 1) To be a leading high-speed internet provider with the most coverage service area nationwide and No. 1 in offering internet speed, quality and service;
- 2) To provide 3BB GIGATV on 3BB internet networks, offering a variety of contents that are worth the price and best meet the demands of the customers;
- 3) To continuously develop platforms and solutions to address core requirements of the customers, both as an individual and a group;
- 4) To develop the personnel to be sustainably of the best proficiency for total digital workplace via innovation-driven method and modern creativity;
- 5) To invigorate the Company's businesses for sustainable growth through business partnership;
- 6) To remain dedicated to social responsibilities.

### **Goal**

To be the leading provider of quality high speed broadband internet and Internet TV under the official name of "3BB GIGATV", a TV box, delivering a variety of entertainments seamlessly to the customers' houses across several devices and maintain its position as the first mover and leader in Thailand's Crypto mining industry.

## 1.1.2 Significant Changes and Development

Significant changes and development of the Company during the past 3 years are as follows:-

### Changes in Control Power of the Company

#### 2019

On 20 September 2019, the Company's Board of Directors at the meeting No.8/2019 resolved to acknowledge the resignation of Mr. Pete Bodharamik from the positions of the Company's director and Chief Executive Officer and also approved to appoint Ms. Sajjai Kitsin, the then Director and President, as the Acting Chief Executive Officer of the Company in place of Mr. Pete Bodharamik.

On 20 December 2019, the Company's Board of Directors at the meeting No.11/2019 resolved to acknowledge the resignation of Mr. Sittha Suviratvitayakit from his director position in the Board of the Company and also resolved to assign the Remuneration and Nomination Committee to select and nominate a qualified person for this vacant director position.

#### 2020

On 15 December 2020, the Company's Board of Directors at the meeting No.11/2020 passed the following resolutions:-

- Appointing Mr. Somboon Patcharasopak as a Company Director in place of Mr. Pete Bodharamik to retain his office only for the remaining term of Mr. Pete Bodharamik;
- Acknowledging the resignation of Ms. Sajjai Kitsin from the positions of Director, Acting Chief Executive Officer and Director and President, and also assigning the Remuneration and Nomination Committee to select and nominate a qualified person for this vacant director position;
- Appointing Mr. Subhoj Sunyabhisithkul, Director, as Acting Chief Executive Officer in place of Ms. Sajjai Kitsin.

#### 2021

On 1 March 2021, the Company's Board of Directors at the meeting No.1/2021 passed a resolution to appoint Mr. Subhoj Sunyabhisithkul, Director and Acting Chief Executive Officer, the President of the Company.

On 21 July 2021, the Company acknowledged the demise of Dr.Yodhin Anavil, Independent Director, Member of Audit Committee and Chairman of Remuneration and Nomination Committee and accordingly resolved to assign the Remuneration and Nomination Committee to select and nominate a qualified person for the vacant director position.

On 9 September 2021, the Company's Board of Directors at the meeting No.5/2021 passed a resolution to appoint Dr.Ronnachit Mahattanapreut to the Director position that used to belong to Mr.Sittha Suviratvitayakit so Dr. Ronnachit Mahattanapreut should retain this Director position for the remaining term of office of Mr.Sittha Suviratvitayakit. On this occasion as well that the Board of Directors' meeting approved that Dr. Ronnachit Mahattanapreut perform his duties for the Company as Independent Director, Member of Audit Committee and Member of Remuneration and Nomination Committee in place of Dr.Yodhin Anavil.

On 17 December 2021, the Company's Board of Directors at the meeting No.7/2021 acknowledged the resolution of the Remuneration and Nomination Committee, appointing Dr.Ronnachit Mahattanapreut Chairman of the Remuneration and Nomination Committee in place of Dr.Yodhin Anavil.

## Changes in Nature of Business in the previous year

In 2021, JAS Group has adjusted its business structure to comprise 3 major segments. The business segments that remarkably reported significant progress this year are as follows:-

- TTTBB under the "3BB" brand has offered a home Internet service package with a speed of 1 Gbps along with 3BB GIGATV which provides Internet TV service covering premium, cartoon, sports, entertainment, worldwide news channels and others of more than 30 channels. Such world-class entertainment channels as HBO GO and MONOMAX have been made available. The company has also joined hands with a streaming content provider like WeTV in giving joint services to attract a larger number of customers who love watching Chinese series. More contents will be brought in to cater to the customers' lifestyles in the digital era. TTTBB has all along been a market leader in uplifting the Internet speed with worthwhile price and quality using the xDSL technology and FTTx technology and offering a speed of as high as 1,000 Mbps at present. The company is working on the service system to offer a speed higher than 1,000 Mbps.
- Digital Asset & Technology Solution Business segment that has started new businesses such as the Bitcoin mining business to earn Bitcoins -- a type of crypto currency -- that can be exchanged or trade at all time.

## Significant Changes in Shareholding Structure, Management or Business Operations

### ● Acquisition and Disposal of Assets of JAS Group

#### 2019

On 25 September 2019, the Extraordinary General Meeting of Shareholders No.1/2019 (the "EGM No.1/2019") of the Company passed a resolution to approve TTTBB, a subsidiary, to enter into the transaction in relation to Jasmine Broadband Internet Infrastructure Fund ("JASIF" / the "Fund") as follows :-

- Approving the entering into the acquisition and disposal of assets transaction with JASIF as follows:

- The sale of the Additional OFCs;
  - The lease of the Additional OFCs from JASIF, the extension of the Initial Main Lease Agreement with Respect to the Initial Main Lease OFCs Agreement, and the granting of the rights to JASIF for requesting the renewal of the lease agreements (both the Initial Main Lease OFCs Agreement and the Additional OFCs Lease Agreement); and
  - The subscription of the newly-issued investment units of JASIF.
- Approving the appointing the Chief Executive Officer or the Acting Chief Executive Officer or other delegated person authorized by the Chief Executive Officer or the Acting Chief Executive Officer of the Company to have the power to carry out any related matter to the entering into the acquisition and disposal of the assets transactions with JASIF.

All the details on the entering into the transaction in relation to JASIF was enclosed with the Invitation Letter to the EGM No.1/2019.

On 20 November 2019, the Company reported the completion of the entering into the transaction with JASIF to the SET as detailed below:

1. Additional OFCs Sale Transaction : TTTBB entered into the Additional Sale and Transfer Agreement with JASIF on 19 November 2019, in order to sell to JASIF the Additional OFCs, amounting 700,000 core km., with a transaction value of Bt 38,000 mn (excluding value added tax). In this regard, the sale of the Additional OFCs to JASIF under the Additional Sale and Transfer Agreement was completed on 20 November 2019.
2. OFCs Lease Transaction from JASIF : TTTBB entered into the Amended and Restated Main Lease Agreement, and the Amended and Restated Rental Assurance Agreement with JASIF on 19 November 2019. Both agreements are effective from 20 November 2019, the date on which TTTBB completed the sale of the Additional OFCs to JASIF. The OFCs Lease Transaction from JASIF comprises the following transactions:

2.1 Lease of the Additional OFCs from JASIF

2.2 Extension of the Main Lease Agreement with respect to the Initial Main Lease OFCs Agreement

2.3 Granting of rights to JASIF for requesting the renewal of the Main Lease Agreement

In this regard, the details on the OFCs Lease Transaction were set out in the Notice to the EGM No.1/2019 of the Company (which was convened on 25 September 2019), and the Information Memorandum of the Company submitted to the SET on 16 August 2019.

3. Investment Units Subscription Transaction : The Company has subscribed for 475,000,000 newly-issued investment units of the Fund, at the price of Bt 9 per unit, totaling Bt 4,275 mn, equivalent to 19 percent of the total issued investment units of the Fund in this offering. After combining such number with the number of investment units the Company is currently holding, the total number held by the Company is equivalent to 19 percent of the total issued investment units of the Fund. In addition, the Company, TTTBB, and Triple T Internet Company Limited (a subsidiary of the Company) have entered into other agreements which are relevant to or in connection with the above transactions, for the purposes of completion of the transaction.

## 2020

On 13 November 2020, the Company's Board of Directors at the meeting No.8/2020 resolved to dissolve 2 dormant companies, one was its subsidiary and the other was its associate company, namely:-

- Chaengwatana Planner Co. Ltd. and
- Telecom KSC Co. Ltd.

The Company registered the dissolution of these companies with the Ministry of Commerce on 25 November 2020.

On 15 December 2020, the Company's Board of Directors at the meeting No.11/2020 resolved to approve applying for a loan, in an amount of up to Bt 325,000,000 with interest of MLR which then was of 5.25 percent per annum, totaling Bt 359,125,000, with the term of loan for 12 months and with an extension right for another 12 months, totally not exceeding the period of 24 months, from JTS, a subsidiary in which the Company had the total direct and indirect shareholding of 50.91 percent. The loan would be used as the working capital for the Company's business.

## 2021

On 1 March 2021, the Company's Board of Directors at the meeting No.1/2021 resolved to approve business restructuring and shareholding of a subsidiary in JAS Group, placing Telecom Network and Service Provider Business of JasTel to be under the management of and in business cooperation with JTS, a company, engaging in procurement, design and installation of communication and telecommunication systems (System Integration Business), by way of transferring all the shares of JasTel held by JSTC, amounting to 5,199,993 shares, with a par value of Bt 100 per share, representing 99.99 percent of the total shares of JasTel, at the average price of Bt 231 per share, totaling Bt 1,201,198,383, to JTS. Such share purchase price was in accordance with the fair value of JasTel shares as appraised by the Independent Financial Advisor for the appraisal of share value.

## Business Trend in 2022

2022 will be a year that will reshape the Thai broadband and Crypto industry.

With New Normal practices in place, most industries will combine the use of WFH and shared office spaces to adapt to the risk of future pandemics and maintain competitiveness in their businesses. This will provide 3BB with an opportunity to implement its initiative to become a Digital Companion that will not only provide broadband products and services, but also become a consultant in utilizing the platforms and technology to create competitiveness in their businesses and enjoy their lives to the fullest in the post COVID-19 era.

With the potential merger between DTAC and TRUE, the Thai Telecom industry landscape will change tremendously in 2022. If the merger goes through, we expect competitors will try to churn our customers away from us through providing mobile bundled services and price competition, however, with our differentiated service of GIGATV, we expect that we will be able to maintain our market share during the first half of 2022. With new products and services to be launched in the second half of the year, we are confident that we will be able to grow our subscribers as we have been able to do in the past.

JTS's move into the Crypto Mining business is expected to bear fruit in terms of the amount of Bitcoin mined. Moreover, new cloud services for our corporate and retail customers will be integrated and will be available to all of our 3.6 million subscribers.

On the partnership front, we will continue to explore further synergies with our international partners such as KT and HBO. With the expectation of overseas travel becoming easier, we will explore the potential partnership that will strengthen our products and services in the Broadband and Crypto spaces.

### 1.1.3 Use of Fund from Public Offering of Equity

No new securities were offered for sale.

### 1.1.4 Commitments Provided in the Registration Statement

No new securities were offered for sale.

### 1.1.5 Corporate Information

Company Name	:	Jasmine International Public Company Limited
Head Office Address	:	200, 29 <sup>th</sup> -30 <sup>th</sup> Fl., Moo 4, Chaengwatana Road, Pakkred Sub-district, Pakkred District, Nonthaburi 11120
Sector Name	:	Information and Communication Technology
Registration Number	:	107537000106
Telephone	:	(66) 0 2100 3000
Fax	:	(66) 0 2100 3150-2
Website	:	www.jasmine.com
Number of Total Issued shares	:	- Registered capital      4,296,408,035.50    Baht - Paid-up capital          4,296,408,035.50    Baht - divided into                      8,592,816,071    Ordinary shares - Each with the par value of              0.50    Baht

## 1.2 Nature of Business

### 1.2.1 Revenue Structure of the Company

Revenue proportion of each business segment that exceeds 10 percent of the total revenue declared in the statement of comprehensive income is shown in the table below:-

Unit : Thousand Baht

Product line/ Business Segment	Operated by	% of Shares Held by JAS	2021		2020 (Restated)		2019	
			Revenue	%	Revenue	%	Revenue	%
Broadband Internet and Internet TV Business Segment	TTTBB	99.87% held by ACU	8,833,873	43.36	696,030	3.62	<sup>1)</sup> 14,534,285	41.76
	TTTI	99.99% held by TTTBB	10,234,631	50.24	17,310,644	90.02	17,069,232	49.03
	INC	100% held by TTTBB	468	-	-	-	-	-
	3BB TV	100	1,265	0.01	2,944	0.02	-	-
	JSTC	100	2,121	0.01	5	-	1,797	0.01
<b>Total</b>			<b>19,072,358</b>	<b>93.62</b>	<b>18,009,623</b>	<b>93.66</b>	<b>31,605,314</b>	<b>90.80</b>
Digital Asset & Technology Solution Business Segment	JTS	32.80% held by JAS, 9.06% held by ARS and and TJP 9.05%	76,312	0.37	68,552	0.36	28,397	0.08
	CCS	97.87% held by JTS	21,852	0.11	20,177	0.10	22,870	0.07
	JasTel	100% held by JTS	1,038,042	5.10	829,778	4.32	675,401	1.94
<b>Total</b>			<b>1,136,206</b>	<b>5.58</b>	<b>918,507</b>	<b>4.78</b>	<b>726,668</b>	<b>2.09</b>
Other Businesses	JAS	-	1,112	0.01	1,367	0.01	<sup>2)</sup> 2,095,676	6.02
	PA	53.85% held by ACU and 46.15% held by JSTC	123,742	0.60	120,202	0.62	145,151	0.42
	Others <sup>3)</sup>	-	37,747	0.19	180,243	0.93	234,386	0.67
<b>Total</b>			<b>162,601</b>	<b>0.80</b>	<b>301,812</b>	<b>1.56</b>	<b>2,475,213</b>	<b>7.11</b>
<b>Grand Total</b>			<b>20,371,165</b>	<b>100.00</b>	<b>19,229,942</b>	<b>100.00</b>	<b>34,807,195</b>	<b>100.00</b>

Remarks : <sup>1)</sup> Revenue obtained from the disposal of assets to JASIF in 2019 of Bt 13,975 mn

<sup>2)</sup> Gain on sale of investment in associated company

<sup>3)</sup> Comprising ACU,ARS,SHW,TLDT,JI-NET,TJP,JIQC,MCS,Three BB,ACT,CP (CP registered the completeness of liquidation on 28 April 202)

The Company and its subsidiaries have had no comparative proportion between local and overseas distribution during 2020-2021.

## 1.2.2 Information on Products by Business Segment

### Broadband Internet and Internet TV Business Segment

This business segment comprises providers of high-speed Internet service, high-speed connectivity service, digital network service, Internet service, Internet TV service, software and applications, as well as nationwide WiFi. This business segment consists of 5 companies as follows:

#### 1. Triple T Broadband PCL.(TTTBB)

TTTBB was incorporated on 30 August 2005 with a registered capital of Bt 10 mn, of which Bt 7,539.24 mn is paid-up. Its major shareholder is ACU, holding 99.87 percent of its shares. TTTBB mainly engages in providing communication on voice, data, and broadband Internet as telecommunications business operator under Type 3 Telecommunication Business License, issued by the NBTC.

TTTBB has the subsidiaries, namely TTTI and INC. TTTBB's shareholding in TTTI represents 99.99 percent of TTTI's registered capital. TTTI has obtained Type 1 Telecommunication Business License, issued by the NBTC. Its main business is Internet service provider (ISP) which focuses on providing Internet service and applications. In addition, TTTI has collaborated with 3BB TV to offer Internet TV service to 3BB Internet users. TTTBB holds 100 percent of shares in INC whose main business is to develop, distribute or provide various types of software as well as software system to support high-speed Internet service.

#### *Description of products or services and business innovation development*

TTTBB's main business is to provide communication services on voice, data and broadband Internet service as telecommunications business operator under Type 3 Telecommunication Business License, issued by the NBTC. It has obtained the license since 23 February 2006 for a 20-year term. On 30 January 2017, the NBTC approved an extension of Type 3 Telecommunication Business License for TTTBB until 29 January 2032. TTTBB's main business at present can be divided into two types, i.e. data service and voice service. Data service consists of a high-speed connectivity service and a digital network service. Voice service consists of fixed-line telephone service and pay phone service. Details of business operation of each product line are as follows:

#### 1) Data service

##### 1.1) High-speed connectivity service

TTTBB is a provider of high-speed connectivity for high-speed Internet or broadband Internet service.

TTTBB has mainly adopted FTTx technology for its service provision. With FTTx on the company's fiber optic network, TTTBB can transmit data with a speed of as high as 10 Gbps, which is superior to service speed provided via mobile phone network or other wireless networks; therefore, the company is able to consistently cater to service users' demand for higher speed. In addition, in some service areas, the company still provides xDSL service, covering both ADSL (Asymmetric Digital Subscriber Line) and VDSL (Very high bit rate Digital Subscriber Line). The ADSL technology can transmit data with a speed of as high as 24 Mbps; whereas, VDSL technology can provide service speed of as high as 50 Mbps. TTTBB has expanded and developed its network to cover all areas nationwide in response to service users' demand.

At present, TTTBB has cooperated with TTTI to provide broadband Internet service under the “3BB” brand with a speed of as high as 1,000 Mbps or 1 Gbps.

## 1.2) Digital network service

TTTBB is a provider of digital network service, which is a high-speed digital leased circuit service to connect data communication system as required by service users, whether it is Intranet data communication or Internet connection. Service users can make point-to-point or point-to-multipoint connection with Internet Protocol (IP) along with Virtual Private Network (VPN) which can well ensure security of and quality control on the communication circuit; hence, suitable for business entities or organizations with multiple branches, such as banks or financial institutions, etc.

With advanced network technology and nationwide service coverage, TTTBB can offer the high-speed digital leased circuit service with a speed of 100 Gbps, which can well serve the needs of service users who are providers of data communication and telecommunication services and; thus, need to rent and use digital network, apart from service users that are business entities in general.

## 2) Voice service

### 2.1) Fixed-line telephone service

TTTBB is a fixed-line telephone service provider with technology using Internet signal in the form of digital signal as media to transport phone voice signal along with data at the same time via Next Generation Network (NGN) system, which is a network built around the Internet protocol (IP) system. Use of this system will enable phone service users to receive quality services at a similar level to the traditional fixed line system with additional functions like number display, conference call, video call, and ring back tone, etc.

TTTBB focuses on providing fixed-line telephone service for business customers with ever-changing needs. The company can provide call numbers together with IP PBX solution which integrates the IT system with the phone system of service users, and accordingly reduces service users' expenses and investment costs.

### 2.2) Pay phone service

TTTBB is a pay phone service provider only as a supplementary service of fixed-line telephone service provision for such business customers as department stores, superstores, apartments, condominiums, and industrial estates, etc., and does not require high investment costs.

## *Market and competition*

For the past years, the Internet market has grown continuously due to the changing consumer behaviors, environmental and economic circumstances, and technological advancement which has come with drastic changes. There has been continually increasing demand for communication and work via Internet, and coupled with the government policy to encourage greater access to and use of Internet among the general public, broadband Internet has become a basic service of today people. The government also has implemented a policy to support and promote digital economy for the past few years, such as promotion of expansion of service coverage areas across the country so that people can access data and services from the government more easily, transformation of the government services with paper documents switched to digital documents, remote medical treatment (telehealth), online teaching and learning, and online access to government packages which support people's well-being, etc. In addition, the government has encouraged emergence of new entrepreneurs with unique business models or business operation frameworks to generate income, namely the start-ups. The current technological trend conducive to new business models such as cloud computing service also requires a broadband Internet service to access cloud services. Economic activities in the digital economic system rely on digital technology and broadband Internet to help drive policies and projects of both public and private sectors, while consumers' behaviors have shifted toward greater demand for Internet service. These are all supporting factors to the expansion of the Internet market and industry in overall. However, due to the prevailing Covid-19 pandemic in the past year which has rampaged across the country and the globe, series of restriction measures have been put on economic activities to fight the disease. Several businesses or organizations had to level down or suspend their operations, people had to mainly work from home, and domestic purchasing power declined. The government has consistently launched schemes to help relieve hardship of various sectors, such as 50-50 scheme among others, which has encouraged broader ranging use of Internet. For telecommunication business, the NBTC has a policy in place to have major telecommunication service providers – both mobile phone service providers and wired Internet broadband service providers -- to help people, with the NBTC giving Internet fee support for students at 79 Baht per month for 3 months. Amid the pandemic, a larger number of people have worked from home and students have studied by remote system or through online channel, hence rising needs for telecommunication service as well as wired Internet service.

The ongoing increase in popularity and necessity for the use of wired Internet amid the prolonged pandemic have consistently pushed up demand for Internet service. The broadband Internet market has increasingly been competitive in the recent years. Major competitors in the mass market are companies in True Corporation PCL group and TOT, which are major service providers, and AIS group which is a service provider with higher growth. The three major competitors focus on high-speed Internet marketing targeting at their existing customer base or sale of high-speed Internet service in conjunction with fixed-line telephone service or other services such as cable TV, mobile phone, etc. Meanwhile, TTTBB and TTTI have for the past years executed a competitive strategy of providing high-speed Internet service without any accompanying phone service or other additional services in response to the trend of the customers' needs for high-speed Internet with focus on Internet service quality, speed, and worthiness. However, due to the changing customers' behaviors and the company's target to become a full-fledged telecom and media company with a highlighted strength as a provider of "network" and "entertainment content." TTTBB under the "3BB" brand has offered a home Internet service package with a speed of 1 Gbps along with 3BB GIGATV which provides Internet TV service covering premium, cartoon, sports, entertainment, worldwide news channels and others of more than 30 channels. Such world-class entertainment channels as HBO GO and MONOMAX have been made available. The company has also joined hands with a streaming content provider like WeTV in giving joint services to attract a larger number of customers who love watching Chinese series. More contents

will be brought in to cater to the customers' lifestyles in the digital era. TTTBB has all along been a market leader in uplifting the Internet speed with worthwhile price and quality using the xDSL technology and FTTx technology and offering a speed of as high as 1,000 Mbps at present. The company is working on the service system to offer a speed higher than 1,000 Mbps. Design of TTTBB network structure has mainly been anchored on to accommodate provision of high-speed Internet service. The company has consistently built and expanded the network to cover areas according to the customers' needs, especially in tourism areas and dense areas which are consistent with the ongoing development and urbanization. Today, TTTBB has expanded its network to cover broader ranging areas and continuously developed the high-speed Internet network. Internet service can now be provided at a speed of 10 Gbps, which is faster and superior to Internet service provision through mobile phone network. TTTBB has devoted to network expansion, focusing on Internet broadband service provision with FTTx technology on the most advanced fiber optic network for provision of high-speed Internet service with comprehensive coverage nationwide, from city level to village level. Also, sale channels and service areas have been enhanced to be able to compete in quality, price, and speed of service provision. 3BB has also pushed for more use of mobile application called 3BB Member to diversify communication channels with service users to a greater extent, and for publicizing promotional campaigns of products and services as well as retention of customer base through loyalty programs, such as offers of benefits or discounts with business partners, and facilitating for the increase in service users' satisfaction, which would pave way for the company to become a leader in high-speed Internet provision. Moreover, TTTBB and TTTI have developed various supplementary services to add value to the customers, respond to their diverse needs, and support use of Internet among new target customers to expand the customer base. The company has collaborated with DTAC, a major mobile phone service provider, in providing FTTx Internet package in conjunction with pre-paid mobile SIM package of DTAC to expand the customer base under both parties' cooperation, as well as provision of high-speed wireless Internet service through 3BB WiFi. There remains high competition in the Internet service market, resulting in higher pricing and marketing competition. However, in view of the still low proportion of the number of service users compared to the number of population, there remains room for further expansion. With the government policy of promoting network development and access to Internet and the government's digital economy policy coupled with the changing behaviors and greater demand of Internet service users, broadband Internet has today become one of the infrastructure services and demand for which has been on the uptrend, which can warrant expansion of the market and rising number of service users.

For corporate customers, i.e. both large- and medium-scale organizations, customers normally have to communicate with transmission of data inside the organization and that with Internet connectivity. In addition, besides high-speed digital leased circuit service, the customers also require services related to Internet connection, e.g. cloud and so forth, as well as end-to-end system maintenance service. Customers also need to use applications that cater to their diverse requirements. For large organizations like educational institutions, banks, hospitals and governmental agencies, such as online sale system via Internet, online stock control system, financial data system, and audio-visual multimedia communication. At present, there are applications that enable safe and efficient communication among employees in the organization via Internet network. Employees can be in contact with one another worldwide as if they are all in the organization. This would help boost business flexibility and reduce remote communication costs. Moreover, the high-speed digital leased circuit service would facilitate development of education quality and ease the lack of personnel with expertise in rural areas, such as remote education via Internet or e-Learning and telehealth, etc. Both government and business sectors thus need a larger number of the leased circuits and higher speed of the leased circuits in alignment with the applications used by business sectors. Service users still need services with high quality and stability, not only with low service fees.

## *Procurement of products and services*

As TTTBB services require installation of network equipment for provision of data and voice services, TTTBB has procured and installed important network equipment such as Optical Line Terminal (OLT) for FTTx service, fiber optic network equipment and Digital Subscriber Line Access Multiplexer (DSLAM) to accommodate high-speed Internet connection with xDSL technology, Dense Wavelength Division Multiplexer (DWDM) for the main connection network, and Multi Protocol Label Switching (MPLS) for data service network, etc. TTTBB has procured equipment from three large manufacturers and distributors overseas for the main networks for service provision. However, there are still other manufacturers that can supply the equipment in substitution for those from the three large ones. TTTBB can thus opt for substitution equipment or new equipment with higher efficiency and advancement from other manufacturers in the future without any impact on its service provision.

TTTBB also gives priority to research and development in various areas, particularly development of business innovation in the form of incremental innovation, as well as adoption of existing technology. For example, AI is used to help manage installation materials or products in the central warehouse including inventory management to ensure efficiency, reduce waste, and develop automatic warning system of network disruption, so that a working team can solve problems timely and reduce repair or recovery time. Customers can thus be assured of service continuation. A network security unit has also been set up to handle security issues of the networks in operation, and the scope has been expanded to cover customers' networks as a supplementary service for the company's existing corporate customers. The company has carried out ongoing personnel development through on-the-job training and external certified training courses organized by acceptable agencies or manufacturers. All the said activities have been arranged continuously within the company's normal operation budgets.

TTTBB also encouraged employees across the country to propose their projects and participate in the Innovation Project Awards 2021. Employees or departments in the organization can propose guidelines for the change or transformation or streamlining of work processes or reduction of unnecessary work processes with a view to reduction of operation costs and turnaround time, as well as any possibility of building or penetrating a new market for the company. The judging committee appointed by the company has selected certain projects which are clearly beneficial for the project owners to submit their action plans for translation into actual practice in the company.

## *Assets for Business Operation*

Details of assets as at 31 December 2021 are as follows

<b>Item</b>	<b>Net Book Value (Million Baht)</b>
Land, buildings and leasehold improvements	94
Telecommunications equipment	29,206
Furniture, fixtures and office equipment	102
Motor vehicles	21
Assets under installation	2,424
<b>Total</b>	<b>31,847</b>

Depreciation, calculated by reference to costs of assets on the straight-line basis over the following estimated useful lives :

- Buildings 20 years
- Telecommunications equipments 3-25 years
- Leasehold improvements 5 years
- Furniture, fixtures and office equipment 3,5 years
- Motor vehicles 5 years

#### Undelivered works

- None -

#### Summary of contracts/agreements

Salient points of Type 3 Telecommunication Business License No. TEL3/2549/001

Name of license	:	Type 3 Telecommunication Business License
License issuer	:	Office of the National Broadcasting and Telecommunications Commission
Licensee	:	Triple T Broadband Public Company Limited
License issuance date	:	23 February 2006
License expiry date	:	29 January 2032

Nature and types of permitted telecommunication business :

#### 1. Fixed service

##### 1.1 Fixed-line telephone service

##### 1.2 Pay phone service

##### 1.3 15 additional services on fixed-line telephone service as follows:

- Call waiting service
- Call forwarding service
- Outgoing call barring service
- Abbreviated dialing service
- Automatic call repetition service
- Hot-line service
- Conference call service
- Hosted PBX
- Direct inward dialing (DID)
- Hunting group service
- Caller ID presentation service
- Free phone service
- Mass calling service
- Calling card Service
- Fixed line SMS service

2. Data communication service
  - 2.1 Integrated services digital network (ISDN)
  - 2.2 Leased network service
  - 2.3 High speed circuit service
  - 2.4 Virtual private network service (VPN)
  - 2.5 Virtual private dial-up network service (VPDN)
  - 2.6 Video conference service
3. Internet service
  - 3.1 Narrowband Internet service (Dial-up)
  - 3.2 High speed Internet service (Broadband Internet)
  - 3.3 Leased line Internet service (leased line)
  - 3.4 xDSL and FTTx Internet service
  - 3.5 WiFi Internet service
  - 3.6 Internet service via frequency network, such as cellular network or PCT network
  - 3.7 Voice service via Internet service without phone number
  - 3.8 Other services such as web hosting, mail hosting, backup server

Fees :

1. For annual fees for Type 3 license, the licensee must pay annually at the rate as percentage of income generated from telecommunication business each year before expenses according to NBTC Notification regarding Telecommunication License Fees, dated 27 December 2012, and NBTC Notification regarding Telecommunication License Fees (No. 2), dated 19 December 2017, as follows:
  - Income from 0 to Bt 100 mn, at a rate of 0.125%
  - Income over Bt 100 mn to Bt 500 mn, at a rate of 0.25%
  - Income over Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
  - Income over Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
  - Income over Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
  - Income over Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
  - Income over Bt 50,000 mn, at a rate of 1.5%

Of income without deducting expenses or deductibles, and when including frequency use license fees (only in case of frequency use), not over 2% of income.
2. For the fees for universal service obligations (USO), licensees must allocate income from the telecommunication business to the Broadcasting, Television and Telecommunication Research and Development Fund for Public Benefits at a rate of 2.5% of income generated from telecommunication business after deductibles but not over 60% of income, such as expenses on purchase or rent of telecommunication service paid to other licensees, concessionaires or telecommunication service providers overseas, and interconnection charge, etc., and entitled to exemption on net income of Bt 40 mn per year pursuant to NBTC Notification, regarding Criteria and Method on Collection of Income for Universal Service Obligations, dated 26 May 2017.

3. Telecommunication number fees:

3.1 Phone number for fixed-line telephone service, at a rate of 1 Baht/number/month

3.2 4-digit phone number, at a rate of 10,000 Baht/number/month

3.3 Telecommunication number for technical work of telecommunication network, at a rate of 1,000 Baht/number/month

Salient points of Type 1 Telecommunication Business License No. TEL1/2563/020

Name of license : Type 1 Telecommunication Business License

License issuer : Office of the National Broadcasting and Telecommunications Commission

Licensee : Triple T Broadband Public Company Limited

License issuance date : 15 July 2020 (perpetual license)

Nature and types of permitted telecommunication business :

1. Mobile phone service resale
2. Voice service via Internet service with phone numbers

Fees :

1. For annual fees for Type 1 license, the licensee must pay annually at the rate as percentage of income generated from telecommunication business each year before expenses according to NBTC Notification, regarding Telecommunication License Fees dated 27 December 2012, and NBTC Notification, regarding Telecommunication License Fees (No. 2), dated 19 December 2017, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income over Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income over Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income over Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income over Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income over Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles, and when including frequency use license fees (only in case of frequency use), not over 2% of income.

2. For the fees for universal service obligations (USO), licensees must allocate income from the telecommunication business to the Broadcasting, Television and Telecommunication Research and Development Fund for Public Benefits at a rate of 2.5% of income generated from telecommunication business after deductibles but not over 60% of income, such as expenses on purchase or rent of telecommunication service paid to other licensees, concessionaires or telecommunication service providers overseas, and interconnection charge, etc., and entitled to exemption on net income of Bt 40 mn per year pursuant to NBTC Notification, regarding Criteria and Method on Collection of Income for Universal Service Obligations, dated 26 May 2017.

3. Phone number fees for voice service via number use Internet, at a rate of 1 Baht/number/month

## 2. Triple T Internet Company Limited (TTTI)

TTTI was incorporated on 30 May 2007 with a registered capital of Bt 100,000. Its current paid-up registered capital is Bt 100 mn. Its major shareholder is TTTBB holding 99.99% of registered capital. Its main business is provision of broadband Internet service. TTTI obtained its first license on 20 June 2007. The license in effect at present is Type 1 Telecommunication Business License No. TEL1/2559/017, which is scheduled for renewal on 24 August 2025. TTTI mainly operates as Internet Service Provider (ISP) which focuses on provision of Internet and application services. According to details in the license, TTTI can provide Type 1 Internet service for the type of not owning telecommunication network, leased line Internet service, and others such as web hosting, mail hosting, backup server, etc.

The company's Internet services mainly serve corporate customers covering areas across Thailand.

In addition, TTTI was granted a broadcasting license from the NBTC on 28 January 2013 featuring broadcasting or television network services for businesses which do not use national frequency no. B1-N21331-0002-56 with expiry date on 27 January 2028.

The company can provide broadcasting services for television programs licensed by the NBTC through subscription-based IPTV television networks throughout the country. However, the company applied for revocation of the license, which was approved on 1 April 2021.

### *Assets for Business Operation*

Details of assets as at 31 December 2021 are as follows

<b>Item</b>	<b>Net Book Value (Million Baht)</b>
Telecommunications equipment	63
Furniture, fixtures and office equipment	24
Assets under installation	52
<b>Total</b>	<b>139</b>

Depreciation, calculated by reference to costs of assets on the straight-line basis over the following estimated useful lives :

- Telecommunications equipments 3,5 years
- Furniture, fixtures and office equipment 3,5 years

### *Summary of contracts/agreements*

#### *Salient points of Type 1 Telecommunication Business License No. TEL1/2559/017*

<i>Name of license</i>	:	<i>Type 1 Telecommunication Business License</i>
<i>License issuer</i>	:	<i>Office of the National Broadcasting and Telecommunications Commission</i>
<i>Licensee</i>	:	<i>Triple T Internet Company Limited</i>
<i>License issuance date</i>	:	<i>20 June 2007</i>
<i>Renewal date</i>	:	<i>24 August 2025</i>

Nature and types of permitted telecommunication business :

Internet service

1. Leased line Internet service
2. Others, such as web hosting, mail hosting, backup server

Telecommunication service

1. Fixed-line telephone service resale
2. Leased line or leased circuit service resale
3. Mobile phone service resale

Fees :

1. For annual fees for Type 1 license, the licensee must pay annually at the rate as percentage of income generated from telecommunication business each year before expenses according to NBTC Notification, regarding Telecommunication License Fees, dated 27 December 2012, and NBTC Notification, regarding Telecommunication License Fees (No. 2), dated 19 December 2017, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income over Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income over Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income over Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income over Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income over Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles, and when including frequency use license fees (only in case of frequency use), not over 2% of income.

2. For the fees for universal service obligations (USO), licensees must allocate income from the telecommunication business to the Broadcasting, Television and Telecommunication Research and Development Fund for Public Benefits at a rate of 2.5% of income generated from telecommunication business after deductibles but not over 60% of income, such as expenses on purchase or rent of telecommunication service paid to other licensees, concessionaires or telecommunication service providers overseas, and interconnection charge, etc., and entitled to exemption on net income of Bt 40 mn per year pursuant to NBTC Notification, regarding Criteria and Method on Collection of Income for Universal Service Obligations, dated 26 May 2017.
3. Phone number fees for voice service via number use Internet, at a rate of 1 Baht/number/month

Salient points of the broadcasting license for broadcasting or television network service for businesses which do not use national frequency no. B1-N21331-0002-56

Name of license : Broadcasting license for broadcasting or television network service for businesses which do not use national frequency

License issuer : Office of the National Broadcasting and Telecommunications Commission

Licensee : Triple T Internet Company Limited

License issuance date : 28 January 2013

License revocation date : 1 April 2021

Nature and types of permitted telecommunication business: Broadcasting or television network service for businesses which do not use frequency (IPTV network) (subscription type)

Fees :

1. For annual fees for broadcasting license, the licensee must pay annually by calculating the fees on the income generated from the business in the accounting period of the licensee at the rate specified in NBTC Notification, regarding Broadcasting License Fees dated 31 October 2012, and NBTC Notification regarding Broadcasting License Fees (No. 3) dated 22 January 2018, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles.

The NBTC may reduce or waive the license fees if it is apparent to the NBTC that the licensee's broadcasting or television business has produced news or programs with contents beneficial to the public in the proportion of beneficial contents as determined by the NBTC.

2. As regards fees for Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits, the licensee not engaging in broadcasting or television for the type of public service and community service must allocate fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits annually at the rate as percentage of income generated from telecommunication business before expenses each year pursuant to NBTC Notification regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees dated 10 November 2016, and NBTC Notification regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees (No. 2) dated 22 April 2020, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over 50,000 million Baht, at a rate of 1.5%

of income without deducting expenses or deductibles.

Licensees who operate for the general public to receive general television service pursuant to NBTC Notification regarding Criteria on General Television Broadcasting or as determined by the NBTC are entitled to use expenses incurred from such operation as deductibles before the licensees submit the annual fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits.

### 3. In Cloud Company Limited (INC)

INC was incorporated on 12 September 2011. With the current registered capital of Bt 10 mn, INC has TTTBB as its major shareholder holding 100% of the registered capital.

INC is a subsidiary established to be a developer, distributor or provider of general software and software supporting provision of broadband Internet service. This will help promote and add value to TTTBB's and TTTI's main businesses, and the software so developed can be sold to providers of other service types.

#### *Description of products or services and business innovation development*

INC develops and distributes or provides software services under investment promotion, with focus on developing software which supports supplementary services to add value to the high-speed Internet service. Its major products at present are as follows:

#### 1) InCloud Storage Program

It is a program for Internet users to keep files on the online file storage space and can support all operating systems. Users can back up important data without concern about data corruption. It also has a file sharing function, that can set duration and number of times for file sharing as well as encryption for the files which require privacy for recipients. Multiple files can be uploaded simultaneously together with a good file management system, hence more convenience for users.

#### 2) InCloud IPTV Program

It is a program for Internet users to watch TV and other entertainment media via Internet, whether they are TV online, video on demand, video clip, and other entertainment contents. Users can access the programs anywhere and anytime provided that Internet connection is available. It also supports use with multiple types of equipment, e.g. iOS, Android, or Windows operating systems via diverse devices or platforms, such as Internet TV, set top box, Android mobile, tablet, iPhone, iPod, iPad, notebook, etc. Image resolution quality depends on the speed of data download of Internet network. Currently, the internet signal is efficient and fast enough to support this kind of service, which meets the needs and lifestyles of today's users.

#### *Market and competition*

INC strives to develop software which supports supplementary services to add value to the high-speed Internet. Competition in the software development service market is not so high. INC has worked closely with Internet service providers in the Group to ensure that product development research shall meet the needs of customers who use Internet service. There is a convenient and fast use function which responds to their needs and domestic market conditions to efficiently support a diverse range of supplementary services of Internet service providers and with the quality on a par with that of service providers overseas, as well as in line with the competitive conditions in both wired and wireless Internet service, and the upward trends of Internet speed of service providers.

#### *Procurement of products and services*

INC has personnel who are system developers with expertise in developing programs by partly using open source software in program development to reduce product development costs under good standard software development processes. In addition, it has closely worked with Internet service providers in the Group closely to ensure that product

development research shall meet the needs of Internet service providers and support provision of supplementary services in response to the needs of customers who use the services. This has consistently been carried out within the company's normal operation budget.

#### *Assets for business operation*

The assets for business operation of INC are computer equipment, used for program development, most of which have the wear and tear and depreciation that were fully deducted. The net book value is currently of Bt 14,621.

#### *Undelivered works*

- None -

### 4. Three BB TV Company Limited (3BB TV)

3BB TV (formerly known as Jas Mobile Broadband Co., Ltd.) was established on 10 August 2015 with a registered capital of Bt 1 mn. Its current registered capital is Bt 100 mn with JAS as the major shareholder, holding 100% of its shares. 3BB TV operates Internet TV service business under "3BB GIGATV" brand with the broadcasting license and the broadcasting license for broadcasting or television service for businesses which do not use frequency (IPTV network) (subscription type) from the NBTC.

#### *Description of products or services and business innovation development*

3BBTV's main business is Internet TV service under the "3BB GIGATV: Entertainment that Understands Thai People" brand via a highly efficient network under the broadcasting license.

3BB and 3BB TV have collaborated in uplifting efficiency of network and supporting equipment for stability of both 3BB home Internet and 3BB GIGATV service at the same time. It offers new experience to viewers who require high quality services. 3BB GIGATV has been designed comprehensively in every step in cooperation with KT Corporation, a leading Internet TV service provider in Korea, as a differentiation for the company's 3BB GIGATV box platform under certification from Google. With TV connection, it is easy-to-use and offers new features, which stand out from others in the market, such as easy-to-use remote function, mini EPG, 2 and 4 screen multi-views, subtitle size adjustment, and ability to download other applications, etc.

#### *Market and competition*

Subscription-based television business or Pay TV in Thailand uses such technologies as satellite distribution network, optic fiber, and coaxial cable directly to consumers' homes nationwide with a diverse range of domestic and foreign programs, accounting for 58% of total domestic households (referring to data from NSO).

This business has been affected by copyright infringement and change in behaviors of consumers who have switched to multimedia and content, especially via OTT, video streaming via Internet of both local and foreign service providers, for both free-of-charge and paid membership. Viewers thus have diverse choices. However, there is still room in the market as most consumers choose more than one service provider. Also, apart from contents and prices, quality has also been part of consumers' decision factors for service use.

3BB is a provider of quality broadband Internet service offered in all provinces across the country. It has a customer base of more than 3 million along with high experienced personnel and service centers to serve customers. As such, 3BB TV can offer speedy and efficient services to the customers.

In addition to existing customers, the company can expand its customer base to new ones who prefer Gigabit Internet service and 3BB GIGATV service with high quality, easy installation, high resolution, and a diverse range of contents, for instance, HBO content from world-class studio, Bloomberg, WWE, etc., exclusively on 3BB GIGATV. 3BB GIGATV which provides a complete suite of contents accessible through digital TV, premium channels, and video streaming from HBO GO and MONOMAX, and supports various equipment at worthwhile price is thus another option for consumers, and can definitely compete in the subscription TV market. In addition, extension to other services can be made available further.

#### *Procurement of products and services*

As regards contents, 3BB TV has collaborated with partners domestically and overseas to procure diverse contents such as MONO Group, HBO, Bloomberg, Tencent (WeTV), and other providers of OTT and supplementary services. Moreover, there is a subscription channel as additional service in which service users can view contents of their interest with additional payment, such as Golf Channel Thailand HD+. In the future, there will also be a movie lease service (TVOD) to ensure that service users will not miss new movies which can be watched at home with privacy. Regarding technology used, new technologies have consistently been explored for enhancement of the box use stability, responding to users' needs and keeping pace with their changing needs. This has consistently been carried out within the company's normal operation budget.

#### *Assets for business operation*

Details of assets as at 31 December 2021 are as follows

Item	Net Book Value (Million Baht)
Leasehold improvements	0.3
Equipment for Internet TV service offering	172
Furniture, fixtures and office equipment	3
Computer programs	490
Computer programs under development	63
<b>Total</b>	<b>728.3</b>

Depreciation, calculated by reference to costs of assets on the straight-line basis over the following estimated useful lives :

- Leasehold improvements 5 years
- Equipment for Internet TV service offering 3-25 years
- Furniture, fixtures and office equipment 3,5 years
- Computer programs 5,10 years

#### *Undelivered works*

- None -

### Summary of contracts/agreements

Salient points of the broadcasting license for broadcasting or television network service for businesses which do not use national frequency no. B1-N21331-0001-63

Name of license : Broadcasting license for broadcasting or television network service for businesses which do not use national frequency

License issuer : Office of the National Broadcasting and Telecommunications Commission

Licensee : Three BB TV Company Limited

License issuance date : 29 July 2020

License revocation date : 28 July 2035

Nature and types of permitted business: broadcasting or television network service for businesses which do not use national frequency (IPTV network) (subscription type)

Fees :

1. For annual fees for broadcasting license, the licensee must pay annually by calculating the fees on the income generated from the business in the accounting period of the licensee at the rate specified in NBTC Notification, regarding Broadcasting License Fees, dated 31 October 2012, and NBTC Notification, regarding Broadcasting License Fees (No. 3), dated 22 January 2018, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 million to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles.

The NBTC may reduce or waive the license fees if it is apparent to the NBTC that the licensee's broadcasting or television business has produced news or programs with contents beneficial to the public in the proportion of beneficial contents as determined by the NBTC.

2. As regards fees for Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits, the licensee not engaging in broadcasting or television for the type of public service and community service must allocate fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits annually at the rate as percentage of income generated from telecommunication business before expenses each year pursuant to NBTC Notification, regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees, dated 10 November 2016, and NBTC Notification, regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees (No. 2), dated 22 April 2020, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles.

Licensees who operate for the general public to receive general television service pursuant to NBTC Notification regarding Criteria on General Television Broadcasting or as determined by the NBTC are entitled to use expenses incurred from such operation as deductibles before the licensees submit the annual fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits.

Salient points of the broadcasting license for broadcasting or television service for businesses which do not use frequency

Name of license	:	Broadcasting licenses (television service which does not use frequency, without own network, subscription type), altogether 29 licenses
License issuer	:	Office of the National Broadcasting and Telecommunications Commission
Licensee	:	Three BB TV Company Limited
License details	:	

No.	License number	Channel	Program type	Approval date	Expiry date
1	B1-S21040-0007-63	HBO	6 Entertainment and Others	29 Jul 20	28 Jul 23
2	B1-S21040-0008-63	CINEMAX	6 Entertainment and Others	29 Jul 20	28 Jul 23
3	B1-S21040-0009-63	HBO SIGNATURE	6 Entertainment and Others	29 Jul 20	28 Jul 23
4	B1-S21040-0010-63	CARTOON NETWORK	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	29 Jul 20	28 Jul 23
5	B1-S21040-0011-63	HBO FAMILY	6 Entertainment and Others	29 Jul 20	28 Jul 23
6	B1-S21040-0012-63	CNN INTERNATIONAL	2 General News or Current Affairs	29 Jul 20	28 Jul 23
7	B1-S21040-0013-63	HBO HITS	6 Entertainment and Others	29 Jul 20	28 Jul 23
8	B1-S21040-0014-63	RED by HBO	6 Entertainment and Others	29 Jul 20	1 Jul 21
9	B1-S21040-0015-63	BOOMERANG	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	29 Jul 20	28 Jul 23
10	B1-S21040-0032-63	CCTV 1 TV	2 General News or Current Affairs	28 Oct 20	27 Oct 23
11	B1-S21040-0033-63	CGTN TV	2 General News or Current Affairs	28 Oct 20	27 Oct 23
12	B1-S21040-0034-63	BBC World News	2 General News or Current Affairs	28 Oct 20	27 Oct 23

No.	License number	Channel	Program type	Approval date	Expiry date
13	B1-S21040-0035-63	Bloomberg TV	2 General News or Current Affairs	28 Oct 20	27 Oct 23
14	B1-S21040-0036-63	Nick Jr.	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	28 Oct 20	27 Oct 23
15	B1-S21040-0037-63	Nickelodeon Asia	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	28 Oct 20	27 Oct 23
16	B1-S21040-0038-63	Love Nature 4K	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	28 Oct 20	27 Oct 23
17	B1-S21040-0039-63	BBC Earth	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	28 Oct 20	27 Oct 23
18	B1-S21040-0040-63	BBC Lifestyle	3 Children, Youth, Families, the Elderly, the Disabled, and the Underprivileged	28 Oct 20	27 Oct 23
19	B1-S21040-0041-63	Smithsonian	4 Education, Religion, Art & Culture, Science, and Technology	28 Oct 20	27 Oct 23
20	B1-S21040-0042-63	LFCTV	5 Sports, Tourism, or Health Promotion	28 Oct 20	12 May 21
21	B1-S21040-0043-63	Edge Sport	5 Sports, Tourism, or Health Promotion	28 Oct 20	27 Oct 23
22	B1-S21040-0044-63	3BB Sports One	5 Sports, Tourism, or Health Promotion	28 Oct 20	27 Oct 23
23	B1-S21040-0045-63	Blue Ant Extreme	6 Entertainment and Others	28 Oct 20	27 Oct 23
24	B1-S21040-0046-63	Hunan Satellite TV HD	6 Entertainment and Others	28 Oct 20	27 Oct 23
25	B1-S21040-0047-63	3BB Asian	6 Entertainment and Others	28 Oct 20	27 Oct 23
26	B1-S21040-0029-64	CCTV 4	2 General News or Current Affairs	20 Oct 21	19 Oct 22
27	B1-S21040-0030-64	Al Jazeera English HD	2 General News or Current Affairs	20 Oct 21	19 Oct 22
28	B1-S21040-0031-64	Golf Channel Thailand HD Plus	5 Sports, Tourism, or Health Promotion	20 Oct 21	19 Oct 22
29	B1-S21040-0040-64	Global Trekker Channel	6 Entertainment and Others	17 Dec 21	16 Dec 22

Licenses no. 8 and 20 have already been revoked. TV channel licenses, when expired in the first year, can be renewed for up to 14 years.

Fees :

1. For annual fees for broadcasting license, the licensee must pay annually by calculating the fees on the income generated from the business in the accounting period of the licensee at the rate specified in NBTC Notification regarding Broadcasting License Fees dated 31 October 2012, and NBTC Notification regarding Broadcasting License Fees (No. 3) dated 22 January 2018, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%

- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles.

The NBTC may reduce or waive the license fees if it is apparent to the NBTC that the licensee's broadcasting or television business has produced news or programs with contents beneficial to the public in the proportion of beneficial contents as determined by the NBTC.

2. As regards fees for Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits, the licensee not engaging in broadcasting or television for the type of public service and community service must allocate fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits annually at the rate as percentage of income generated from telecommunication business before expenses each year pursuant to NBTC Notification, regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees, dated 10 November 2016, and NBTC Notification, regarding Criteria and Method on Allocation of Annual Fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits of Broadcasting Licensees (No. 2), dated 22 April 2020, as follows:

- Income from 0 to Bt 100 mn, at a rate of 0.125%
- Income from Bt 100 mn to Bt 500 mn, at a rate of 0.25%
- Income from Bt 500 mn to Bt 1,000 mn, at a rate of 0.5%
- Income from Bt 1,000 mn to Bt 10,000 mn, at a rate of 0.75%
- Income from Bt 10,000 mn to Bt 25,000 mn, at a rate of 1.0%
- Income from Bt 25,000 mn to Bt 50,000 mn, at a rate of 1.25%
- Income over Bt 50,000 mn, at a rate of 1.5%

of income without deducting expenses or deductibles.

Licensees who operate for the general public to receive general television service pursuant to NBTC Notification regarding Criteria on General Television Broadcasting or as determined by the NBTC are entitled to use expenses incurred from such operation as deductibles before the licensees submit the annual fees to Broadcasting, Television, and Telecommunication Research and Development Fund for Public Benefits.

## 5 Jasmine Submarine Telecommunications Company Limited (JSTC)

JSTC has a paid-up registered capital of Bt 1,550 mn with JAS holding 100% of its paid-up registered capital.

JSTC is a concessionaire in a joint investment project to build and provide submarine fiber optic cable network services for TOT for a 20-year term, which expired in October 2011. This investment project, valued approximately Bt 4,300 mn, was to extend telephone network to the south, and to build a backup signal system in case there is disruption in the land signal system. TOT shared income from the telephone services, using the network built by the company at a descending rate from 31% in the 2<sup>nd</sup> year to 13% in the 20<sup>th</sup> year. At present, JSTC's concession contract with TOT came to an end.

In addition, JSTC engages in a business as content aggregator for 3BB TV. The company has world-class content partners such as HBO that offers a lot of premium movies and series from world-class studio of Hollywood and MONOMAX that offers great movies and series from Korea and China; hence, a harmony of entertainment. Diverse range of contents provided for over 30 premium channels of 3BB TV are well selected to meet the demands of different groups of viewers. 3BB TV channels comprise 6 HBO channels, 6 special MONO channels and others that offer contents from CNN, Bloomberg, BBC Earth, BBC Lifestyle, Cartoon Network, Nic, Nic Junior, 3BB Sports One that serves both Thai and international sports ;for examples, WWE wrestling and extreme sports; in addition to Edge and Love4KNature channels with 4k resolution.

As content aggregator, the company also pulls together video on demand from several providers for 3BB TV service. It also has OTT and other content partners such as WeTV and golf channel. Many more partners are under negotiation for jointly providing their services for 3BB GIGATV, making its set-top box a one stop box of contents of all kinds for the customers. Furthermore, in the future, a lot more special services can be offered through this same set-top box to facilitate the customers as a smart solution that make their demands fulfilled.

**Digital Asset & Technology Solution Business Segment** (The segment name has been changed from “System Integration Business segment”) comprises Bitcoin mining business, telecommunication service business and solution provider business, encompassing ; for instances, System Integration business, cloud computing service offering and ICT solutions.

Under this segment are the following 3 companies:-

### 1. Jasmine Technology Solution Public Company Limited (JTS)

JTS -- that has changed its name from Jasmine Telecom Systems Public Company Limited to Jasmine Technology Solution Public Company Limited since 15 October 2021 -- has a paid-up capital of Bt 706,457,300 as of 31 December 2021. Its shares are held by JAS Group at a ratio of 50.91% of paid-up registered capital.

JTS and its subsidiaries conduct businesses of procurement, design, and installation of telecommunication system and integrated information technology (system integrator), such as computer procurement, design and installation business, cloud computing service business, WiFi design and installation business, design and installation of system for smart building, fiber optic and LAN installation business, as well as supply of all related equipment. The company has recently engaged in digital assets business or Bitcoin mining business. It is expected that this new business shall help generate the revenue to continuously enhance revenue growth of the company.

Business operations of JTS and the subsidiaries at present can be divided into three types as follows:-

#### 1) System integration business

The company is a distributor of communication and telecommunication system equipment, and provider of design, procurement, installation and testing services (on a turnkey basis).

In addition, the company has partnered with Dell EMC, a major manufacturer of IT products, and Hik Vision, a world leader in AI CCTV. As such, it has good potential to offer total solutions to the customers.

Main services of this business are as described herein below:-

- 1.1) Computer system procurement, design, and installation service – The company is a distributor of computer equipment and related network equipment, and a provider of such services as design and installation of computer network, telecommunication network, computer network security system, and data backup system. The company can offer a diverse range of alternatives that suit the customers’ needs.

1.2) WiFi system design and installation service – The company designs and installs WiFi system, aiming to serve corporate clients, hotels, schools, factories, etc.; it also provides other relevant systems, such as hotspot authentication system, WiFi social login system and Computer Act log system.

1.3) Smart building design and system installation service

Smart building is a building with installation of input devices of building (IoT devices), and adoption of computer system as a central brain for remote and automatic control of building systems via smart phone. Scope of services covers:

- Automated building – being able to control electric lighting system and air conditioning system automatically or online.
- Smart access control – having smart automatic entrance door system which can scan faces and open the door automatically. It can also generate QR code to enter or leave the building temporarily.
- AI CCTV – increasing efficiency of CCTV system with mobility detecting sensor for alarming and collecting data on cloud to prevent data loss and supporting new technologies, such as facial recognition, people counting, age and gender statistics, heatmap, POS integration, etc.

1.4) LAN & fiber optic procurement and installation service – The company lays fiber optic and LAN cables both in and outside the building, as well as connecting fiber cables by the engineering team and technicians with high expertise and experience.

2) Work system software design and development business and cloud computing business, run by Cloud Computing Solutions Co., Ltd. (CCS) (subsidiary) (Operation data as in the section on CCS)

3) Digital asset business or Bitcoin mining business, run by JasTel Network Co.,Ltd. (JasTel) (subsidiary) (Operation data as in the section on JasTel)

(For details of JTS, please see Form 56-1 One Report of JTS.)

## 2. Cloud Computing Solutions Company Limited (CCS)

CCS is a subsidiary of JTS with a paid-up registered capital of Bt 55 mn, having JTS as the major shareholder holding 97.87% of its registered capital.

The company conducts the work-system software design and development business and also provides cloud computing service to allows businesses with requirement of information technology system to have an option to lease the system instead of own investment. It is; thus, ideal for small and medium-sized businesses which might have budget limitation. CCS cloud services can be divided into two types as follows:-

1) Cloud infrastructure service (Infrastructure-as-a-Service)

It is an infrastructure service such as CPU, memory, storage which is working on a virtual system (virtualization) to support the use of software and application of lease of computer resources on Internet network covering CPU, memory, storage, etc. Customers do not need to buy any hardware or hire IT personnel for supervision as service providers will manage all these matters. Customers can select resources as appropriate and can adjust the size of resources themselves according to the changing needs. Other relevant services are also offered, such as data backup, redundancy process, and so on.

## 2) Software service (Software-as-a-Service)

It is provision of software and application via Internet service, such as Hotmail, Facebook, Salesforce.com, etc. It is similar to a lease. Service charge is calculated on a pay-as-you-go basis, taking into account number of users and duration of use, among others. Service users do not need to make additional investment in hardware and software license, and maintenance fees, as service providers will manage the entire system. Users can access software and application via Internet anywhere no matter what location and on which server such software and application are installed or processed.

(For details of JTS, please see Form 56-1 One Report of JTS.)

## 3. Jastel Network Company Limited (JasTel)

JasTel has a registered capital of Bt 520 mn. with JTS holding its shares in a proportion of 100% of the registered capital. The company was granted the following telecommunication business licenses from the NBTC:-

- Type 1 Telecommunication Business License, granted on 6 November 2008 and scheduled for renewal on 22 June 2025.
- Type 2 Telecommunication Business License for leased circuit and IP bandwidth services in the country, international Internet gateway service, and Internet gateway service, granted on 30 November 2006 and scheduled for renewal on 15 June 2025.
- Type 3 Telecommunication Business License for international private leased circuit (IPLC) and virtual international private leased circuit, granted on 18 November 2009 and valid for 15 years and due to expire on 17 November 2024.

In addition to running the businesses in accordance with the telecommunication business licenses, granted by the NBTC, JasTel operates the Bitcoin mining business of which the return are Bitcoins that are considered a type of cryptocurrency that can be exchanged or traded around the clock. Digital asset trading can be done via digital asset exchange such as Zipmex, Bitkub and Bitazzar etc. A Bitcoin is like digital gold in that it can preserve its own value; besides, it can be used as a hedge against inflation due to the limit on its number. AS there shall be no unexpected increase in the number of Bitcoins in the market, it is assured that Bitcoins value remain preserved. Bitcoins are durable; the coins on the blockchain cannot be destroyed.

### *Description of products or services and business innovation development*

1. Provision of high-speed IPLC service
2. Provision of national internet exchange (NIX) service and international Internet gateway (IIG) service
3. Provision of center or space for installation of computer network server system equipment and router and other related services to such customers as operators/Internet service providers (ISP) and corporate customers.
4. Provision of high-speed domestic private leased circuit (DPLC) service for specific groups of customers
5. Provision of Internet service for specific groups of customers

6. Bitcoins are considered as a type of cryptocurrency. It is an electronic unit with value, like other common intangible assets. Bitcoins are built on an electronic system or network, but they can be traded for the exchange of ownership via decentralized transaction, using blockchain technology to record the transactions; hence the trade/buy-sell activities can be possible 24 hours a day and 7 days a week without cease. The company is now running the Bitcoin mining business. The Bitcoin earned shall be partially sold. The company expects to continuously realize the revenue from this business.

#### *Market and competition*

1. JasTel's competition strategy is aimed at providing services exclusively for specific groups of customers, i.e. operators/ISP, multinational corporate customers or specific area customers like those in industrial estates, who have high purchasing power and look for high quality products and services. As such, JasTel focuses on developing products and services of high quality and stability and signal system network with a large bandwidth supporting diverse forms of applications with DWDM/MPLS technology, and offers total solutions in collaboration with affiliated companies and marketing alliances. It has direct sale teams as a marketing channel to reach target customers. Sale promotion is carried out in various types for specific groups of customers in conjunction with public relations through various multiple media.
2. For competition condition, since liberalization of international gateway in 2008, the telecommunication and Internet market has become a perfectly competitive market with promotion from the NBTC to increase the number of new service providers to give more choices to consumers, hence higher market competition.
3. To prevent the inflation of Bitcoin, after every 210,000 blocks are mined in roughly every 4 years, the blockchain algorithm reduces the block reward given to Bitcoin miners in half which is referred to as Bitcoin Halving. This incident along with the Demand and Supply influences Bitcoin price to grow cyclically. This cycle begins as Bitcoin Halving makes less new Bitcoins come into circulation and along with the increase in the number of people interested in Bitcoin, the price shoots up. Some investors who had already collected Bitcoins will then cash out by selling it in the Crypto exchanges, causing the price to fall. The cycle will repeat itself as the price decreases and investors who had left the market turn their attention to Bitcoin and enter the market again.

#### *Undelivered works*

- None -

(For details of JTS, please see Form 56-1 One Report of JTS.)

**Other Businesses** comprises businesses that support telecommunication system – related work and office space rental in Jasmine International Tower. There are 5 companies under this business segment as detailed below:-

### 1. Jasmine Broadband Internet Infrastructure Fund (JASIF)

JAS holds 1,520 million investment units in JASIF from a total of 8,000 million investment units, with a par value of 9.8516 Baht/unit, accounting for 19.00%.

JASIF is a mutual fund, established to mobilize funds from general investors and institutional investors for investment in not only telecommunications infrastructure business that has good prospect to contribute to returns on investment of the Fund, but also in other assets, securities, and/or instruments as permitted by the securities law in order for the Fund to generate returns to the unit holders in the long run.

JASIF initially invested in optic fiber assets of 980,500 core kilometers by using proceeds from the initial public offering (IPO) of investment units on 10 February 2015. JASIF completely received optic fiber assets from TTTBB according to the agreement on 20 November 2016. After acquisition of optic fiber from TTTBB, JASIF will seek benefits from the assets by (1) lease of 80% of the optic fiber assets to TTTBB for use in the company's operations under the Main Lease Agreement, under which JASIF will receive return in the form of rental fees throughout the Main Lease Agreement term, and (2) entering into a Rental Assurance Agreement with TTTBB for 20% of the OFC to comply with the NBTC's policy on shared use of telecommunication infrastructure. While there is no one interested in renting optic fiber assets, TTTBB agrees to rent and pay rental for the optic fiber assets according to the terms and conditions in the Rental Assurance Agreement to guarantee income for the Fund throughout the agreement period. The term of the Rental Assurance Agreement is three years throughout which JASIF has the right to renew the rental income guarantee agreement for three years at a time until the Main Lease Agreement's term ends.

In addition, JASIF will enter into the OFC Maintenance Agreement with TTTBB under which TTTBB becomes manager of optic fiber assets to provide repair, maintenance, and management of the optic fiber assets on behalf of the Fund. The Fund will then pay consideration on a monthly basis at the rate mutually agreed upon.

On 20 November 2019, JASIF made the first additional investment in optic fiber assets of 700,000 core kilometers at the price of Bt 38,000 mn in total. The proceeds for this first additional investment in optic fiber assets came from offering and allocation of 2,500 million newly issued investment units to existing investment unit holders and also from borrowings from financial institutions. The company and JASIF made amendments to the original agreements made with JASIF, comprising the Main Lease Agreement, the Rental Assurance Agreement, the OFC Maintenance Agreement, the Marketing Service Agreement, and the Undertaking Agreement, etc.

## 2. Premium Assets Company Limited (PA)

PA was registered on 11 November 2005 with a registered capital of Bt 1,300 mn. The company is 53.85% held by ACU and 46.15% by JSTC, respectively.

PA operates a real estate business for the office building “Jasmine International Tower,” which is a 31-story and 1-basement high-rise building on Chaengwatthana Road. In overall, office building rental business in Bangkok and the surrounding areas has been on the declining trend due to stagnant investment amid the prevailing pandemic. Most entrepreneurs have switched to cutting space rent costs by reducing business operating spaces and suspending planned space expansion. However, most Jasmine International Tower tenants have rented spaces to accommodate their head offices, hence no significant impact on the company. At present, the company has a marketing plan in place that is adjustable according to the economic conditions, with focus on flexibility for tenants, enabling them to continue their business operations without disruption, as well as keeping rental rates unchanged in tenants’ renewal of contracts so that they do not have to bear higher costs and; thus, the company’s tenant base can still be maintained.

As regards marketing policy, the company gives importance to the target customers, e.g. private business entities, especially small and medium-sized enterprises (SMEs), whose demand for office space rent has been on the rise continuously. Currently, the company’s income mainly comes from rent of spaces of office buildings with a total rental space of 41,535 square meters. Furthermore, the company can generate income from spaces accommodating conference rooms, training rooms, seminar rooms, food court, and sale promotion halls, as well as those for putting up advertising billboards in buildings. The company can also expand public relations channel through digital signage, e.g. new advertising screens to replace billboards. Details of products and services can be displayed standstill or in motion to attract interest of viewers. The screens can be managed via IT network by having them set up at the lobby. Jasmine International Tower has become highly popular and well accepted by entrepreneurs and agencies (sale promotion space agencies). At present, there is Café Amazon outside the building at the entrance to food court parking lot to generate higher income and bring good image among visitors at the meeting point of the building, making the building attractive and equipped with complete facilities.

For service provision, the company focuses on improvement of service models to cater to the customers’ one-stop service needs, covering data presentation, design, and decoration services, together with other services required for space rent in a one stop service manner to bring convenience to customers and become the strength of its services. Moreover, the company has developed new additional services for customers, such as

- WiFi Internet service in the common area of the building
- Broadband Internet in the office space
- IP phone service

Jasmine International Tower is a modern office building with adoption of advanced communication technology in conjunction with system engineering of the building which is of acceptable international standards. Moreover, the company is committed to ongoing development of its management system and new services to bring highest satisfaction to the customers, which will ensure the company’s successful business operation during the current Covid-19 pandemic. The company’s building administration team has given priority to tightening of prevention measures by emphasizing and providing information to all employees so that they complete vaccination of both main and booster doses according to the government measures, alongside conduct of ATK tests for employees at the beginning of each week. Meanwhile, all visitors to the building must undergo temperature measurement, and alcohol gel is also made available, together with keeping abreast of updated news on the pandemic and follow-up of strict compliance with the government measures.

### 3. Jasmine Internet Company Limited (Ji-NET)

Ji-NET has a paid-up registered capital of Bt 15 mn. It has JAS as the major shareholder, holding 98.34% of its registered capital. The company provides services under Type 1 Telecommunication Business License by the NBTC. Summary of the contract is as follows:

Name of license : Type 1 Telecommunication Business License No. TEL1/2550/001

License issuer : Office of the National Broadcasting and Telecommunications Commission

Licensee : Jasmine Internet Company Limited

License receipt date : 25 January 2007

License renewal date : 28 June 2025

Summary : Jasmine Internet Co., Ltd. can freely provide telecommunication services to general public via networks of licensees having own networks according to the nature and types of the telecommunication businesses as below:

1. Domestic public switched telecommunication service
2. Narrowband (dial-up modem) Internet service by connecting Internet via call line in the public switched telephone network (PSTN)
3. Broadband (dial-up modem) Internet service by connecting Internet via call line in the integrated services digital network (ISDN)
4. xDSL (xDSL modem) Internet service by connecting Internet via call line in the public switched telephone network (PSTN)
5. Leased line Internet service only on the part which licensees lease from telecommunication network service providers for service provision to licensees' customers. Licensees have no power to control signal release or cut-off.
6. WiFi Internet service with radio frequency of 2.4 Gigahertz and equivalent isotropically radiated power (E.I.R.P) of not over 100 milliwatts.
7. Internet service via frequency network, such as cellular mobile system network and mobile personal communication telephone (PCT) network.
8. Voice over Internet protocol or Internet telephony service, only for service provision from computers to computers, computers to phones without phone numbers, and voice over Internet protocol with phone numbers.
9. Other services, i.e. colocation, dedicated server, backup server, virtual private server, web hosting and mail hosting.

#### *Description of products or services and business innovation development*

The company mainly provides corporate Internet connectivity service via unlimited service providers' networks consisting of broadband Internet via leased line with a speed from 64 Kbps to 1,000 Mbps. It is a high-speed Internet service on its private communication line with a digital signal, and can transmit large-sized data with point-to-point connection directly from the organizations of service users to Ji-NET. It is also a technology with high stability, security, and efficiency in transmitting data and can accommodate services of middle and large-sized corporate customers. Characteristics of the services are as follows:

- 1) Fixed IP, unlimited number of times based on actual use
- 2) Availability of a network check system and 24-hour after sale service
- 3) Availability of a multi router traffic grapher (MRTG) system

*Market and competition*

Market for corporate Internet connectivity service

At present, there is an increasing number of Internet service providers (ISP). Coupled with the rising number of service providers of international Internet gateway (IIG), there occurs fierce price competition in the market for corporate Internet connectivity service.

The company's marketing guideline is to focus on building understanding among customers that Internet and IT solution system will help reduce costs of businesses of each size in various forms, and on stability and diversity of services. The company has cut down costs of circuit lease by combining all circuits used in the Group for negotiation of lease rates with providers of network service and national internet exchange (NIX) as well as international Internet gateway (IIG) services.

*Undelivered works*

- None -

#### 4. Acumen Company Limited (ACU)

ACU has a paid-up registered capital of Bt 760 mn. It has JAS as the major shareholder, holding 100% of registered capital.

*Description of products or services and business innovation development*

ACU offers a very small aperture terminal (VSAT) service featuring data communication service for government agencies and middle and large business organizations which require a huge amount of data exchange in the group with high stability by using a small satellite under Type 2 Telecommunication Business License without own network, No. TEL2/S/2549/001 by the NBTC. Salient points of the license are as follows:

Name of license	:	Type 2 Telecommunication Business License, without own network, No. TEL2/S/2549/001
License issuer	:	Office of the National Broadcasting and Telecommunications Commission
License term	:	30 November 2016 – 29 November 2021
Summary	:	ACU provides satellite communication service via a very small aperture terminal (VSAT) within the purview of Type 2 Telecommunication Business License by the transponder from the network provider, namely Thaicom PCL., to provide satellite telecommunication services. It is a connection service from headquarters to branches (domestically or overseas) or between branch offices in a private network. There are five service types based on space limitations and nature of demand of the target groups.

1. One-way multicast service – The service is a signal transmission from the host satellite station to the receiving station at various locations, which will be a one-way communication service.
2. Domestic VSAT with rooftop service – The service is a direct connection between two satellite stations using small antenna dish (VSAT) in a point-to-point manner.
3. Domestic VSAT with teleport service – The service is the connection between the head office and the branch office. The head office will connect data with the satellite service center (teleport) of the company via the ground network to be passed to the branch office equipped with the small antenna dish (VSAT).
4. International VSAT with rooftop service – The service is a direct connection between two satellite stations using small antenna dish (VSAT) in a point-to-point manner. One station is installed in the country and the other overseas.
5. International VSAT with teleport service – The service is a connection between the head office and the branch office. The head office will connect data with the satellite connection service center (teleport) of the company via the ground network to be passed to the branch offices equipped with small antenna dishes (VSAT) overseas.

#### *Market and competition*

1. Competition strategy – The company focuses on excellent service quality in terms of speed, use format, service stability, and perfect after sale service.
2. Distribution and distribution channel – For satellite communication service, the company adopts a direct marketing method by the company's sale engineer team, as the business requires specialized knowledge and expertise in provision of advice to the customers.
3. Competition condition – There is keen competition in provision of satellite data communication services (VSAT), especially in terms of price among industry peers.

#### *Procurement of products and services*

1. Production capacity and actual production volume for satellite communication services -- The company has satellite channels leased from Thaicom PCL to provide satellite data communication services (VSAT).
2. Information about raw materials – The company selects all equipment with international standard quality from local and foreign manufacturers, which can well respond to the customers' needs, build system stability, and bring satisfaction and confidence to the customers, as well as help reduce system maintenance costs.

## Assets for business operation

Ground satellite stations	Details of equipment used for satellite communication service			
	Satellite dish size	Satellite frequency transmitter	Satellite modem device	Multiplexer
1. PTT Co., Ltd., Chonburi	4.5m (of PTT)	1	1	1
2. Trans Thai – Malaysia Co., Ltd., Songkhla Province	2.4m	1	2	-
3. On natural gas rig, Jad-b17 station	2.4m	1	1	-
4. On natural gas rig, Jad-a18 station	2.4m	1	2	1

### Undelivered works

- None -

## 5. Internet Knowledge Service Center Company Limited (IKSC)

IKSC has a paid-up registered capital of Bt 50 mn with JAS holding 37.5% of its registered capital. The Company has a policy to jointly invest in this company, aiming for receipt of only returns from investment. At present, apart from some small transactions (such as computer device lease), IKSC's main obligation is to be a holding company with investment in KSC Commercial Internet Co., Ltd., which principally performs as Internet service provider – providing information service through the Internet-linked network system.

### The companies that have ceased their operations or have no significant transactions are as follows:-

#### 1. Jasmine International Overseas Company Limited (JIOC)

JIOC was established on 5 October 1994. It currently has a registered capital of Bt 115 mn with JAS direct and indirect holding of its shares, representing 75.23% of the registered capital.

The company jointly invests in new overseas business, both as sole investor and leader in co-management, using engineering expertise in installation design, large-sized national telecommunications system management, plus significant engineering strengths of the company which are satellite communications, gateway station installation for the control of mobile phone system, fixed-line telephone system installation, submarine optical fiber cable system, including applied IT-related knowhow. At present, the company's investment structure is as follows:-

Company's Name	Amount of Investment (Million Baht)	% of Shareholding	Nature of Business
<b>Subsidiary</b>			
1. ACeS (Thailand) Company Limited	1,950.00	58.84	Holding Company
2. Clippership Investments (BVI) Limited	2.40	100.00	Holding Company
<b>Associated and Related Company</b>			
3. ACeS International Company Limited	824.00	10.66	Satellite mobile phone services for Asia

## 2. ACeS (Thailand) Company Limited (ACT)

ACT was established on 14 February 1997. The company has a registered capital of Bt 1,950 mn with JIOC holding its shares, representing 58.84% of the registered capital. ACT operates its business as a holding company.

## 3. T.J.P Engineering Company Limited (TJP)

TJP has the paid-up capital of Bt 200 mn. The company shares are held by JAS and via ACU, representing 100% of the registered capital. TJP engages in providing outside plant engineering service, the design and installation of outside plant equipment for all kinds of telecommunications network systems, including fixed-line telephone system, transmission system, drop wire installation and civil work for telecommunications projects such as maintenance center, training center, Private Automatic Branch Exchange center; plus the installation of towers for mobile phone system and so on.

Currently, the company has ceased its operation, but it still has the undelivered works. The company; therefore, amended the contract entered into with the customer to reduce the scope of work and extend the period to enable the project closing.

## 4. Mobile Communication Services Company Limited (MCS)

MCS has the paid-up capital of Bt 100 mn. It is held by JAS in a proportion of 70% of the registered capital. MCS was established in December 1997 as a joint-venture company between JAS and TOT with an objective to serve TOT in its maintenance of networks and perform any work as related to the NMT 470 MHz. Cellular Mobile Telephone network or any other work as assigned by TOT. At present, MCS has not yet started running its business.

## 5. Three BB Company Limited (Three BB)

Three BB started its operation in May 2000. It has the paid-up capital of Bt 52 mn and is held by JAS in the proportion of 100% of the registered capital.

Three BB was established with an objective to develop and create new revenues from new businesses and projects that are related to Internet E-commerce business and also to develop new software and applications. The company is open for proposals of any interested creative operator who wishes to jointly invest in the businesses of the company and is also prompt to support and facilitate it with itself holding not exceeding 50% of the total shares.

## 6. Aces Regional Services Company Limited (ARS)

ARS is a subsidiary of ACT. At present, ARS has a registered capital of Bt 1,020 mn, with ACT holding 98.04% of its shares.

ARS is the investor of ground station construction for the ACeS satellite phone project. It has also been awarded the right to be service provider of the phone system via satellite for Asia as a national service provider from ACeS International Co., Ltd. (AIL), the sole operator of the ACeS satellite network under the Asia Cellular Satellite (ACeS) project in Thailand. The company started operation in 2001. Its main income comes from sale of mobile handsets and call fees. ACeS signal transmission service works well everywhere at all times, be it in the forests or at sea, covering countries across Asia. It has also been designed to be a communication system to support areas outside the ground network, particularly such main target customers as fishing

and commercial vessels, and areas with no population density which is not worth investing in other types of telecommunication networks, as well as in the countries in lack of telecommunication systems, and customers in governmental organizations and charitable organizations for use as backup communication equipment in case the ground communication network is cut off. Applications can be in the forms of satellite mobile phone using small portable handset and satellite phone set on marine vessels, designed to be durable for use on the vessels. Service has been provided in both pre-paid and registration as choices to be made by customers as appropriate. ARS already ceased its satellite phone business operation in 2021.

#### 7. Thai Long Distance Telecommunications Company Limited (TLDT)

TLDT is a subsidiary of JSTC. It has a registered capital of Bt 309 mn with JIOC holding its shares, representing 90% of the registered capital.

TLDT is a concessionaire of the extension of the submarine optic fiber cable network on the western coast line or Andaman Sea and installation of the submarine optic fiber cables connecting with the countries whose borders are adjacent to Thailand and connecting with the eastern coast line. Its services, products, and use of raw materials are the same as JSTC. Its income sharing with the TOT was determined as percentage of income at the downward rates starting from 26.0% per year in the first year to 12.5% per year in the 15<sup>th</sup> year (2011). At present, TLDT's concession contract with the TOT already came to an end.

#### 8. Smart Highway Company Limited (SHW)

SHW is a subsidiary of ACU with a registered capital of Bt 15.5 mn. The company is a joint venture between ACU and CAT. Its shares are held by ACU in a proportion of 67.40% of registered capital.

SHW operates the high-speed domestic signal circuit lease business under a marketing cooperation agreement for provision of data communication with CAT and digital leased circuit business. Currently, due to the end of the concession contract, SHW has no leased line customers.

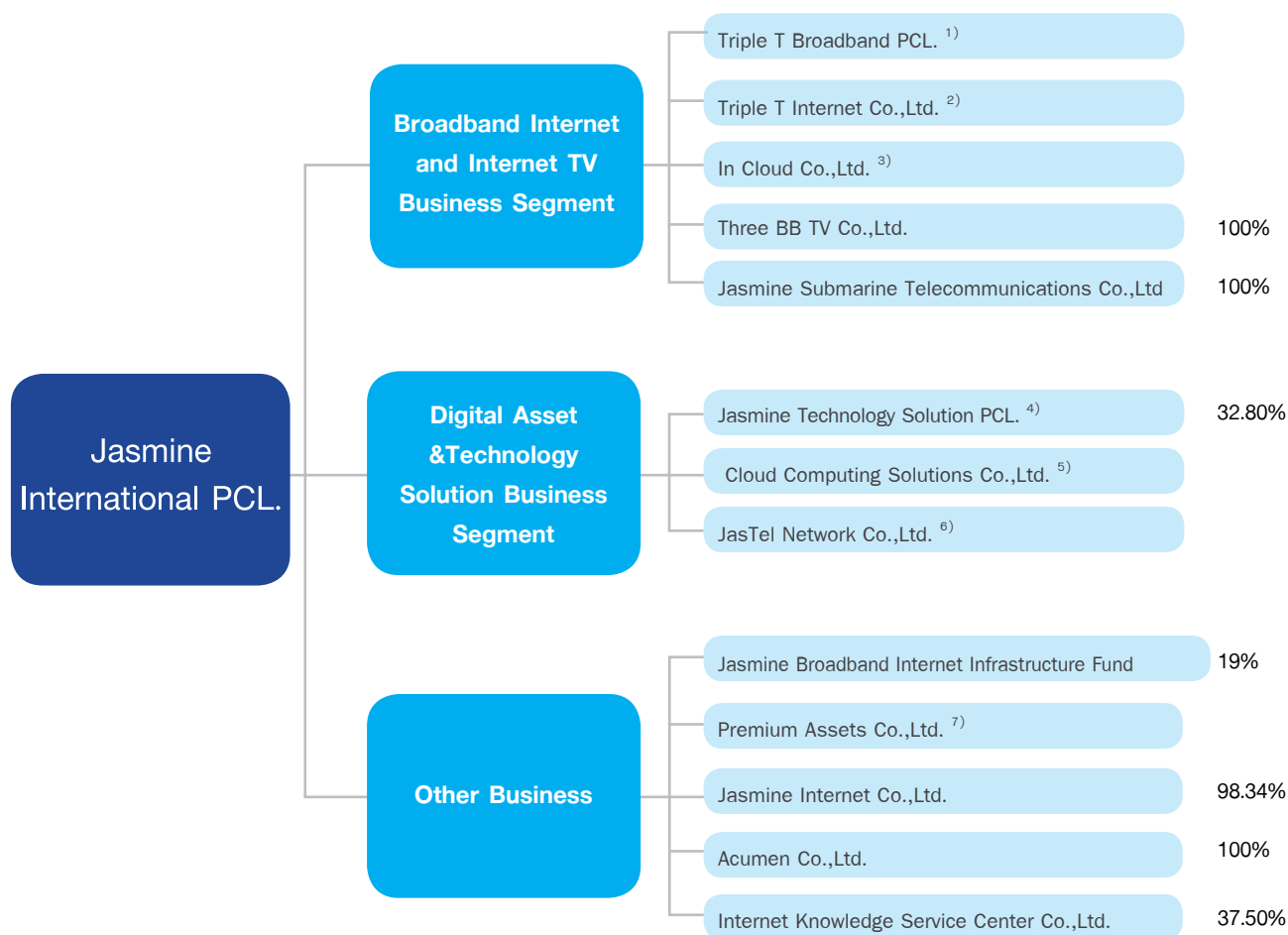
### 1.3 Shareholding Structure of JAS Group

#### 1.3.1 Shareholding Structure of JAS Group

##### 1) Policy on Business Operation Categorization of JAS Group

The Company engages in investment, as a holding company, through its own subsidiaries only. The investment is mostly in telecom business, information technology systems, and other related businesses. The Company places emphasis on supporting the subsidiaries to increase their competitiveness, keep close-knitted collaboration and synergize all resources so as to achieve maximum efficiency in developing new products, suitable for the era of rapid technological changes. Businesses of JAS Group are categorized into 3 main segments. (Please see details on Business segments in item 1.1). The subsidiary that operates the core business is TTTBB.

##### 2) Shareholding Structure of JAS Group



**Remarks :**

- 1) = 99.87% held by ACU
- 2) = 99.99% held by TTTBB
- 3) = 100% held by TTTBB
- 4) = 32.80% held by JAS, 9.06% held by ARS and 9.05% held by TJP, making the total of 50.91%
- 5) = 97.87% held by JTS
- 6) = 100% held by JTS
- 7) = 53.85% held by ACU and 46.15% held by JSTC

### 3) Size of the Companies that Operate Core Businesses

The Company has invested in the company that operates the core business in compliance with the relevant regulations. The size of this company is equivalent to 96.50 percent, compared to the size of the Company.

### 4) General Information of Juristic Persons in which the Company's Shareholding Proportion is of 10 Percent up

Company Name and Head Office Address	Nature of Business	Total Number of Paid-up Shares	Number and Proportion of Common Shareholding of JAS and/or the Subsidiary
<b>1. Broadband Internet and Internet TV Business Segment</b>			
Triple T Broadband PCL. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-2100 Fax : 0-2100-2121	Engages in Broadband Internet service, digital data network service, fixed-line telephone service and public payphone service	7,539,242,315	ACU 7,529,234,885 shares = 99.87%
Triple T Internet Co.,Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-2255 Fax : 0-2100-2129	Engages in providing Internet service and Internet applications to residential clients and corporate clients	10,000,000	TTTBB 9,999,300 shares = 99.99%
In Cloud Co.,Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100- 4400 Fax : 0-2100-4401	Engages in software development, distribution and provision of the service of general software and software system that supports the value added services of Broadband business	100,000	TTTBB 99,,997 shares = 100%
Three BB TV Co.,Ltd. Jasmine International Tower 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120	Engages in providing Internet TV service under "3BB GIGATV" brand.	10,000,000	JAS 9,999,997 shares = 100%
Jasmine Submarine Telecommunications Co.,Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-3183 Fax : 0-2100-3184	Engaging in content aggregation	15,500,000	JAS 15,499,994 shares = 100%

Company Name and Head Office Address	Nature of Business	Total Number of Paid-up Shares	Number and Proportion of Common Shareholding of JAS and/or the Subsidiary
<b>2. Digital Asset &amp; Technology Solution Business Segment</b>			
Jasmine Technology Solution PCL. 200, Moo 4, 9th Fl., Jasmine International Tower, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-8300 Fax : 0-2962-2523	Engages in providing turnkey telecommunications services and digital asset business	706,457,300	- JAS 231,714,400 shares = 32.80% - ARS 64,027,700 shares = 9.06% - TJP 63,918,000 shares = 9.05%
Cloud Computing Solutions Co.,Ltd. 200 Moo 4 Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-3000 Fax : 0-2100-3501	Engages in providing cloud computing services from the Infrastructure-as-a- Service stage all the way through to the Software-as-a- Service stage; plus consulting, design and implementation of computer system services as well as IT network and application software development services	550,000	JTS 538,264 shares = 97.87%
JasTel Network Co., Ltd. 200, Moo 4, 7th Fl, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-3183 Fax : 0-2100-3184	Engages in circuit leasing service and local as well as international data communications service and digital asset business	5,200,000	JTS 5,199,993 shares = 100%
<b>3. Other Businesses</b>			
Jasmine Broadband Internet Infrastructure Fund BBL Asset Management Co., Ltd. 175 Sathorn City Tower, 7th, 21st and 26th Fl., South Sathorn Rd., Tungmahamek, Sathorn District, Bangkok 10120 Tel : 0-2674-6488 (Press 8) Fax: 0-2679-5955	A mutual fund, established to mobilize funds from general and institutional investors for investment in telecommunications infrastructure business	8,000,000,000	JAS 1,520,000,000 shares = 19%
Premium Assets Co., Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District Nonthaburi 11120 Tel : 0-2100-3000 Fax : 0-2100-3575	Engages in space rental management and related services for Jasmine International Tower	130,000,000	- ACU 69,999,993 shares = 53.85% - JSTC 60,000,000 shares = 46.15%
Jasmine Internet Co., Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-3700 Fax : 0-2100-3793	Engages in providing Internet services, mainly for Corporate clients	1,500,000	JAS 1,475,100 shares = 98.34%

Company Name and Head Office Address	Nature of Business	Total Number of Paid-up Shares	Number and Proportion of Common Shareholding of JAS and/or the Subsidiary
Acumen Co.,Ltd. 200, Moo 4, Chaengwatana Rd., Pakkred Sub-district, Pakkred District, Nonthaburi 11120 Tel : 0-2100-3000 Fax : 0-2100-3222	Engages in wireless communication services in the form of satellite communications via Very Small Aperture Terminal (VSAT)	7,600,000	JAS 7,599,994 shares = 100%
Internet Knowledge Service Center Co., Ltd. 2/4,10th Fl., Chubb Tower, Vibhavadi Rungsit Rd., Thungsonghong Sub-district, Laksi District, Bangkok 10210 Tel: 0-2779-7777 Fax: 0-2779-7111	A holding company	12,000,000	JAS 4,500,000 shares = 37.50%

### 1.3.2 Person who may have conflict of interest, holding more than 10 percent of shares of the Company's subsidiary or associate company

- None -

### 1.3.3 Relationship with Business Group of Major Shareholders

- None -

### 1.3.4 Shareholders

#### 1) Major Shareholder

The top 10 largest shareholders of JAS as at the latest closing date of the share register book (15 March 2021) are as follows:- (The total number of shares: 8,592,816,071 shares)

Name of Shareholder *	Number of Shares	% of Shareholding
1. Mr. Pete Bodharamik	4,572,490,483	53.21
2. Thai NVDR Co.,Ltd.	354,524,297	4.13
Group of Shareholders under Thai NVDR Co.,Ltd		
- STATE STREET BANK AND TRUST COMPANY	130,486,766	1.52
- BBHISL NOMINEES LIMITED	57,656,498	0.67
- STATE STREET EUROPE LIMITED	40,897,605	0.48
- SOUTH EAST ASIA UK (TYPE C) NOMINEES LIMITED	15,521,631	0.18
- MR. AIKE TE	8,038,600	0.09
- MR. TETSUJI ISHIZAKI	7,164,500	0.08
- MR. AIK HLA	6,265,700	0.07
- MORGAN STANLEY & CO. INTERNATIONAL PLC	5,805,424	0.07
- J.P. MORGAN SECURITIES PLC	4,156,967	0.05
- MERRILL LYNCH INTERNATIONAL-LONDON	3,976,765	0.05

	<b>Name of Shareholder *</b>	<b>Number of Shares</b>	<b>% of Shareholding</b>
3.	Mr. Tidchuan Nanawaratorn	134,000,000	1.56
4.	SOUTH EAST ASIA UK (TYPE C) NOMINEES LIMITED	104,988,524	1.22
5.	Mr. Supachai Weeraborwornpong	78,598,780	0.91
6.	Mr. Burana Chavalittamrong	74,200,000	0.86
7.	Mr. Suchin Satitpatanapan	40,984,800	0.48
8.	Mrs. Wilailak Pratipanawatr	30,900,000	0.36
9.	N.C.B.TRUST LIMITED-NORGES BANK 1	30,889,197	0.36
10.	Mr. Pisit Kittipongwattana	30,000,000	0.35
11.	Mr. Pitharn Ongkosit	30,000,000	0.35

## 2) Information of Shareholders of the Subsidiary that Operates the Core Business

TTTBB's shareholders are as follows:-

	<b>Name of Shareholder</b>	<b>Number of Shares</b>	<b>% of Shareholding</b>
1.	Acumen Co., Ltd.	7,529,234,885	99.87
2.	TT&T PCL.	9,999,930	0.13
3.	Mr. Subhoj Sunyabhisithkul	1,250	0.00
4.	Mrs. Nitt Visesperhan	1,250	0.00
5.	Mrs. Chuenkamol Treesuttacheep	1,250	0.00
6.	Mr. Somboon Patcharasopak	1,250	0.00
7.	Ms. Sompoch Sukchareon	1,250	0.00
8.	Ms. Ananya Buapuan	1,250	0.00

## 3) Shareholders' Agreement

-None-

## 1.4 Registered Capital and Paid-up Capital

The Company registered capital is Bt 4,296,408,035.50; all is paid-up and divided into 8,592,816,071 ordinary shares, each with the par value of Bt 0.50 per share.

## 1.5 Other Securities

In 2021, TTTBB, a subsidiary in which the Company holds 99.87 percent via ACU (ACU is 100 percent held by the Company) issued and offered long-term debentures with details as follows:-

- Debenture Issuer : Triple T Broadband PCL.
- Specific Name of Debenture : Secured Debenture of Triple T Broadband PCL. No.1/2021 with maturity date in 2024 which grants the issuer an option to redeem prior to the maturity date
- Type of Debenture : Unsubordinated and secured debentures with a Debentureholders' Representative in the Name-Registered Certificate and debenture issuer is eligible to redeem the debenture prior to the maturity date
- Purpose of Using the Proceeds :
  1. To invest in the Broadband Internet and IPTV businesses;
  2. To reserve as a loan for the companies within Jasmine International Group;
  3. To be the working capital for TTTBB
- Tenor : 3 years, commencing from debenture issuance date
  - Debenture issuance date : 30 September 2021
  - Maturity date : 30 September 2024
- Number of Debentures Issued and Sold : 1,373,500 Units
- Value of the Sold Debentures : The total amount obtained from the sale of the debentures was Bt 1,373,500,000
- Par Value per Unit : Bt 1,000
- Offering Price per Unit : Bt 1,000
- Interest Rate : Fixed rate at 6.25 percent per annum
- Interest Payment Period : Every 3 months, with the first payment being scheduled on 30 December 2021 and the last payment on the maturity date of the debentures
- Early Redemption : Debenture issuer is eligible to redeem or prepay debentures (whole or partial) prior to the maturity date, starting from 30 September 2022
- Collateral : The ordinary shares of Jasmine Technology Solution PCL. ("JTS"), valued Bt 1,716,875,026.18. The issuer will maintain the collateral value to the total value of debentures that remain unredeemed not less than 1.0 times.
- Debenture Holder Representative : KTBST Securities PCL.
- Debenture Registrar : Bank of Ayudhya PCL.

## 1.6 Dividend Payment Policy

### 1) Dividend Payment Policy of the Company

The Board of Directors has the policy to propose for Shareholders' Meeting's consideration the dividend payment to general shareholders in the ratio of not less than 50 percent of the net profit after tax each year as shown in the Company's separate financial statement. Details of dividend payment during the past 3 years are as follows:-

Details of dividend payment	2021	2020	2019
Net profit (Loss) for the year (Baht)	1,627,240,084	2,966,684,363	15,390,836,208
Total dividend paid per share for the whole year (Baht: Share)	-	0.25	1.78
- The first interim dividend payment	-	0.05	0.30
- The second interim dividend payment	-	0.20	-
- Annual dividend payment	-	-	1.48
<b>Total dividend payment for the whole year (Baht)</b>	<b>-</b>	<b>2,134,311,002.40</b>	<b>14,755,739,471.62</b>
<b>Total dividend payment ratio for the whole year</b>	<b>-</b>	<b>71.94%</b>	<b>95.87%</b>

### 2) Dividend Payment Policy of the Subsidiaries

- TTTBB has a policy to pay the dividend in the ratio of not less than 40 percent of its annual net profit, as declared in the separate financial statements, after corporate tax and statutory reserve and after the company's compliance with laws and terms and conditions in loan contracts, including other related burdens, each year. However, the Board of Directors of TTTBB has the authority to consider and approve occasional exemption or change in this policy on the condition that such exemption or change must be for the optimum benefits of the company.
- JTS has a policy to pay the dividend in the ratio of not less than 40 percent of its net profit after corporate tax each year, as declared in the separate financial statement. The dividend payment of the company must not significantly affect its normal operation. Nevertheless, provided that it is of necessity for the company to use its net profit for further business expansion, the dividend may be paid in the ratio lower than the ratio stated above.
- For other subsidiaries, the dividend payment depends on their operating results and annual liquidity of cash flows.



## 2. Risk Management

### 2.1 Risk Management Policy and Plans

Realizing that risk management is important to the Company's business operation, the Risk Management Committee has established risk management policy, control activities, monitoring system, and also conducted risk factor analyses by considering the internal as well as external risk factors so as to evaluate risk management in every area to be appropriate and in line with the Company's policies and strategies. Additionally, the Committee has promoted risk management to its personnel organization-wide, fostering the awareness that it is a duty of everyone to take part in managing risks to an acceptable level.

### 2.2 Risk Factors of Business Operations of the Company

#### 2.2.1 Risks that the Company or the entire JAS Group currently encounters and is likely to encounter in 3-5 years ahead are as follows:-

##### 1. Strategic Risk

- Regarding the tendency of business expansion and investment opportunities that may add more values to the existing businesses
  - Despite continuous potential growth of the Broadband Internet business, it is likely that ARPU is dropping continuously. Price wars, a wider variety of goods being offered in the market and more options for mobile Broadband usage (4G or 5G) combined has caused TTTBB to partially lose its market share. Thus, for future investments, the Company shall crucially focus not only on increasing the efficiency of its equipment to be in readiness for providing the highest speed service of 10,000 Mbps, but also using data mining as a tool to understand the behaviors of the customers so as to serve them with many more value added services that meet their demands at reasonable prices.
  - The IPTV business has a tendency to grow continuously due to the company's strategy of bundling 3BB GIGATV set top box service with the broadband internet service. This strategy also helps minimize the churn rate and simultaneously enhances such new businesses as model revenue share (built on streaming content), advertising and TV shopping. Nevertheless, a risk of 3BB IPTV service offering is its service platform that is monopolized by a platform developer, known as KT. The monopoly has caused delay to 3BB IPTV service platform development. Another risk of this service is the high expenses of streaming contents that have further resulted in higher cost. In order to manage this risk, the company may have to consider hiring additional platform developers other than KT and at the same time, considering the rating of content viewing so as to be able to appropriately allocate the budget for content investment.
  - The Company also engages in corporate solution business of which the potential growth still continues well in the market. Currently, JAS Group's market share in this business is still small so it is possible that the Group can increase its market share much more in the future. The strategy is to secure a variety of quality solutions to serve the demands of corporate clients. To this regard, the company has sought for partners who are suppliers or other operators that are capable of providing both the leased circuit service and several solutions to join forces with it in operating this business. At present, the Group is in the process of acquiring more staff in parallel with training relevant personnel who are keen at selecting solutions, for more efficiency and proper customization.

- Regarding risks that arise from new business
  - Bitcoin exchange rate fluctuation is a major risk of the Bitcoin mining business, operated by JTS. As Bitcoin has become more widely accepted with a tendency of higher price, JTS' strategy is keeping the Bitcoins earned through its mining. Apart from the risk from the fluctuation of the exchange rate, JTS still has risk in acquiring the mining machines as the sales of these miners is monopolized by just a few operators. To manage this risk, JTS has managed not to rely on only one distributor and once an order for the miners has to be placed, the company shall enter into a forward contract with the distributor to prevent the problems, arising from the volatility of the miners' price. In terms of legal risk, due to the fact that Bitcoins are considered a crypto currency that can be exchanged via a "Digital Asset Exchange", certified by the Office of the Securities and Exchange Commission (the "SEC") and also that the government has a clear policy to collect tax from an operator's gains from the sale of Bitcoins, in view of the management, the chance of legal risk for the Bitcoin business is rather rare. Bitcoin mining is the competition in solving mathematical puzzles; the return is subject to the Hash rate of the miners, joining the mining pools. Now that the price of Bitcoin has soared higher, more investors are coming into play; whereas, the existing investors also have a desire to invest more. The total Bitcoin Network Hash rate is; thus, moving higher. As such, it is necessary for JTS to continuously increase the power of its miners to be of higher efficiency order to obtain more Bitcoins at all time.
  
- 2. Governance Risk : The Company has managed governance risk to enable the management's set up of business directions and activities for each subsidiary to be in line with the goals of JAS Group.
  - The Company's Board of Directors has considered the guideline for the selection and the appointment of JAS' qualified representatives with appropriate experiences to work as directors, executives or persons with controlling power in the subsidiaries and the associate company. The number of the representatives assigned shall be based on the percentage of JAS shareholding in each particular subsidiary and associate. Through these representatives, the management of the subsidiary as well as the associate companies of JAS can be well in accordance with JAS Group's business policies. However, the appointees, representing JAS as directors of the companies within JAS Group do not receive any additional compensation from JAS.
  - The performances of JAS representatives in the subsidiaries are quarterly reported to JAS Board of Directors in the like manner as the report on risk management of every subsidiary.
  
- 3. Human Resources Risk : The Company realizes that human resources is an important element that is indispensable for further growth of JAS Group; therefore, it has managed the risk of losing efficient personnel along with strengthening business competitiveness for every industry which JAS Group has entered into as follows:-
  - Setting up recruitment criteria, principally placing importance on the applicants' good attitude on par with skills that suit with the jobs that the Group requires; developing the recruitment procedure by using online assessment system and reliable standard LSP online assessment tool to appropriately evaluate the applicants' proficiency;
  - Preparing data for the adjustment of the starting rates of the new employees who are recruited to the positions that are considered as rare or highly competitive in the job market (such as engineering or

IT personnel) as well as the positions required by the core business (such as salespersons, technicians, contact center staff) to be competitive in the job market, taking into consideration the result of the comparison between the Company's wage rates and the wage rates of other companies in the same industry plus the possible impacts that may arise from the starting rates of the 2 main groups of new employees as detailed above. The Company has also proceeded to consider models for other additional benefits for the adjustment of the starting rates of the new employees.

- Reinforcing employees' motivation, loyalty, love and devotion to the organization and managing to set up a human resources development plan for the employees who are core competency and functional competency of each business of JAS Group and accordingly follow up it.
  - Preparing a succession plan for the executive positions, including the positions that are very important to the business of JAS Group such as the Head of the IPLC Network Management, and the positions that are prone to cause risks that are related to the succession of business operations of the Group as whole in the long run, and accordingly monitoring its compliance. Furthermore, to prepare the successors for more responsibilities once assuming the above-mentioned positions, the Company has proceeded to conduct the OKRs and prepare the work plan and the appraisal.
  - Preparing Balanced Scorecard, therein stated business directions and that supports all the strategic implementation, for every company within JAS Group that engages in service offering. To this regard, the policies, goals and collective strategies shall be determined by the management and passed on to relevant work units.
4. Operation Risk : The Company's subsidiary and associated companies have conducted risk assessment as required by JAS Group's policy on risk management and have classified their operation risks into levels in accordance with the standard, established by the Company.
- Currently, the employees of JAS Group have risk pertaining to the outbreaks of the COVID-19 pandemic; thus, the Company has put in place the policies of Work From Home and Social Distancing for them comply.
  - TTTBB has risks pertaining to the Right of way on the pole of the Provincial Electricity Authority (PEA) and the securing of the letter of guarantee for the annual optical fiber laying that is partially under negotiation with PEA that not only has a tendency to change some conditions, but also under discussion for advice on this matter with the service providers, joining forces with it as a teamwork.
  - TTTBB has a risk pertaining to maintenance and installation as there are several factors that have caused the delay in maintenance and installation such as the outbreaks of the pandemic and climates and so on. To handle this risk, the company has hired the contractors to partially help carry out the maintenance and the installation jobs. Additionally, for faster customer service, the company is considering about its man power and, at the same time, improving the methods of work to enable the employees' more working efficiency and effectiveness. It is also developing software that enables the customers to initially fix the problems themselves.
  - Each company has appropriately completed its risk insurance for both network and equipment and is about to proceed with setting up a Business Continuity Plan (BCP) that will help its businesses to recover soon in case of disruption; hence the least bad effects.

- In 2021, websites around the world were attacked by hackers who illegally accessed and exfiltrated data from the hacked websites to demand a ransom. During such period, the Company had been on the alert and found that there were some unusual attempted accesses to its data. The Company instantly blocked those accesses and kept its website closely monitored all the time. It has accordingly stepped up its cyber security by procuring systems and tools such as vulnerability assessment (VA) tools and firewall to provide efficient prevention, increasing measures for regular monitoring and caution and also for blocking of unusual accesses from foreign IP addresses, hiring an external security consultant to check the system so as to enhance confidence in personal data security, and educating employees on a guide to efficiently deal with such cyber threats.
- The subsidiaries have drawn up the “Health Safety and Environment Measure” and the Company also managed to set up the Welfare Committee whose members are representatives of the employees; the Safety and Health Committee, as required by law, the CSR (Corporate Social Responsibility) Department that is responsible for every relevant party. In terms of health care, the Company arranges the annual health check for the employees of all levels and positions. In addition, during the COVID-19 pandemic outbreaks, the Company has announced the Work From Home (WFH) policy for everyone to comply organization-wide in order to decrease workplace density and reduce the risk of infection. Along with the WFH policy, the Company has arranged vaccination for the staff who have to service and contact with the customers directly. Besides vaccination, the Company has monthly procured 10,000 sets of the COVID-19 Antigen Test Kit for its frontline staff to use free of charge for safety in customer service. In order to efficiently manage this risk, the Company has set up the generally accepted requirements and practices that require its employees’ compliance throughout the Group; for examples, once a staff is a COVID-19 lab-confirmed case, a report together with the classification of tiers of colleagues who came into contact with the patient is to be submitted and every time an employee is vaccinated or conducts an ATK test, he/she has to report to the Company via a link provided. The Company always communicates with its employees about good hygiene via the Line Official HR system.

## 5. Financial Risk

- As for financial risk, financial institutions have continued to pursue the policy to either slow down or remain stringent in their loan approval for entrepreneurs. What they need to consider prior to making a decision whether or not to grant a loan is not only the financial position and the ability to repay debt of that particular borrower, but the overall operating results of the group of the companies to which that borrower belongs. As for the case of JAS Group, the fact that the Group had net loss due to the impact of TFRS 16, as declared in the consolidated financial statements, some financial institutions felt concerned and took a longer time than usual to consider the case before approving granting the loan. (It is possible that TFRS 16 shall still affect overall operating results of JAS Group until 2023). To manage this financial risk, amidst the current economic circumstances, the Company has determined not to rely on financial institutions as the sole financing source, but to seek more funding by way of issuing debentures, applying for suppliers’ credit and entering into financial leases to ensure that its liquidity is enough to support business operation of the companies within the Group.

- Regarding the investment in the Bitcoin mining business by JasTel, a subsidiary of JTS, as this is a new business, the financial institutions have considered risks that are related to it; for instances, risk from the volatility of the Bitcoin price, the fluctuation of the exchange rate and the supervision of the government sector, etc. These risks are borrowing limits in applying for a loan from financial institutions; therefore, it is necessary that JTS raise funds to empower the Bitcoin business through debenture issuance and propose this issue for its shareholders' meeting's approval in February 2022.
- JAS Group also has risk from the exchange rates due to debts in foreign currencies of the companies within the Group that arose from equipment purchase, compliance with compromise agreements of JAS and service contracts of the subsidiaries. As such, the Group has been, more or less, affected by the volatility of the exchange rates. However, JasTel is able to partially minimize the impact of this risk because its revenue is partially from abroad (Natural hedging). For the other subsidiaries, JAS' hedging policy is to enter into forward contracts in order to reduce certain impacts on its cash outflows as well as the booking of profit (loss) from the exchange rates.
- In addition, as the companies within the Group have entered into financial contacts which require compliance with the terms, conditions and obligations, stipulated therein, compliance with such terms, conditions and obligations is considered another risk of JAS Group. For instances, TTTBB is required not only to comply with the terms and conditions in the documents that are related to the transactions, entered into between the company itself and JASIF, but also the conditions and procedures governing the secured debentures of TTTBB; and the Company and the subsidiaries are to comply with the terms and conditions in the loan agreements. To mitigate this risk, the Group proceeds to thoroughly examine its financial covenants in those agreements to prevent defaults that may occur.

## 2.2.2 Risks that have Effects on the Investment of Security Holders

As at 15 March 2021, Mr. Pete Bodharamik held 4,572,490,483 shares of JAS, equivalent to 53.21 percent of the entire paid-up shares of the Company. His shareholding proportion is significant to the resolutions made at a shareholders' meeting, except for the ones required by law or the Company's Articles of Association to be passed by the votes of not less than  $\frac{3}{4}$  of the total votes of the shareholders' meeting. As such, other shareholders may encounter risks arising from the number of votes collected for the check and balance in the event that a matter is proposed by the major shareholder. Nevertheless, the Company is well aware of the importance of the check and balance and thus complies with Corporate Governance Policy. It has 4 independent directors, 3 of whom are also the audit committees, being responsible for overseeing the accuracy, the completeness and the reliability of the financial reports, including the compliance with the Securities and Exchange Act and other laws applicable to the business of the Company.

### 2.2.3 Risks from Legal Disputes

The information on legal disputes is disclosed in details in Topic 5.3: Legal Disputes of Form 56-1 One Report and Item 35.7 of Notes to the Financial Statements, regarding risks from legal disputes of the subsidiaries.

In 2013, 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 agreements, as they considered that JTS was unable to deliver the tablets as scheduled under the agreements.

In November 2014 and March 2015, the two counterparties filed lawsuits, requesting JTS to pay penalties for its inability to deliver tablet as stipulated in the agreements and to make payment under the performance bonds, together with interest at the rate of 7.5 percent per annum, totaling Baht 195 million. However, in 2018, the Central Administrative Court issued judgment, requesting JTS to pay penalties, totaling Baht 10 million, plus interest at the 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 judgment rendered to the bank. Therefore, the balance of penalties amounted to Baht 8 million. The provision previously recorded by JTS for penalties and compensation that might be incurred is sufficient based on the amount of the penalties under the judgments of the Central Administrative Court. However, JTS and the two government agencies filed appeals with the Supreme Administrative Court and JTS filed requests to suspend the execution to 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 advisors 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 judgments of the Central Administrative Court.

Moreover, in the event that JTS is required to pay penalties and compensation to the two government agencies, JTS is able to reclaim all losses from the local company who was the seller of the tablets to JTS, in accordance with a condition stipulated in the sale and purchase of tablet agreements.

For litigation and disputes between TT&T and JAS subsidiaries, please see Form 56-1 One Report of JAS, Topic 5.3 : Legal Disputes and Notes to the Financial Statements, Item 35.7.

## 3. Driving Business for Sustainability



### 3.1 Policy and Sustainability Management Goals

For JAS group views sustainable development as a critical part to the success of the company, its people and society. In 2021, JAS has been implemented many important milestones driving success of product and service.

**Encourage Innovation :** Because every staff's voice matters, there is an innovation program for staff to present ideas of improvement that will affect the business. There are more than 200 projects that have been submitted. And many have been implemented to improve customer experience and quality of service.

**Data Privacy & Cyber Security:** To ensure Data Privacy of our customer and tighten cyber security aspect, JAS and its subsidiaries have applied PDPA for all customers which aim to complete by 2Q2022. Regarding to cyber security, we have done penetration test by well known 3rd party to verify the system and improve in the area where it is required.

**Fair Work Place:** JAS group places importance on Gender equality and fair workplace. Not only opening a job for disable people to work in the company, but the group open and accept new candidates who is matched with companies without any discrimination by gender.

The company also provides various welfare packages as standard benefits for employees as well.

For talented employees, the group launched a "Fast Track" project that opens the opportunity for employees who have potential to jump ahead in their career.

**Environment Preservation:** As a part of giving back to society, many green and environmental projects have been launched in order not to give back to society but also create a greener and better environment in our customer's neighborhood.

**Aim toward zero emission:**

**Operational Waste Management:** Last year JAS group collected unused routers from terminated customers and reused it again for lower QoS packages. It reduces number thrown-away devices that possibly cause more pollution to environment

**Well Being**

Incorporate with NBTC to provide telehealth project that allow patients to be able to talk to doctors online anytime anywhere.

## 3.2 Stakeholders Impact Management in the Business Value Chain

### 3.2.1 Value Chain

#### 3.2.1.1 Primary activity (explain below activities)

- Inbound Logistics
- Operations
- Outbound Logistics
- Marketing and Sales
- Customer Service

#### 3.2.1.2 Support Activities (explain nature of support activity goal)

### Business Value Chain

Sourcing/Procurement	Operation	Product & Service Development/ sale	After Sales Service	Support activity
<ul style="list-style-type: none"> <li>: Oversee network equipment of fixed broadband internet service</li> <li>: Oversee safety tested customer device i.e. Router Modem that customer will use</li> <li>: Acquiring license from NBTC</li> </ul>	<ul style="list-style-type: none"> <li>: Network, IT, and other operating system management</li> <li>: Evaluating performance of core system such as MPLS, ME, MME</li> <li>: Planning network expansion nationwide</li> <li>: Cyber security control and data protection policy</li> <li>: Marketing branding and new product</li> </ul>	<ul style="list-style-type: none"> <li>: R&amp;D and launching of new product/ service deployment</li> <li>: Partnering with various providers that can serve existing products and services</li> <li>: Manage online/ offline sale and set sale policy</li> </ul>	<ul style="list-style-type: none"> <li>: Customer satisfaction survey</li> <li>: Retention program</li> <li>: Voice of customer unit</li> </ul>	<ul style="list-style-type: none"> <li>: Human resource management without any discrimination and fair job opportunity</li> <li>: conduct Transparent accounting and financial sustainability</li> <li>: Good corporate governance</li> </ul>



### 3.2.2. Stakeholders in the Business Value Chain Analysis

Stakeholders	Expectations of Stakeholders	Meeting the Expectations of Stakeholders
Internal Stakeholders		
Shareholders	<ul style="list-style-type: none"> <li>: Sustainable growth</li> <li>: Regularly dividend paid</li> <li>: Good corporate governance</li> </ul>	<ul style="list-style-type: none"> <li>: consistently drive broadband business and add more value added service to the portfolio</li> <li>: payout dividend at least once a year</li> <li>: maintain good governance</li> </ul>
Employees	<ul style="list-style-type: none"> <li>: Fair job opportunity</li> <li>: Suitable career path</li> </ul>	<ul style="list-style-type: none"> <li>: no discrimination</li> <li>: fast track program for employee who perform excellently</li> </ul>
External Stakeholders		
Customers	<ul style="list-style-type: none"> <li>: Quality of service and reliability</li> <li>: Accessibility anytime anywhere</li> <li>: General support from using service</li> <li>: Maximum Data Security</li> </ul>	<ul style="list-style-type: none"> <li>: Regularly monitoring and measuring network healthiness</li> <li>: Current network is available nationwide</li> <li>: 24/7 call center to support customer 7 days a week</li> <li>: Constantly monitor for any strange network activities</li> </ul>
Partners	<ul style="list-style-type: none"> <li>: Grow-together partnership strategy</li> <li>: Win-win business deal</li> </ul>	<ul style="list-style-type: none"> <li>: Fair partner selection process and clear roadmap explained</li> <li>: All-on-table discuss with partner and create win-win agreement</li> </ul>
Communities	<ul style="list-style-type: none"> <li>: Health safety to community from providing service</li> <li>: General support in time of natural disaster</li> </ul>	<ul style="list-style-type: none"> <li>: Build knowledge and understanding with local communities</li> <li>: Communities during time of disaster such as flood</li> </ul>

## 3.3 Sustainability Management in Environmental Dimension

### 3.3.1 Environmental Policies and Guidelines

According to the corporate's sustainability management policy, JAS Group identifies environmental performance as one of the corporate targets. The Group aligns its business operation framework with the government environmental law, regulations and requirements as well as the value chain standard. This clearly reflects the Group's commitment to the control and reduction of negative impacts on environment, which includes the reduction in energy consumption, greenhouse gas emissions and wastes generation as well as the continued support to environmental conservation project implementation in work premises and nearby organizations and communities – all that are beneficial to the publics. JAS Group's environmental guidelines are described below.



## Environmental Management Targets

JAS Group realizes the essence of its responsibility toward the environment and natural resources. To enable the efficient consumption of resources and to mitigate environmental impacts, the Group always encourages and raises the awareness of its employees to take into account their environmental responsibility, the consciousness in energy saving, and the best use of resources both inside and outside of the corporate premises.



## Energy Consumption Reduction

JAS Group has campaigned for the efficient and best use of energy to enable the energy consumption reduction. The company engages its employees in energy consumption reduction at every stage of its business operation process, through various practices. For examples, unplug electric devices after use; keep up regular maintenance of air-conditioners; switch off air-conditioners 15 minutes before the end of work hours; turn off the lights during lunch breaks; and always use energy-saving devices. Additionally, JAS organizes online meetings and trainings to avoid staff commuting between service centers, provincial offices and the head office in Bangkok.

## Resource Reduction

JAS Group has a policy on environment friendly product & service procurement. The Group selects only standard products, which results in economical resource consumption and improved environmental impacts. The following is a few examples:

- Procure only energy-saving electric devices, light bulbs and lamps.
- Maximize paper benefit by re-using the one-side used papers.

JAS Group has been implementing a variety of initiatives to promote the consumption reduction and best use of resources, as specified below:

- In replacement of regular salary slips, JAS Group uses electronic slips (E-slips) to reduce paper use and to decrease transportation to deliver the paper slips to provincial offices across the country.
- The Group encourages the use of fabric bags in place of plastic bags.
- The Group eliminates using paper cups at drinking water service corners and encourages the employees to use their individual cup, which results in fewer garbage in Jasmine International's buildings. Additionally, the company encourages its employees to adopt regular practices of separating different garbage i.e., plastic bottles, papers and food waste, before disposing.

### 3.3.2 Environmental Performance

JAS Group integrates environmental performance in the corporate targets. To reflect the Group's commitment to the control and reduction of negative environmental impacts, JAS aligns its business operations with all governmental regulations and requirements relating to environment throughout its business value chain. The following environmental performances are practiced:

## Energy Management

JAS Group has built and fostered a corporate culture that enables employees' awareness of energy conservation. The company urges staffs to use energy efficiently for maximized benefits and to operates the business in ways that reduce greenhouse gas emissions and diminishes as much the negative impacts as possible on the environment and surrounding communities. In compliance with government environmental law and regulations, the company deploys pollution control measures and other environmental impact mitigation methodologies to reduce energy consumption and waste generation. Regular and efficient maintenance of electric power, water supply and air conditioning systems are constantly performed to reduce energy consumption.

## Water Management

JAS Group acquires regular inspection and maintenance of its indoor water supply system to maintain its standard condition. At the office buildings and service centers, the flow rate of water on every single floor is adjusted properly for washbasins and toilets. Fewer toilet hoses are used and efficient wastewater treatment system is installed.



## Garbage, Waste and Pollution Management

JAS Group promotes the consciousness of environment conservation and waste generation impacts. Systematic waste management has been enforced. For instances, trash collection is done at a specific date and time; different types of garbage are separately extracted prior to disposing; and, used materials such as papers are extracted for reuse or recycle. Besides, the company encourages staff members at the regional offices, local offices and service centers to practice improving workplace environment on a daily basis to prevent pollution problems.

## Greenhouse Effect Problem Management

JAS Group pays a great attention to the mitigation of greenhouse effect. That is why the following practices concerning indoor electric system are enforced. Turn on the lights at the offices and service centers during work hours only. Unplug the unused electric devices and power cord connectors. Use only energy-saving light bulbs and/or lamps. Turn off the lights in the areas where work is not performed and only turn them on when needed. Furthermore, for various departments and divisions, namely, system installment division; repair service division; and marketing & sales department, the use of their vehicles must comply with the speed limits defined by the traffic law, and hence, gas consumption reduction. Monthly maintenance of vehicles is done to bring about the lowest air pollution generation.



## 3.4 Sustainability Management in Social Dimension

### 3.4.1 Social Policies and Implementation

JAS Group emphasizes on the essence value of its employees and believes that quality staffs play a significant role in driving the corporate business to sustainable success. Hence, beneficial to the communities and society in the form of reduced negative impacts and increased positive impacts. This consequently improves the wellbeing of community members in many areas from quality education, better living, and increased access to new technologies. Not to mention the benefits to the corporate stakeholders.

### 3.4.2 Social Performance

#### Employees and Workforce

JAS Group treats its employees and workforce in a strict adherence to human rights, comprising the following aspects: equal employment opportunity; fair pay; training and capacity building; employee engagement; employee satisfaction; safety and occupational health management; workplace environment; and the development of staff & organization bonding.

Jasmine International PCL follows human rights norms from the aspect of employment to the treatment for staffs and personnel in order to create a bond between the employees and the corporate as a family. In 2021 JAS Group achieved the following performances:

#### JAS Group Employment

Company	Number of Employee		Total
	Male	Female	
Jasmine International Public Company Limited	15	50	65
Jasmine International Public Company Limited and its subsidiaries	6,941	3,342	10,283

(Data as of December 31, 2021)

#### Number of Disable Employees

Company	Number of Employee		Total
	Male	Female	
Jasmine International Public Company Limited and its subsidiaries	52	48	100

(Data as of December 31, 2021)

#### Trainings

Throughout the year 2021, Thailand and the world had been confronting the unexpected COVID-19 crisis that totally impacted on the socioeconomic situation and completely changed people's lifestyles, work patterns and business operation forms. Work pattern has changed to remote working, using online platform technology, hence, enables people to work anywhere and still obtain assignments and deliver completed jobs on a timely basis. JAS Group committed to strengthening the capability of employees at every level with a focus on increasing skills necessary for staffs working from home via online system. The company provided both reskill and upskill trainings especially to staff members at the supervisor, assistant manager and manager level. The given trainings covered the areas of management, planning,

administration, marketing & sales, new technologies, etc. Likewise, the operation staffs were also trained in relevant skills. Many onsite and classroom workshops were transformed to online or virtual class trainings. The average training provided to each single staff at all level in the last year was 96 hours.

Furthermore, JAS Group encourages the talents to utilize new innovations and to develop and retain the significant soft skills, i.e., adjustability, flexibility and knowledge ambition in order to build competitive competency regardless of unexpected situations.

#### Training courses provided in 2021

##### Trainings for Supervisor/ Asst. Manager/ Managers:

- Coaching & Performance Feedback Skills for Success
- Smart Coaching and 7C Model
- Coaching Skill
- Process Improvement Lean Six Sigma White Belt
- New Normal Sales in COVID-19 Crisis

##### Trainings for Technicians/ Marketing & Sales Officers/ Customer Services Officers/VOC

- Digital Marketing
- Professional Communication and Solutions to Customer Complaints
- Professional Sales Upskilling
- Basic Google Ads Development
- Basic Facebook Ads Development Techniques
- WiFi Service Specialist
- Lean Six Sigma White Belt: 1 st Course (for technician chiefs)
- Uplifting Service-Mind for Improved Quality Services

##### Other Training Courses for General Employees

- Professional Housewives in the New-Normal Era
- Power BI for End User
- PDPA Management Guidelines
- Node.js Development (for Programmer/ Engineer /IT)

Additionally, staff members from across the operation lines could also gain various knowledge and skills from over 40 training programs on JAS Online Learning platform.

#### Employee Welfare, Occupational Safety and Work Environment

In 2021, the JAS Group focused on the work-from-home scheme and provided to staffs the equipment and communication tools to support online business operation and to reduce infection risk from COVID-19 outbreaks. Additionally, the Group paid attention to employee welfare management such as annual medical expense reimbursement; life and health insurance; establishment of employee provident fund (PVD) for saving, as part of the retirement plan; establishment of the provident fund committee to be responsible for selecting a PVD management company that performs in alignment with the I Code (Investment Governance Code) and/or ESG (Environmental Social and Governance) approach as certified by the Securities and Exchange Commission. Proportion of employees participating in the PVD program, in comparison of the total employees, is presented below.

Company	Number of Employees		Percentage (%) of employees participating in PVD
	Full-time employees	Number of full-time employees participating in PVD	
Jasmine International Public Company Limited	65	56	86.15
Jasmine International Public Company Limited and its subsidiaries	3,217	2,401	74.63

(Data as of December 31, 2021)

As a good care for employees and to conform with the social distancing measure in the existence of COVID-19 epidemic, JAS Group encouraged its staffs to work from home. Whereas, the staffs working onsite were provided with the following care:

- 12,000 Antigen Test Kit (ATK) per month were provided to the operation staffs at the regional offices and healthcare workers were arranged to provide COVID-19 testing service to the staffs and technicians at the service centers and support units prior to their entry to work premises.
- Alternative and optional COVID-19 vaccine was given to the employees to mitigate damages from infection, as detailed in the table below.

Company	Number of Vaccinated
	Employees
Jasmine International Public Company Limited	64
Jasmine International Public Company Limited and its subsidiaries	10,059

(Data as of December 31, 2021)

### Ethically Oriented Practice Promotion

JAS Group has been operating its businesses in a strict adherence to honesty, equity, morality and accountability according to good governance approach. The company continually nurtures its staff members with ethical knowledge and involves them in the “Think well, Say good and Do good” project which encourages the executives and staff members to think, speak and act positively to enable the mutual awareness of corporate cultures. Hence, the enhancement of corporate trust, wide recognition and sustainable growth.

### Customers

Customers are the highly essential people whom Jasmine Group commits to serve them with maximum satisfaction as they are direct stakeholders of the corporate’s service. The Group uses many tools to measure customer satisfaction, such as opinion survey, post-sales and post-repair service surveys, to assess customer needs and problems as well as to guide the direction for service improvement and service excellence for its existing and future customers. Above all, the corporate insists on data privacy and security, and for that reason, all transactions are strictly proceeded with extreme caution to ensure personal data protection according to the PDPA requirements and enforcement.

### Communities and Society

JAS Group runs its business operation in consideration of social responsibility, through good governance with adherence to morality,

to enable stable and sustainable growth and to reduce environmental impacts and mitigate the implementation that impacts on communities and people’s living quality. The Group continuously implements CSR initiatives, namely, 3BB Free Wifi Program, 3BB CSR to School and JAS Flood Relief Service Program.

### Education Advancement for Children

3BB CSR to School: The company recognizes and supports the government’s education reform policy to increase access to education and enabling environment for the children in remote areas as well as to better their living quality. JAS Group believes that “children” and “education” are the most valuable treasures of the society. Being conscious of having a crucial duty and responsibility on social enhancement, the company provided free internet to over 3,000 schools across the country, as a maintainable distribution to the society.



### Living Quality Improvement

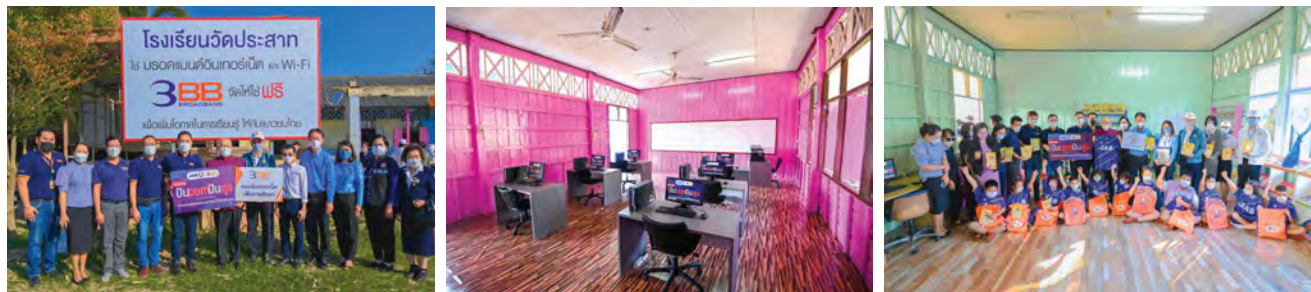
#### School Building Construction Project:

In collaboration with Dr. Pichani Bodharamik Foundation for Children And Seniors, Triple T Broadband PCL (3BB) provided funding support for the construction of the Foundation’s school building as well as the purchase of computer hardware equipment. Furthermore, the company provided free internet, through 3BB CSR to School project, to a Border Patrol



Police’s school named Suntinimit School in Rap Ro subdistrict of Tha Sae district, Chumphon province, to extend educational opportunity and better future for Children. The company and the Foundation expect that the 3BB funded school building will be an excellent education venue that benefits both teachers and students.

Computers for Happier Education Project: The 3BB company provided computers and other internet connection devices to Wat Prasat School located at Moo 5 in Phra Ngam subdistrict of Phrom Buri District, Sing Buri province, as well as provided high-speed internet via fiber optic cable and WiFi system to the school in order to enhance education for school students.



### Donation and Public Charity

#### 3BB Free Internet for Fighting against COVID-19:

Realizing that the COVID-19 epidemic would continue, JAS Group in 2021, provided free internet to the Rural Doctor Society and their Comprehensive Covid-19 Response Team (CCRT) in support of their proactive intervention to control the spread of coronavirus-19 in Bangkok areas and adjacent communities with rapid screening and testing, using Antigen Test Kits. Those who tested positive were

isolated and referred to appropriate health care system to prevent super spreading in their communities. On top of that, the team generated a mobile service of COVID-19 vaccination for the vulnerable groups including the elders, bedridden patients and disables, on August 4 -10, 2021.



JAS & 3BB Free PPE for healthcare workers (HCW) and free drinking water for HCW and vaccinated people:

JAS Group deeply cares about health safety of the healthcare workers who have been working very hard to provide health care service to COVID-19 patients and the risk groups throughout the country. To reduce their infection risk, the company supported them with PPE for use during the vaccine service intervention. The company also supplied free drinking water to both healthcare workers and the vaccinated people.



### JAS & 3BB Caring Box for Fighting COVID-19

JAS Group, through 3BB company, played a partial role in combating the COVID-19 by supporting doctors, nurses and other health care workers with a tele system that enables the “Talk with Doctor” – a tele or digital primary health care service, that aims to collect patient health data including oxygen saturation, body temperature, respiratory rate and symptoms. The system provides a convenient dashboard presenting an overview and consolidated visualized data report to the patients, doctors and other health workers. It is also a channel for medical consultation, through video conference or online chat. Hence, risk reduction of COVID-19 transmission through patient contact. Regarding the Care Box, it contains a pulse oximeter, a thermometer and medicines necessary for home isolation by the COVID-19 patients and the people at risk of infection. The Care Box well represents the care from JAS Group toward the patients in isolation at home as well as the health care providers who are at high risk of COVID-19.



### JAS Flood Relief Service

In response to the floods caused by the Dianmu Depression during September 23 – October 7 in 2021, JAS Group established a “JAS Flood Relief Service” initiative to deliver life-saving bags, comprising foods, medicines and other necessary supplies, to the flood victims in Saraburi, Ang Thong, Lopburi, Sing Buri, Chai Nat, Nakhon Sawan, Phra Nakhon Si Ayutthaya, Pattani, Yala and Narathiwat provinces. A similar project is also established in Umphang district of Tak province.



**Free temporary broadband internet for field hospitals and quarantine places**

JAS Group has always put its commitment on social responsibility and, in the time of COVID-19 epidemic, the Group installed free broadband internet for field hospitals, quarantine buildings and proactive screening and testing venues – a total of over 1,000 locations throughout the country. This contribution enabled efficient communication, coordination and data transmission between health care providers and other relevant officers as well as supporting the communication between patients and family members.



**Religion and Cultures**

Jasmine International PCL and its subsidiaries are well responsive to social contribution and the donation for public benefits. The company executives and staff members in provincial offices usually participate in local activities and events, especially those relevant to religion and local cultures and traditions. The followings are some examples:

- Hosted a Kathin ceremony (a kind of Buddhism annual merit making) at Wat Phra Borommathat Sawi to support the construction of the Dhamma Patisanthan Adisai Rangsan Pavilion for Wat Borommathat Chaiya in Chalong municipality of Sawi district in Chumpom province, and installed equipment to provide 3BB free WiFi to the temple – a holistic value cost of 6,652,322.36 Baht.
- Hosted a Kathin ceremony at Wat Chedi in Chalong subdistrict of Sichon district in Nakhon Si Thammarat and installed necessary equipment to provide 3BB free WiFi to the temple, a holistic value cost of 100,000 Baht.
- Hosted a Kathin ceremony to support the construction of a monastery of Wat Don Thaying in Non Thai district of Nakhon Ratchasima. The ceremony gathered a total donation of 391,798 Baht.
- Hosted a Kathin ceremony with a donating contribution at Wat Phuttha Prommayan in Bang Khla district of Chachoengsao province, bringing about a total donation of 1,000,000 Baht.



## 4. Management Discussion and Analysis (MD&A)



### Overview

In 2021, all the businesses were still affected by the impacts of the outbreaks of the COVID-19 pandemic that had continued since the previous year. To survive this hard time, every operator had to try its best to adapt itself. For JAS Group, the Broadband Internet business which is our core business, encountered a higher competition as major broadband internet service providers came up with several strategies, be it price cutting or offering new promotions to attract new customers and maintain their existing customer bases at the same time. As for 3BB, we considered applying these strategies only in the highly competitive areas in order to maintain the customer base. Proper strategic tuning enabled Broadband Internet business to still maintain its stance in 2021 as the major contributor that generated over 93 percent of the total sales and service income of the whole JAS Group. In 2021, 3BB approximately had 237,000 net additional subscribers, slightly declining, when compared to the year 2020. As at the end of 2021, 3BB totally had approximately 3.65 million subscribers. Average Revenue Per User (ARPU) for the year 2021 was Bt 598/ subscriber/ month, compared to Bt 620/ subscriber/ month in 2020. As for 3BB GIGATV, it had approximately 308,000 subscribers at the end of 2021. The growth of 3BB GIGATV subscribers was not as much as expected in 2021 because the main marketing focus was offering the service solely to the high-package customers. For the year 2022, the company plans to adjust its strategy anew to offer 3BB GIGATV service to every group of its customers; therefore, it is expected that in 2022, 3BB GIGATV customer base shall be wider with increasing customers.

It was in 2021 as well that JAS conducted the Group restructuring, moving JasTel which, before then, had been 100 percent held by another subsidiary of JAS, to be under JTS that in 2021, its Provision, Design and Installation of Telecommunications Systems business contributed 6 percent of the sales and service income to the Group. JTS itself was in readiness in 2021 to enter the Bitcoin mining business and at the same time was conducting researches on the Bitcoin-related businesses. JAS Group restructuring and JTS transformation combined; thus, was meant not only an opening to new business opportunities, but also the future growth of revenue of JAS Group.

In 2021, JAS Group's overall performance still showed growth rate, despite facing with higher business competition. That was because during the year, the management had drawn up several measures to both control and cut the expenses of the Group and strictly complied with them. In addition, Partial Business Transfer was conducted to reduce redundancy of the NBTC fee payment between TTTBB and TTTI. These approaches also helped decrease the impact of TFRS 16 Leases that has been effective since 2020 on the Company's record of operating results. For the year 2021, the Company and its subsidiaries had the net loss of Bt 1,501 mn, decreasing by 52 percent, when compared to the net loss in the previous year. Earnings before interest, income tax and depreciation (EBITDA) combined for the year 2021 were of Bt 13,648 mn, increasing by 12 percent, when compared to that of the year 2020. EBITDA margin for the year 2021 was approximately at 71 percent, compared to 65 percent in 2020.

Regarding financing, in 2021, most financial institutions pursued a policy to either slow down or become more stringent in granting credit loan approval. In order to have more financing alternative and not to rely solely on financial institutions, TTTBB raised its fund by issuing debentures, amounting to Bt 1,373.5 mn. The issuance and offering of the debentures of TTTBB resulted in the Company's more liquidity for financing its investment and working capital. Like TTTBB, JTS has a plan to raise funds by issuing debentures to support the operation of its Bitcoin mining business. The process is now underway and it is expected that JTS' debentures shall be issued and offered for sale at the beginning of 2Q2022.

For the year 2022, JAS Group's aim is to increase its revenue base, by way of improving the efficiency of the broadband internet service offering in parallel with providing the customers with a wider variety of packages and value-added services that meet their demands; plus winning more corporate clients and operating Bitcoin mining business and other new businesses under JTS. Meanwhile, the management of the cost and expenses of the whole Group shall continue in order to further maintain future profitability. So far as TFRS16 Leases is concerned, it is anticipated that the impact of this accounting standard on the Company's operating performance is likely to improve and that JAS Group may start to earn profit again in 2023.

## Operating Performance

In 2021, the Company and its subsidiaries had the operating loss of Bt 1,376 mn. This amount, when included by the adjustment of the provision for rental assurance of the OFC of JASIF due to the change in the assumption of the discount rate and the rental rate increase, net of Bt 526 mn, then deducted by the FX loss of the Company and its subsidiaries of Bt 229 mn, the expected credit losses (allowance for doubtful debts of its subsidiaries) of Bt 287 mn and deferred tax of the Company and its subsidiaries of Bt 135 mn, resulted in the net loss of Bt 1,501 mn of the Company and its subsidiaries as recorded in the consolidated financial statements for the year 2021, decreasing by 52 percent, compared to the year 2020 in which the net loss was Bt 3,134 mn.

Unit : Bt mn

Item	2021	2020 (Restated)	% change
Operating profit	(1,376)	(2,746)	(50)
FX gain (loss)	(229)	(83)	176
Adjustment of the provision for rental assurance of OFC of the Fund for the rental rate increase and the discount rate	526	43	1,123
Loss on litigation from reversal of judgment by the Supreme Court	-	10	(100)
Expected credit losses	(287)	(300)	(4)
Deferred Tax	(135)	(38)	255
Net profit (loss)	(1,501)	(3,134)	(52)
EPS (Baht per share)	(0.17)	(0.37)	(54)

## Performance breakdown by Business Unit

Performance breakdown by Business Unit in 2021 and 2020 is as follows:-

Unit : Bt mn

Company	Total Revenue		
	2021	2020 (Restated)	% change
<b>Broadband and Internet TV Business Segment</b>			
1. Triple T Broadband Public Company Limited	8,834	696	1,169
2. Triple T Internet Company Limited	10,235	17,311	(41)
3. Three BB TV Company Limited	1	3	(67)
4. Jasmine Submarine Telecommunications Company Limited	2	-	100
<b>Total</b>	<b>19,072</b>	<b>18,010</b>	<b>6</b>
<b>Provision, Design and Installation of Telecommunications Systems Business Segment</b>			
1. Jasmine Technology Solution Public Company Limited	76	69	12
2. Cloud Computing Solutions Company Limited	22	20	10
3. JasTel Network Company Limited	1,038	830	25
<b>Total</b>	<b>1,136</b>	<b>918</b>	<b>24</b>
<b>Other Businesses</b>			
1. Jasmine International Public Company Limited	1	1	-
2. Premium Assets Company Limited	124	120	3
3. Others <sup>1)</sup>	38	181	(79)
<b>Total</b>	<b>163</b>	<b>302</b>	<b>(46)</b>
<b>Grand Total</b>	<b>20,371</b>	<b>19,230</b>	<b>6</b>

Remarks : 1) = Comprising ACU, ARS, SHW, TLDT, JI-NET, TJP, JIOC, MCS, Three BB, ACT, CP (CP registered the completeness of liquidation on 28 April 2021)

## Revenue

In 2021, the total revenue of the Company and its subsidiaries was Bt 20,371 mn; this amount comprised sales and service income of Bt 19,301 mn, revenue from the reversal of the liability of TTTBB of Bt 609 mn and other income of Bt 461 mn (this amount included the revenue from the management and maintenance of the OFC of Bt 401 mn and gain from the change in the fair value of investment properties – net of Bt 22 mn), compared to the total revenue of the year 2020 which was of Bt 19,230 mn, increasing by 6 percent. Details are as follows:-

Unit : Bt mn

Item	2021	2020 (Restated)	% change
Sales and service income	19,301	18,795	3
Revenue from the reversal of the liability	609	-	100
Other income	461	435	6
<b>Grand Total</b>	<b>20,371</b>	<b>19,230</b>	<b>6</b>

## Sales and Service Income

In 2021, the Company and its subsidiaries totally had the sales and service income of Bt 19,301 mn, increasing by 3 percent, compared to that of Bt 18,795 mn in 2020. For the year 2021, the Broadband and Internet TV Business Segment contributed 93 percent which was considered most of the proportion of the total sales and service income; whereas, the other 6 percent was from the Provision, Design and Installation of Telecommunications Systems Business Segment. The sales and service income breakdown by business unit is as follows:-

Unit : Bt mn

Business Unit	2021	2020 (Restated)	% change
Broadband and Internet TV Business Segment	18,033	17,587	3
Provision, Design and Installation of Telecommunications Systems Business Segment	1,131	913	24
Other Businesses	137	295	(54)
<b>Grand Total</b>	<b>19,301</b>	<b>18,795</b>	<b>3</b>

In 2021, the Broadband and Internet TV Business Segment generated the income of Bt 18,033 mn, increasing by 3 percent, compared to that of Bt 17,587 mn in 2020, a result of 3BB's growth in the number of subscribers. According to the record as at the end of the year 2021, 3BB had a total of 3.65 million subscribers. This number of total subscribers of 3BB once deducted by corporate accounts, WiFi subscribers, barter accounts, internal use accounts, Value Added Service accounts and nonpaying subscribers etc, resulted in the total number of collectable subscribers of 3BB Fixed broadband service being recorded at approximately 2.43 million. Meanwhile, there were approximately 308,000 3BB GIGATV subscribers. Average Revenue Per User (ARPU) for the year 2021 was at Bt 598/subscriber/month.

In 2021, the sales and service income, obtained from the Provision, Design and Installation of Telecommunications Systems Business Segment was Bt 1,131 mn, increasing by 24 percent, compared to that of Bt 913 mn in the year 2020. During this year, JAS Group conducted business restructuring, transferring JasTel that had previously been 100 percent held by another subsidiary of JAS to be under JTS. This transaction was completed on 31 May 2021. Thus, the operating performance of this business segment also included the operating result of JasTel and it was JasTel's revenue from domestic and international circuit leasing that caused a greater growth to this business segment. Moreover, in 2021, the Bitcoin Mining Business that has recognized its revenue since 3Q2021, recognized its revenue of approximately 9.6 Bitcoins, equivalent to approximately Bt 16.5 mn.

For other businesses, the contribution of the sales and service income in 2021 was Bt 137 mn, decreasing by 54 percent, compared to that of Bt 295 mn in 2020 due to the decrease in the revenue from office space rental business.

## Other income

In 2021, the Company and its subsidiaries recorded total other income (including finance income) of Bt 1,072 mn, comprising the revenue from the reversal of the liability of TTTBB of Bt 609 mn, the income obtained from management and maintenance of the OFC for JASIF of Bt 401 mn, the gain from the change in the fair value of investment properties - net of Bt 22 mn - a result of the change in the accounting policy for investment properties of PA, a subsidiary in JAS Group, finance income of Bt 2 mn and others of Bt 38 mn, increasing by 130 percent, compared to other income of the year 2020 which was Bt 467 mn (including finance income of Bt 32 mn).

## Expenses

In 2021, the total expenses of the Company and its subsidiaries were Bt 18,691 mn, decreasing by 3 percent when compared to Bt 19,173 mn in 2020. Details of expenses are as follows:-

Unit : Bt mn

Item	2021	2020 (Restated)	% change
<b>Operating Expenses :</b>			
- Cost of sales and services	13,483	13,462	0.2
- Selling and servicing expenses	1,082	1,301	(17)
- Administrative expenses	3,610	4,017	(10)
<b>Total Operating Expenses</b>	<b>18,175</b>	<b>18,780</b>	<b>(3)</b>
Expected credit losses	287	300	(4)
Loss on litigation from reversal of judgment by the Supreme Court	-	10	(100)
FX loss	229	83	176
<b>Total Expenses</b>	<b>18,691</b>	<b>19,173</b>	<b>(3)</b>

In 2021, the total operating expenses of the Company and its subsidiaries were Bt 18,175 mn, decreasing by Bt 605 mn or 3 percent, compared to Bt 18,780 mn in 2020, comprising:-

1) The cost of sales and services in 2021 that was of Bt 13,483 mn, compared to that of Bt 13,462 mn in 2020, increasing by Bt 21 mn or 0.2 percent. The cost of sales and services in 2021 mainly comprised:-

1.1) the OFC rental fee according to the agreement entered into with JASIF of Bt 4,735 mn which decreased by Bt 601 mn, when compared to 2020 as a result of the adjustment of the discount rate increase that caused the decrease in the provision for rental assurance of the OFC (this OFC rental fee was recorded as net amount of depreciation-right-of-use assets and the OFC rental fee according to the Rental Assurance Agreement (20 percent of the OFC) after deducting amortization of the provision for rental assurance and adjustment of the provision for rental assurance of OFC of JASIF due to the change of the assumption of the discount rate and the rental rate increase).

The effectiveness of the TFRS 16 Leases in 2020 had an impact on the record of the cost of the OFC rental fee of the Main Lease Agreement (80 percent of the OFC). In 2021, TTTBB recorded the depreciation-right-of-use assets of Bt 4,925 mn and the interest expenses of Bt 3,437 mn. These items were previously recorded as the OFC rental fee, under cost of sales and services, of Bt 7,039 mn.

1.2) The gross profit for the year 2021 was Bt 5,818 mn, increasing by 6 percent, when compared to that of the year 2020. The gross margin in 2021 was at 30 percent, compared to that of 28 percent in 2020.

The gross profit for the year 2021 was Bt 5,818 mn, increasing by 6 percent, when compared to that of the year 2020. The gross margin in 2021 was at 30 percent, compared to that of 28 percent in 2020.

2) The selling and servicing expenses and administrative expenses in 2021 that were of Bt 4,692 mn, compared to Bt 5,318 mn in 2020, decreasing by Bt 626 mn or 12 percent, a result of higher efficiency in cost management and control of JAS Group. Such decrease was mainly due to the decrease in employee benefit expenses, advertising and public relations and sales promotion expenses and office expenses as a consequence of the Work From Home (WFH) policy during the outbreaks of COVID-19, that resulted in a decrease in sales and administrative expenses.

In 2021, the subsidiaries recorded the expected credit losses (allowance for doubtful accounts and bad debts) of Bt 287 mn, most of which were from 3BB. According to the policy, the Company shall set up the allowance for doubtful accounts for any 3 months overdue receivable.

In 2021, the Company and its subsidiaries recorded the FX loss of Bt 229 mn.

### Financial costs

In 2021, the financial costs of the Company and its subsidiaries were Bt 3,929 mn; this amount included interest expenses from the record of the lease liabilities under the Main Lease Agreement (80 percent of the OFC) to comply with the TFRS 16, of Bt 3,437 mn. Nevertheless, when this item was deducted, the financial costs of the Company and its subsidiaries in 2021 were at Bt 492 mn.

### Net profit (loss)

In 2021, the Company and its subsidiaries reported the net loss of Bt 1,501 mn, compared to 2020 in which the recorded net loss was Bt 3,134 mn. In 2021, the Broadband and Internet TV Business Segment had the net loss of Bt 2,062 mn while the Provision, Design and Installation of Telecommunications Systems Business Segment recorded the net profit of Bt 119 mn and Other Businesses recorded the net profit of Bt 442 mn.

### The change in the accounting policies and accounting estimates

During 2021, JAS Group changed its accounting policies and accounting estimates as follows:-

1. The change in the accounting policy for investment properties from a cost model to a fair value model, using the full retrospective method and restated the prior year's financial statements to present as comparative information. The cumulative effect of the change in this accounting policy was shown as a separate item in the statement of changes in shareholders' equity.
2. The change in the accounting policy for properties, plant and equipment from a cost basis to revaluation basis for its land and buildings; the effect of the change in this policy was recognized prospectively (as TAS 16 does not require that the changes be applied retrospectively).
3. The change in the accounting policy for the estimated useful lives of building that shall result in a decrease in the depreciation to be recognized in the future.

The impacts of the aforementioned changes on the financial statements are as follows:-

The impacts of the change in Accounting Policy as of 31 December 2021	Effect from revaluation (Million Baht)		
	Cost basis	Increased changes in revalued	Revaluation basis
<b>ASSETS</b>			
Investment Properties	285	974	1,259
Land & Building	580	1,610	2,190
<b>LIABILITIES</b>			
Deferred tax liabilities	-	532	532
<b>SHAREHOLDERS' EQUITY</b>			
Retained earning (loss)-unappropriated -IP	-	763	763
Retained earning (loss)-unappropriated -PPE	-	(10)	(10)
Increase in surplus on revaluation of assets	-	1,298	1,298
<b>Statement of Comprehensive Income</b>			
Gain (loss) on change in fair value of IP		41	41
Gain (loss) on changes in revalued amounts of building-PPE		(13)	(13)
Income tax effect		(6)	(6)
Profit (loss)		23	23
<b>Other Comprehensive Income</b>			
Change in revaluation of assets		1,622	1,622
Income tax effect		(324)	(324)
Other comprehensive income-net		1,298	1,298

## Financial Position

### Assets

As at 31 December 2021, the Company and its subsidiaries had the total assets of Bt 95,635 mn, decreasing by 5 percent when compared to Bt 100,573 mn in 2020. The total assets of the Company and its subsidiaries comprised:-

Item	31 December 2021		31 December 2020 (Restated)	
	Bt mn	% of Total Assets	Bt mn	% of Total Assets
Current assets	5,955	6	5,260	5
PP&E, net and Investment properties	34,005	36	34,441	34
Right-of-use assets	50,488	53	55,694	55
Other non-current assets	5,187	5	5,178	5

As at 31 December 2021, the Company and its subsidiaries had current assets of Bt 5,955 mn, representing 6 percent of the total assets, increasing by Bt 695 mn or 13 percent when compared to Bt 5,260 mn, recorded at the end of 2020, mainly because:–

- Cash and cash deposits with banks increased by Bt 426 mn, mainly due to the Company and its subsidiaries' having net cash from operation of Bt 8,155 mn, cash received from the issuance of 1,373,500 TTTBB registered, senior and secured debentures with a trustee, which grant an option to redeem before maturity, amounting to Bt 1,351 mn (net after deducting the expenses on debenture issuance of Bt 24 mn), cash received from long-term loans from banks of Bt 1,511 mn and dividend from JASIF of Bt 699 mn during the year 2021.

The aforesaid items were offset with net cash used in an investment in equipment for network expansion of the subsidiaries of Bt 1,705 mn, repayment for short-term loan and short-term loans from banks, accounts payable for equipment, accounts payable from compromise agreement, payment of principal portion of lease liabilities and interest expense, totaling Bt 9,620 mn (this amount 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 3,437 mn, the payment for lease liabilities under the Main Lease Agreement of JASIF (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,602 mn, repayment for short-term loan and short-term loans from banks of the subsidiaries of Bt 804 mn, repayment for accounts payable for equipment of Bt 560 mn and repayment for accounts payable from compromise agreement of Bt 122 mn).

- Undue input tax increased by Bt 40 mn;
- Trade and other receivables increased by Bt 29 mn;
- Other current assets increased by Bt 371 mn.

Increased current assets as stated above, offset with decreased current assets, amounting Bt 171 mn, a result of a decrease in account receivable–Revenue Department of Bt 122 mn and prepaid expenses of Bt 49 mn, resulted in the net increase in current assets of the Company and its subsidiaries of Bt 695 mn.

Trade and other receivables of Bt 3,229 mn, included receivable for service under a co-investor agreement made between JSTC and TOT, which was subsequently merged with CAT Telecom PCL. to form National Telecom PCL. (“NT”) 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, 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.

However, in December 2020, JSTC submitted a letter to TOT in order to have the disputes settled through a negotiation process. Subsequently, in 2021, after TOT was merged to form NT, JSTC received a reply from NT to negotiate settlements of the disputes and find a way to make payment of balances outstanding between the parties, based on legal principles and the Arbitration Award made by the Arbitration Committee in May 2019. To date, JSTC and NT have regularly met to negotiate settlements of the disputes. NT intends to reach agreements on

the settlement of the disputes with JSTC in accordance with the Arbitration Award made by the Arbitration Committee and has not expressed any refusal to make payment of outstanding balances to JSTC. Moreover, JSTC submitted the proposals and also reviewed and revised its proposals for consideration to NT throughout the period of negotiation, with clearer progress being during 2021 and to the present.

The Company had considered setting up the allowance for doubtful debts for the remaining receivables which were mainly from trade receivables of 3BB. To this regard, the Company considered setting up the allowance for doubtful debts of 3 months overdue receivables.

Property, plant and equipment (recorded under the revaluation basis in the consolidated financial statements) and Investment properties (recorded under the fair value model in the consolidated financial statements) were recorded net of Bt 34,005 mn or 36 percent of the total assets, decreasing by Bt 436 mn or 1 percent, compared to the record at the end of the year 2020, due to the depreciation of building and equipment. During the year 2021 period, the Company invested not only in expanding the Fiber Optic networks, but also in improving the quality of the broadband internet networks for higher service efficiency and in providing the IPTV business, offering content service to support and build on the existing broadband internet business by way of seeking for business partners and providing more premium contents that met the customers' demand.

With regard to equipment purchase as stated above, 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) and Promissory Note (P/N) for purchasing domestic equipment; in addition to the supplier credit and financial leases (leasing). In 2021, the Company paid a total of Bt 564 mn for equipment purchase, using short-term working capital facilities --L/C, T/R, DL/C and P/N (recorded under short-term loans from banks) due within 1 year. For equipment purchase through financial leases (leasing), the Company obliged to make payment within 3-5 years, and for accounts payable for equipment (supplier credit), the Company is obliged to make payment within 1-2 years.

## Right-of-use assets

TFRS 16 Leases that has been effective since 2020 requires that a lessee recognize assets and liabilities for every lease with a term of over 12 months in the financial statements. The Company and its subsidiaries, as lessees, entered into the lease agreement of assets, used in their operations; hence, they are required to record the right-of-use assets for the lease agreement.

As at the end of 2021, the right-of-use assets were recorded of Bt 50,488 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 49,668 mn).

For other non-current assets, it was recorded at Bt 5,187 mn at the end of the year 2021, increasing by Bt 9 mn from the year 2020 as a consequence of an increase in the withholding tax deducted at source of Bt 236 mn, an increase in other non-current assets (restricted bank deposits and other non-current assets) of Bt 91 mn meanwhile investment in associate (JASIF), recorded under the equity method in the consolidated financial statements, decreased by Bt 318 mn.

## Liabilities

As at 31 December 2021, the Company and its subsidiaries had total liabilities of Bt 90,034 mn, decreasing by 5 percent, compared to Bt 94,886 mn in 2020. Details are as follows:-

Item	31 December 2021		31 December 2020 (Restated)	
	Bt mn	% of total liabilities	Bt mn	% of total liabilities
Current liabilities (excluding current portions of long-term liabilities, lease liabilities and provision for rental assurance)	6,541	7	6,650	7
Long term liabilities	7,694	9	5,592	6
Lease liabilities	52,496	58	56,453	59
Provision for rental assurance	20,359	23	23,655	25
Other non-current liabilities	2,944	3	2,536	3
<b>Total liabilities</b>	<b>90,034</b>	<b>100</b>	<b>94,886</b>	<b>100</b>

**Current liabilities** (excluding current portions of long-term liabilities, lease liabilities and provision for rental assurance) as at the end of 2021 were Bt 6,541 mn, decreasing by Bt 109 mn, compared to Bt 6,650 mn at the end of 2020. The decrease in current liabilities was mainly due to a decrease in the following items, arising from normal business operation:-

- Trade and other payables that decreased by Bt 482 mn;
- Short-term loans that decreased by Bt 240 mn (Partial repayments were made in 1Q2021, amounting Bt 150 mn, in 3Q2021, amounting Bt 50 mn and in 4Q2021, amounting Bt 40 mn; therefore, at present, the outstanding balance of this short-term loan is Bt 60 mn.);
- Withholding tax payables that decreased by Bt 197 mn;
- Advances received from customers that decreased by Bt 129 mn.

Decreased current liabilities as stated above offset with increased current liabilities from normal operation such as short-term loans from banks which increased by Bt 913 mn due to equipment purchase from suppliers of the subsidiaries and working capital, and other current liabilities (income tax payable, undue output tax and other current liabilities) which totally increased by Bt 25 mn, resulted in the net decrease in the current liabilities of the Company and its subsidiaries of Bt 109 mn.

**Long-term liabilities** (including long-term loans from banks, long-term debentures, accounts payable from compromise agreements and accounts payable for equipment) as at the end of 2021 was Bt 7,694 mn, increasing by Bt 2,102 mn from those recorded at the end of 2020 due to the long-term loans from financial institutions of the Company and its subsidiaries and the long-term debentures. Besides, in 3Q2021, TTTBB issued the long-term debentures, totaling Bt 1,373.50 mn (net of Bt 1,351 mn was recorded as net after the expenses on debenture issuance in the consolidated financial statements).

According to the long-term loan agreement, the Company is obliged to maintain certain financial ratios, such as Debt Service Coverage Ratio and Net Debt to EBITDA and so on. At the end of the year 2021, the Company was able to maintain its financial ratio as required by the loan agreement. On 24 February 2021, the Company received a consent letter from the lender, waiving the requirement to maintain certain financial ratio, effective from the 4Q2020 to 4Q2021.

Later, on 21 July 2021, the Company entered into an agreement to amend certain terms and conditions in the above – mentioned facility agreement. The amendment included the postponement of the next round of principal repayment to December 2022, the reduction of the interest rate to MLR- 1 percent per annum, and a consent that the dividend received from JASIF from July 2021 to June 2022 is not required for loan repayment.

**Lease liabilities** as at the end of the year 2021 was Bt 52,496 mn; this amount included lease liabilities in compliance with the TFRS 16 of Bt 52,054 mn most of which was the lease liabilities recorded 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 2021, was Bt 20,359 mn, decreasing by Bt 3,295 mn, compared to Bt 23,655 mn in 2020. During this year, TTTBB amortized the provision for rental assurance, amounting Bt 2,769 mn and also adjusted the provision for rental assurance as a result of the change in the assumption (of inflation rate and the government bond yield) which had an impact on the rental rate increase and the discount rate, net of Bt 526 mn. This item was shown being offset under cost of the rental fee of the OFC paid to JASIF.

**Other non-current liabilities** as at the end of 2021 were Bt 2,944 mn, increasing by Bt 408 mn from the year 2020, mainly due to the increase in deferred tax liabilities of Bt 459 mn which was mainly from the record of surplus on revaluation of assets, and the increase in the provision for long-term employee benefits of Bt 12 mn. Nevertheless, the deposits received from customers and other non-current liabilities decreased by Bt 37 mn and Bt 27 mn, respectively.

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, computer software and operating expenses. The purchase of equipment commitments, the lease agreement, service agreements and content distribution agreement 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

As at the end of 2021, the shareholders' equity of the Company and its subsidiaries was Bt 5,601 mn, decreasing by Bt 86 mn from the year 2020, comprising:-

- The issued and fully paid-up capital of Bt 4,296 mn; at present, the Company has the paid-up capital of 8,592.8 million shares;

- The premium on ordinary shares of Bt 9,029 mn;
- The retained loss of Bt 10,439 mn; included in this amount were statutory reserve of the Company and its subsidiaries of Bt 1,591 mn and unappropriated- retained loss of Bt 12,030 mn. In 2021, the Company and its subsidiaries recorded the net loss of Bt 1,501 mn. Moreover, the Company and its subsidiaries recorded the increase in changes in surplus on revaluation of assets due to the change in the accounting policy for property, plant and equipment (net of income tax effect) of Bt 1,298 mn in the statement of other comprehensive income.

At present, the Company totally has the registered capital of 8,592.8 million shares, equivalent to Bt 4,296 mn. On 26 April 2021, the Annual General Meeting of Shareholders of the Company passed a resolution, approving the decrease in the registered capital by Bt 558 mn from Bt 4,854 mn (9,709 million ordinary shares) in 2020 to Bt 4,296 mn (8,592.8 million ordinary shares) by way of writing off 1,116 million ordinary shares, issued to accommodate the exercise of JAS-W3 Warrants, that remained unsold and were due to expire on 3 July 2021, at the par value of Bt 0.5/share. The Company registered the capital decrease with the Ministry of Commerce on 7 May 2021.

## Capital Structure

As at 31 December 2021, the Company and its subsidiaries had total liabilities of Bt 90,034 mn, equivalent to 94 percent of the total assets; whereas, the total shareholders' equity was recorded at Bt 5,601 mn, equivalent to 6 percent of the total assets. Debt to Equity ratio was at 16.08 times.

However, since the above-mentioned liabilities included lease liabilities, in compliance with the TFRS 16, of Bt 52,054 mn and liabilities relating to JASIF such as the provision for rental assurance on additional OFC (20 percent) of Bt 20,359 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 2.94 times.

## Liquidity

As at 31 December 2021, the Company and its subsidiaries had cash and cash equivalent of Bt 1,553 mn, increasing by Bt 426 mn from the end of 2020. The summary of net cash generated and used is as follows:-

Net cash from operating activities	8,155 Bt mn
Net cash used in investing activities	(971) Bt mn
Net cash used in financing activities	<u>(6,758) Bt mn</u>
Net increase in cash and cash equivalents	<u>426 Bt mn</u>

- Net cash from operating activities of Bt 8,155 mn was the net amount of the operating profit of the Company and its subsidiaries of Bt 12,890 mn, the payment for the OFC rental fee to JASIF in relation to the provision for rental assurance of Bt 3,295 mn, the payment for income tax and receive and payment transactions which were of normal business transactions.

- Net cash used in investing activities of Bt 971 mn was the net amount of cash received from dividend paid by JASIF of Bt 699 mn, cash received from the sales of equipment of Bt 48 mn, interest received of Bt 2 mn, current investments and restricted bank deposits-net of Bt 16 mn and cash payment for equipment, computer software and investment properties of Bt 1,705 mn.
- Net cash used in financing activities of Bt 6,758 mn was the net amount of cash received from the issuance of the long-term debentures of TTTBB of Bt 1,351 mn (net after deducting the expenses on debenture issuance of Bt 24 mn) and long-term loans from banks of Bt 1,511 mn. During the year 2021, the Company additionally drew down the long-term credit facility from bank, amounting Bt 1,240 mn and the subsidiary entered into a long-term facility agreement with financial institution of Bt 300 mn which already drew down on the full amount. As at the end of 2021, JAS Group had no long-term credit facilities which have not been drawn down.

During the year 2021, the Company and its subsidiaries made net repayment for short-term loans and short-term loans from banks, including accounts payable for compromise agreement -net of Bt 926 mn, repayment for accounts payable for equipment of Bt 560 mn, payment for interest of Bt 3,895 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 3,437 mn), payment for the principal portion of lease liabilities of Bt 4,239 mn (this amount included the payment of the principal portion of lease liabilities under the Main Lease Agreement (80 percent of the OFC) in compliance with the TFRS 16 of Bt 3,602 mn).

## Summary of the Consolidated Financial Statements and Financial Ratio

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					
	2021		2020 (Restated)		2019	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Statement of Financial Position</b>						
<b>Assets</b>						
<b>Current assets</b>						
Cash and cash equivalents	1,553	1.62	1,127	1.12	23,008	32.93
Current investments	-	-	-	-	1,011	1.45
Restricted bank deposits redeemable within one year	16	0.02	17	0.02	16	0.02
Trade and other receivables	3,229	3.38	3,199	3.18	3,167	4.53
Account receivable - Revenue department	137	0.14	259	0.26	159	0.23
Undue input tax	353	0.37	313	0.31	404	0.58
Prepaid project cost	-	-	-	-	1	0.001
Prepaid expenses	270	0.28	319	0.31	167	0.24
Other current assets	397	0.42	26	0.03	16	0.02
<b>Total current assets</b>	<b>5,955</b>	<b>6.23</b>	<b>5,260</b>	<b>5.23</b>	<b>27,949</b>	<b>40.00</b>

Item	Consolidated Financial Statements					
	2021		2020 (Restated)		2019	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Non-current assets</b>						
Restricted banks deposits	261	0.27	245	0.24	412	0.59
Investments in associates	3,351	3.50	3,669	3.65	3,998	5.72
Investment properties	1,259	1.32	1,236	1.23	462	0.66
Property, plant and equipment	32,746	34.24	33,205	33.02	35,302	50.52
Right-of-use assets	50,488	52.79	55,694	55.38	-	-
Deferred tax assets	-	-	-	-	146	0.21
Withholding tax deducted at source	647	0.68	411	0.41	475	0.68
Advance rental payment	-	-	-	-	817	1.17
Other non-current assets	928	0.97	853	0.84	313	0.45
<b>Total non-current assets</b>	<b>89,680</b>	<b>93.77</b>	<b>95,313</b>	<b>94.77</b>	<b>41,925</b>	<b>60.00</b>
<b>Total assets</b>	<b>95,635</b>	<b>100.00</b>	<b>100,573</b>	<b>100.00</b>	<b>69,874</b>	<b>100.00</b>
<b>Liabilities and shareholders' equity</b>						
<b>Current liabilities</b>						
Short-term loans from banks	2,682	2.80	1,768	1.76	1,604	2.30
Trade and other payables	2,791	2.92	3,274	3.26	2,516	3.60
Short-term loans	60	0.06	300	0.30	0	0.00
Current portion of long-term liabilities	9,333	9.77	11,715	11.64	5,906	8.45
Withholding tax payable	22	0.02	219	0.22	398	0.57
Income tax payable	49	0.05	47	0.05	5,809	8.31
Undue output tax	343	0.36	337	0.33	384	0.55
Advances received from customers	553	0.58	681	0.68	583	0.84
Other current liabilities	41	0.04	24	0.02	140	0.20
<b>Total current liabilities</b>	<b>15,874</b>	<b>16.60</b>	<b>18,366</b>	<b>18.26</b>	<b>17,340</b>	<b>24.82</b>
<b>Non-current liabilities</b>						
Long-term liabilities – net of current portion	71,216	74.46	73,984	73.56	28,448	40.71
Provision for long-term employee benefits	840	0.88	828	0.82	829	1.19
Provision for entry fee for laying the optical fiber cables	792	0.83	792	0.79	792	1.13
Provision for expenses and rental fee relating to subduct for optic fiber cables relocation	347	0.36	347	0.35	347	0.50
Provision for reversal of judgment by the Supreme Court	-	-	-	-	399	0.57
Deferred tax liabilities	554	0.58	95	0.09	-	-
Deposits received from customers	390	0.41	427	0.42	486	0.70
Other non-current liabilities	21	0.02	48	0.05	49	0.07
<b>Total non-current liabilities</b>	<b>74,160</b>	<b>77.54</b>	<b>76,521</b>	<b>76.08</b>	<b>31,350</b>	<b>44.87</b>
<b>Total liabilities</b>	<b>90,034</b>	<b>94.14</b>	<b>94,887</b>	<b>94.34</b>	<b>48,690</b>	<b>69.69</b>

Item	Consolidated Financial Statements					
	2021		2020 (Restated)		2019	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Shareholders' equity</b>						
Issued and fully paid-up	4,296	4.49	4,296	4.27	4,083	5.84
Share subscription received in advance	-	-	-	-	162	0.23
Premium on ordinary shares	9,029	9.44	9,029	8.98	7,760	11.11
Retained earnings						
Appropriated						
Statutory reserve – the Company	486	0.51	486	0.48	478	0.68
Statutory reserve – subsidiaries	1,105	1.16	1,105	1.10	1,091	1.56
Unappropriated (deficit)	(12,030)	(12.58)	(10, 529)	(10.47)	6,320	9.04
Other components of shareholders' equity	1,551	1.62	258	0.26	258	0.37
Equity attributable to owners of the Company	4,437	4.64	4,645	4.62	20,152	28.83
Non-controlling interests of the subsidiaries	1,164	1.22	1,041	1.04	1,032	1.48
<b>Total shareholders' equity</b>	<b>5,601</b>	<b>5.86</b>	<b>5,686</b>	<b>5.66</b>	<b>21,184</b>	<b>30.31</b>
<b>Total liabilities and shareholders' equity</b>	<b>95,635</b>	<b>100.00</b>	<b>100,573</b>	<b>100.00</b>	<b>69,874</b>	<b>100.00</b>
<b>Statement of comprehensive income</b>						
<b>Profit or loss :</b>						
<b>Revenues</b>						
Sales and service income	19,301	94.75	18,795	97.74	18,175	52.22
<b>Other income</b>						
Gain on sales of assets to the fund	-	-	-	-	13,974	40.14
Management and maintenance income of the OFCs	401	1.97	390	2.03	263	0.76
Gains on sales of investments in associates	-	-	-	-	1,732	4.97
Revenue from reversal of liability	609	2.98	-	-	-	-
Gains on exchange	-	-	-	-	532	1.53
Others	60	0.30	45	0.23	131	0.38
<b>Total other income</b>	<b>1,070</b>	<b>5.25</b>	<b>435</b>	<b>2.26</b>	<b>16,632</b>	<b>47.78</b>
<b>Total revenues</b>	<b>20,371</b>	<b>100.00</b>	<b>19,230</b>	<b>100.00</b>	<b>34,807</b>	<b>100.00</b>
<b>Expenses</b>						
Cost of sales and services	13,483	66.18	13,461	70.00	12,067	34.67
Selling and servicing expenses	1,082	5.31	1,301	6.77	1,296	3.72
Administrative expenses	3,610	17.72	4,018	20.89	3,756	10.79
Expected credit losses	287	1.41	300	1.56	247	0.71
Loss on litigation from reversal of judgment by the Supreme Court	-	-	10	0.05	831	2.39
Losses on exchange	229	1.13	83	0.43	-	-
<b>Total expenses</b>	<b>18,691</b>	<b>91.75</b>	<b>19,173</b>	<b>99.70</b>	<b>18,197</b>	<b>52.28</b>

Item	Consolidated Financial Statements					
	2021		2020 (Restated)		2019	
	Million Baht	%	Million Baht	%	Million Baht	%
Operating profit	1,680	8.25	57	0.30	16,610	47.72
Share of profit from investments in associates	1,126	5.53	1,100	5.72	772	2.22
Finance income	2	0.01	32	0.17	32	0.09
Finance cost	(3,929)	(19.29)	(4,156)	(21.61)	(1,128)	(3.24)
<b>Profit (loss) before income tax</b>	<b>(1,121)</b>	<b>(5.50)</b>	<b>(2,967)</b>	<b>(15.42)</b>	<b>16,286</b>	<b>46.79</b>
Income tax	(263)	(1.29)	(155)	(0.81)	(9,013)	(25.90)
<b>Profit (loss) for the year</b>	<b>(1,384)</b>	<b>(6.79)</b>	<b>(3,122)</b>	<b>(16.23)</b>	<b>7,273</b>	<b>20.89</b>
<b>Other comprehensive income :</b>						
Other comprehensive income not to be reclassified to profit or loss in subsequent periods						
Actuarial gains (losses)	-	-	7	0.03	(147)	(0.42)
Changes in revaluation of assets	1,622	7.96	-	-	-	-
Income tax effect	(324)	(1.59)	-	-	-	-
<b>Other comprehensive income for the year</b>	<b>1,298</b>	<b>6.37</b>	<b>7</b>	<b>0.03</b>	<b>(147)</b>	<b>(0.42)</b>
<b>Total comprehensive income for the year</b>	<b>(86)</b>	<b>(0.42)</b>	<b>(3,116)</b>	<b>(16.20)</b>	<b>7,126</b>	<b>20.47</b>
<b>Profit (loss) attributable to:</b>						
Equity holders of the Company	(1,501)	(7.37)	(3,134)	(16.30)	7,265	20.87
Non-controlling interests of the subsidiaries	117	0.57	12	0.06	8	0.02
	<b>(1,384)</b>	<b>(6.80)</b>	<b>(3,122)</b>	<b>(16.24)</b>	<b>7,273</b>	<b>20.897</b>
<b>Total comprehensive income attributable to:</b>						
Equity holders of the Company	(208)	(1.02)	(3,125)	(16.25)	7,119	20.45
Non-controlling interests of the subsidiaries	122	0.60	9	0.05	7	0.02
	<b>(86)</b>	<b>(0.42)</b>	<b>(3,116)</b>	<b>(16.20)</b>	<b>7,126</b>	<b>20.47</b>
<b>Basic earnings (loss) per share</b>						
Profit (loss) attributable to equity holders of the Company	<b>(0.17)</b>		<b>(0.37)</b>		<b>0.90</b>	
<b>Diluted earnings (loss) per share</b>						
Profit (loss) attributable to equity holders of the Company	<b>(0.17)</b>		<b>(0.37)</b>		<b>0.83</b>	
<b>Statement of cash flows</b>						
Net cash flows (used in) operating activities	8,155		2,211		4,814	
Net cash flows from investing activities	(971)		(416)		31,148	
Net cash flows used in financing activities	(6,758)		(23,676)		(13,853)	
Net increase in cash and cash equivalents	426		(21,881)		22,109	
Cash and cash equivalents at beginning of year	1,127		23,008		899	
Cash and cash equivalents at end of year	1,553		1,127		23,008	

## Financial Ratio

Significant financial ratios that reflect financial position and operating results of major businesses of the Company and the subsidiaries during the past 3 years, ended 31 December are presented in the table below.

Item	Consolidated Financial Statements			
	2021	2020 (Restated)	2019	
<b>Liquidity Ratio</b>				
Current Ratio	(Time)	0.38	0.29	1.61
Quick Ratio	(Time)	0.30	0.24	1.57
Cash Ratio	(Time)	0.48	0.12	0.30
Receivable Turnover	(Time)	6.01	5.90	5.73
Average Collection Period	(Day)	60	61	63
Inventory Turnover	(Time)	-	-	-
Holding Period	(Day)	-	-	-
Payable Turnover	(Time)	4.45	4.65	4.06
Average Payment Period	(Day)	81	77	89
Cash Cycle	(Day)	(21)	(16)	(26)
<b>Profitability Ratio</b>				
Gross Profit Margin	%	30.14	28.38	33.60
Operating Profit Margin	%	(7.13)	(14.61)	6.91
Other Profit Margin	%	5.25	2.26	47.78
Cash to Profitability Ratio	%	(592.75)	(80.54)	383.26
Net Profit Margin	%	(7.37)	(16.30)	20.87
Return on Equity	%	(26.59)	(23.33)	36.73
<b>Efficiency Ratio</b>				
Return on Assets	%	(1.53)	(3.68)	11.84
Return on Fixed Assets	%	10.84	11.92	33.61
Total Assets Turnover	(Time)	0.21	0.23	0.57
<b>Financial Policy Ratio</b>				
Debt to Equity Ratio	(Time)	16.08	16.69	2.30
Interest Coverage Ratio	(Time)	2.14	0.57	12.26
Leverage Ratio (Cash Basis)	(Time)	0.72	0.08	0.26
<b>% Growth Ratio</b>				
Total Assets	%	(4.91)	43.93	32.11
Total Liabilities	%	(5.11)	94.88	41.07
Sales and Service Income	%	2.69	3.41	1.00
Operating Expenses	%	(11.78)	5.27	6.31
Net Profit (Loss)	%	(52.12)	(143.14)	47.88

## 5. General Information and Other Material Information

### 5.1 General Information

- Registrar : Thailand Securities Depository Co.,Ltd.  
No. 93, Ratchadaphisek Road,  
Khwaeng Dindaeng, Dindaeng District,  
Bangkok 10400  
Tel. (66) 0 2009 9000  
Fax (66) 0 2009-94766
  
- Auditor : EY Office Limited  
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
  
- Legal Advisor : Weerawong, Chinnavat & Partners Ltd.  
22nd Floor, Mercury Tower, 540 Ploenchit Road, Khwaeng  
Lumpini, Pathumwan District, Bangkok 10330  
Tel. (66) 0 2264 8000  
Fax (66) 0 2657 2222

### 5.2 Other Significant Information

-None-

### 5.3 Legal Disputes

On 17 September 2002, the Central Bankruptcy Court ordered the Company to undergo the business rehabilitation and later, on 7 August 2003, the Court ordered the approval of the business rehabilitation plan of the Company. Following the Court's approval, the Company had complied with all the requirements in the plan. As a result, the Court issued an order to terminate the Company's business rehabilitation on 14 September 2006. However, certain foreign creditors of the Company lodged objections to the Central Bankruptcy Court's approval of the business rehabilitation plan of the Company with the Supreme Court. Subsequently, on 19 August 2013, the Company acknowledged the Supreme Court's ruling, not approving the business rehabilitation plan of the Company (the "Business Rehabilitation Plan") and cancelling the business rehabilitation order. That ruling overturned the ruling of the Central Bankruptcy Court, dated 7 August 2003. The Company subsequently asked its legal advisor, Weerawong, Chinnavat & Peangpanor Limited (the "Legal Advisor"), to provide a legal opinion on the consequences of the Supreme Court ruling for the Company.

The Legal Advisor had reviewed the Supreme Court's ruling, the Central Bankruptcy Court's ruling, the Business Rehabilitation Plan and other documents submitted to it by the Company, regarding the amounts of debt, various methods of debt repayment, and the value of shares and other assets, transferred to the creditors in accordance with the Business Rehabilitation Plan. Furthermore, the Legal Advisor attended several meetings with the relevant officers of the Company to gather additional facts. The Legal Advisor provided the Company with its legal opinion on 30 October 2013, concluding that the Supreme Court's ruling rendered the Business Rehabilitation Plan, along with the official receiver's orders, regarding debt repayments, voided for both the creditors and the Company. Thus, the creditors' claims against the Company, as a debtor, will revert to their former conditions prior to 17 September 2002, the date on which the Court ordered the Company to undergo the business rehabilitation. However, since the creditors' debts were repaid through various methods in accordance with the Business Rehabilitation Plan – such as in cash, by transferring shares or other assets, and by converting debts into equity, the Legal Advisor, after reviewing the applicable laws and assessing the current value of the assets, opined that the creditors, whose debts arose before the date on which the court issued the order for the Company to undergo the business rehabilitation, will be entitled to make claims against the Company for additional repayments of their debts, calculated as of the date on which the legal opinion was issued, in an aggregate amount of not exceeding Bt 1,343 mn.

The Legal Advisor further opined that as a long time had passed, whether and to what extent the Company will be required to repay any debt to a particular creditor will depend on whether such creditor will make a claim against the Company and whether it can prove to the extent that the Company owes the amount claimed to it. If there is a dispute between them on any issue, the matter will have to be resolved further in the court.

In August, 2014, five creditors filed lawsuits, petitioning the Central Intellectual Property and International Trade Court (the "Central Intellectual Property Court") to order the Company to make debt repayments under loan agreements, guarantee agreements and rehabilitation agreements, totaling Bt 526 mn, USD 25 mn and JPY 1,736 mn as a consequence of the Supreme Court's ruling not approving the business rehabilitation plan of the Company and cancelling the business rehabilitation order as detailed above.

Subsequently, on 30 May 2018, the Central Intellectual Property Court issued judgment on the case between the Company and a creditor that filed the lawsuits, ordering the Company to make debt payments of approximately Bt 418 mn (comprising the principal of Bt 235 mn and the interest of Bt 183 mn). The Central Intellectual Property

Court ordered that the Company make debt repayment, totaling approximately JPY 1,049 mn together with interest in accordance with the conditions stipulated in the judgment (the interest TIBOR interest rate plus 1.5 percent per annum, the deferred interest TIBOR interest plus 1.0 percent per annum and default interest TIBOR interest rate plus 2.0, plus 1.5 per annum), starting from the date following the filing of the case until the full payment is made. Subsequently, the Company filed an appeal on 14 September 2018. Later, on 19 March 2020, the Company entered into compromise agreement with this creditor. Finally, on 29 June 2020, the Central Intellectual Property Court read the judgment of the Court of Appeal that affirmed the judgment of the Central Intellectual Property Court. The case was finalized.

On 21 June 2018, the Central Intellectual Property Court issued a judgment on the case between the Company and another creditor that filed the lawsuits, requesting the Company to make debt payment, totaling approximately Bt 108 mn (comprising the principal of Bt 57 mn and the interest of Bt 51 mn), ordering the Company to make debts payment, totaling approximately USD 2 mn net with the value of assets and cash received in accordance with the rehabilitation plan of JIOC and the Company, totaling approximately Bt 28 mn ; therefore, the remaining debts to be paid totaled approximately Bt 28 mn together with the interest due under the lawsuit (LIBOR interest rate plus 4.0 percent per annum), starting from 15 September 2003 until the full payment is made. Subsequently, on 19 October 2018, the Company filed an appeal to the Court of Appeal for Specialized Cases. Later, on 18 May 2020, the Company entered into compromise agreement with the creditor. Finally, on 7 September 2020, the Central Intellectual Property Court read the judgment of the Court of Appeal that affirmed its judgment. The case was finalized.

On 18 October 2018, the Central Intellectual Property Court issued a judgment on the case between the Company and another creditor that filed the lawsuit, requesting the Company to pay debts, totaling approximately JPY 1,211 mn and USD 4 mn., together with the interest of 7.5 percent per annum of the principal of approximately JPY 993.79 mn and USD 3.048 mn , respectively, starting from the date following the filing of the case until the full payment is made. Later, on 13 January 2020, the Company entered into compromise agreement with the creditor. Finally, on 21 July 2020, the Central Intellectual Property Court read the judgment of the Court of Appeal that affirmed its judgment. The case was; therefore, finalized.

On 17 December 2018, the Central Intellectual Property Court issued a judgment on the case between the Company and another creditor that filed the lawsuit, requesting the Company to make debt payment, totaling approximately USD 13 mn and JPY 524 mn, ordering the Company to pay debts A) totaling approximately USD 10 mn net with the value of assets and cash received in accordance with the rehabilitation plan of JIOC and the Company, totaling approximately Bt 151 mn with the interest LIBOR interest rate plus 4.0 percent per annum, starting from 18 September 2002 to 31 December 2003 and the interest LIBOR interest rate plus 4.5 percent per annum, maximum interest rate up to 7.5 percent per annum, starting from 1 January 2004, until the full payment is made; B) totaling approximately JPY 461 mn net with the value of assets and cash received in accordance with the rehabilitation plan of JIOC and the Company, totaling approximately Bt 55 mn with the interest TIBOR interest rate plus 4.0 percent per annum, starting from 18 September 2002 to 31 December 2003 and the interest TIBOR interest rate plus 4.5 percent per annum, maximum interest rate up to 7.5 percent per annum, starting from 1 January 2004, until the full payment is made. On 11 December 2019, the Company entered into a compromise agreement with the creditor. Finally, on 20 July 2020, the Central Intellectual Property Court read the judgment of the Court of Appeal and granted approval. The case was finalized.

On 13 March 2019, the Company entered into a compromise agreement with another creditor that filed a lawsuit, requesting the Company to make debt payment, totaling approximately Bt 240 mn (comprising the principal of Bt 115 mn and the interest of Bt 125 mn). The Company was demanded to pay the interest, totaling approximately USD 6 mn. The upfront payment of Bt 14 million is to be paid within 2 July 2019, and the remaining amount is to be paid in 6 installments on a semi-annual basis with the interest rate of 5 percent per annum, starting from 2 July 2019 until a full payment is made. The debt should be settled within 1 August 2022. The case was finalized.

According to the compromise agreements the Company entered into with its 5 creditors, the Company shall have to pay the principal and the interest, totaling approximately Bt 347 mn, USD 26 mn and JPY 2,207 mn, together with the interests in accordance with the agreements until full payment is made. Full payment is to be made in installments, within 20 July 2025 in accordance with the conditions stipulated in the agreements.

## Summary of Legal Disputes of the Subsidiaries

### 1. TTTBB

In December 2010, TT&T had filed a statement of claim to the Thai Arbitration Institute, demanding TTTBB for the payment of approximately Bt 1,496 mn, plus the interest at a rate of 7.5 percent per annum, until the full amount is settled. Subsequently, TTTBB filed an objection and a counterclaim for damages suffered and penalty, amounting to Bt 3,477 mn. Later, 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 the Thai Arbitration Institute's order. Then, the Civil Court proposed to the President of the Supreme Court for the consideration on the jurisdiction. The President of the Supreme Court opined that the case was not under the jurisdiction of the Bankruptcy Court. Subsequently, 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 the case.

In July 2010, TT&T requested the Official Receiver relevant to its business rehabilitation case to place a notice, demanding TTTBB to make payment for all the debts incurred prior to the date of the Central Bankruptcy Court's approval of TT&T's undergoing of the business rehabilitation, amounting to approximately Bt 90 mn and the outstanding network rental service fee, amounting to approximately Bt 646 mn. Later, the Official Receiver relevant to the bankruptcy case of TT&T submitted a letter, dated 9 August 2016, to TTTBB, notifying that TTTBB pay TT&T the outstanding debts of approximately Bt 1,157 mn, which arose from the same obligation for which the notice from the Official Receiver relevant to the business rehabilitation case of TT&T sent to TTTBB in 2010. The Official Receiver explained that the investigation under the business rehabilitation was superseded when the debtor was in receivership and the investigation will be reconsidered under the Bankruptcy law which nearly 90 percent of the claim was leased line service payable which TTTBB paid to TT&T through the offset debt payable and the assignment of promissory notes in 2009. The remaining balance is not equal to the liabilities that TTTBB recorded in the accounts. The case is currently under the investigation of the Official Receiver relevant to the bankruptcy case of TT&T.

As at 31 December 2021, TTTBB had commercial disputes with a state enterprise and has been sued for damages, totaling Bt 443 mn. At present, the cases are under consideration of the Court. The Group's management believes that the disputes will not have a significant impact on the Group's financial statements.

## 2. Ji-NET

Ji-NET received a letter, dated 13 December 2010 from the Official Receiver relevant to the business rehabilitation case of TT&T, ordering it to pay TT&T leased line costs payable for the period from March 2005 to March 2008, amounting to Bt 20 mn, with interest from the due date until full payment is made. Ji-NET objected to the order with the Central Bankruptcy Court. Subsequently, on 20 October 2015, the Central Bankruptcy Court issued a judgment affirming the order of the Official Receiver. Ji-NET filed an appeal against the order of the Central Bankruptcy Court with the Supreme Court. On 6 November 2018, the Supreme Court read the judgment, rejecting Ji-NET's appeal.

On 7 September 2016, the Official Receiver in TT&T bankruptcy case sent a letter, requesting Ji-NET to pay TT&T leased line costs, amounting to Bt 27.76 mn which arose from the same obligation for which the notice from the Official Receiver relevant to the business rehabilitation case of TT&T sent to Ji-NET as mentioned above. Later, the Official Receiver in TT&T bankruptcy case ordered Ji-NET to pay debts. Ji-NET submitted notices, rejecting the order of the Official Receiver with the Central Bankruptcy Court. Subsequently, on 8 October 2020, the Central Bankruptcy Court issued an order, dismissing Ji-NET's complaint. Ji-NET did not file an appeal. The case was finalized.

## 3. SHW

SHW received a letter, dated 8 November 2010 from the Official Receiver relevant to the business rehabilitation case of TT&T, ordering it to pay TT&T leased line costs payable for the period from July 2006 to April 2008, amounting to Bt 24 mn, with interest of Bt 5 mn, calculated until 31 March 2010, and additional interest from the due date until full payment is made. Subsequently, the Official Receiver ordered SHW to pay the leased line costs payable to TT&T. SHW filed a complaint with the Central Bankruptcy Court, alleging that the Official Receiver had illegally served a letter on SHW. The Court subsequently issued an order, dismissing SHW's complaint and SHW filed an appeal against the Central Bankruptcy Court with the Supreme Court. On 3 October 2017, the Central Bankruptcy Court read the judgment of the Supreme Court, which affirmed the judgment of the Central Bankruptcy Court.

On 7 September 2016, the Official Receiver in TT&T bankruptcy case sent a letter, requesting SHW to pay TT&T leased lime costs, amounting to Bt 39.37 mn, which arose from the same obligation for which the notice from the Official Receiver relevant to the business rehabilitation case of TT&T sent to SHW as stated above. Subsequently, the Official Receiver in TT&T bankruptcy case issued an order to collect debts from SHW, following TT&T rehabilitation case. SHW; therefore, submitted notices, objecting the order of the Official Receiver to the Central Bankruptcy Court. Later, on 19 August 2020, the Central Bankruptcy Court issued an order, dismissing SHW's complaint. SHW; then, filed an appeal to the Court of Appeal for Specialize Cases. On 17 February 2021, the Central Bankruptcy Court read the order of the Court of Appeal for Specialized Cases that rejected SHW's appeal.

## 4. ACU

In June 2014, TT&T, through PCL Planner Co., Ltd.—rehabilitation plan administrator of TT&T, filed a lawsuit against ACU in a civil case, with the Nonthaburi Provincial Court, petitioning the Court to order ACU to transfer approximately 868 million shares in TTTBB to the shareholders of TT&T or the successors, as stipulated in the memorandum of understanding. Furthermore, for the same case, TT&T also submitted a petition, requesting for an interlocutory injunction order, prohibiting ACU from distributing, transferring, pledging or creating any encumbrance over the assets of TTTBB. In this same petition, TT&T also requested the Court to enjoin ACU—as a shareholder of TTTBB—from resolving any issue in connection with the distribution, transfer or creation of any encumbrance over the assets of TTTBB. On 9 September 2014, the Court dismissed TT&T's petition for the interlocutory injunction order. The Company's legal advisors were of the opinion that the Memorandum of

Understanding (the MOU), regarding the subscription for new shares of TTTBB, dated 13 September 2006 had already been invalid since 19 June 2008 as stated in the MOU. On 15 September 2015, the Nonthaburi Provincial Court issued the judgment to dismiss the case. Subsequently, TT&T lodged a notice of appeal. On 31 August 2016, the Nonthaburi Provincial Court read the judgment of the Court of Appeal that affirmed the Nonthaburi Provincial Court's judgment. The case was finalized.

On 25 September 2014, ACU filed a lawsuit against TT&T and related individuals and juristic persons, a total of 13 persons, with the Nonthaburi Provincial Court, claiming damages in the amount of Bt 6,350 mn on the grounds that the 13 defendants jointly committed a wrongful act against ACU by intentionally filing the lawsuit and the petition for an interlocutory injunction order while the establishment of the Jasmine Broadband Internet Infrastructure Fund was in process, which has caused damage to ACU. On 18 January 2018, ACU filed a petition, withdrawing the claim against 3 individuals. The petition was later on, approved by the Nonthaburi Provincial Court. At present, the case is still being considered by the Nonthaburi Provincial Court.

On 7 August 2019, four individuals filed a lawsuit against ACU with the Nonthaburi Provincial Court, claiming that ACU has not complied with the Memorandum of Understanding, regarding the exercise of the right to purchase ordinary shares of TTTBB and requested ACU to return the 5,868,073 newly issued registered ordinary shares of TTTBB to the four plaintiffs. If ACU is unable to return the shares to the four plaintiffs, ACU shall pay the compensation together with interest, including the previous dividend that the plaintiffs should receive, together totaling approximately Bt 29 mn. At present, the case is being considered by the Nonthaburi Provincial Court.

On 3 December 2019, ACU filed a lawsuit against 4 individuals with the Civil Court, claiming damages in the amount of Bt 305 mn on the grounds that the 4 defendants jointly committed a wrongful act by filing a lawsuit against ACU in bad faith, which has caused damage to ACU. At present, the case is being considered by the Civil Court.

On 29 July 2021, six individuals filed a lawsuit against ACU with the Civil Court. They claimed that ACU has not complied with the Memorandum of Understanding, regarding the exercise of the right to purchase ordinary shares of TTTBB and requested ACU to pay compensation, totaling approximately Bt 13.9 mn. At present, the case is being considered by the Civil Court.

On 23 August 2021, two individuals filed a lawsuit against ACU with the Nonthaburi Provincial Court. They claimed that ACU has not complied with the Memorandum of Understanding, regarding the exercise of the right to purchase ordinary shares of TTTBB and requested ACU to pay compensation, totaling approximately Bt 17.6 mn. At present, the case is being considered by the Nonthaburi Provincial Court.

On 23 August 2021, four individuals filed a lawsuit against ACU with the Nonthaburi Provincial Court, claiming that ACU has not complied with the Memorandum of Understanding, regarding the exercise of the right to purchase ordinary shares of TTTBB and requested ACU to pay compensation, totaling approximately Bt 8.9 mn. At present, the case is being considered by the Nonthaburi Provincial Court.

## 5. JSTC and TLDT

On 22 December 2014, JSTC submitted the dispute in connection with a co-investor agreement on the building of the submarine optical fiber cable to the Arbitration Institute, Office of Dispute Resolution, Office of the Judiciary, asking TOT to pay revenue sharing, totaling Bt 3,395 mn.

On 19 August 2016, TOT submitted a dispute proposal to the Arbitration Institute, asking JSTC to return excess revenue sharing, received based on the co-investor agreement and to pay opportunity costs, together amounting to approximately Bt 9,931 mn.

In May 2019, JSTC received the Arbitration Award from the Arbitration Institute, which ordered TOT to make full payment of debt, amounting to Bt 2,518 mn, plus interest, amounting to Bt 877 mn (at a rate of 7.5 percent per annum until the date the dispute was submitted), totaling approximately Bt 3,395 mn, 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 Bt 16 mn to TOT, together with interest at a rate of 7.5 percent per annum until full payment is made. On 26 July 2019, TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court. At present, the case is being considered by the Central Administrative Court.

On 26 August 2016, TOT submitted a dispute proposal to the Arbitration Institute, asking TLDT and JSTC to jointly or to separately pay costs of repairing or procuring equipment and overseas training, together with damages including interest, and business opportunity costs, under the co-investor agreement on the building of the submarine optical fiber cable and the addendum to the agreement, totaling approximately Bt 258 mn. 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 Bt 24.9 mn, to TOT by settlement with outstanding receivable between TOT and TLDT together with interest, calculated until the date of the Arbitration Award, totaling Bt 25 mn. The balance that TLDT will receive from TOT is Bt 0.1 mn together with interest of 7.5 percent per annum until full payment is made. On 29 January 2020, TOT filed a petition to revoke the Arbitration Award from the Arbitration Institute with the Central Administrative Court. At present, the case is being considered by the Central Administrative Court.

## 6. JTS

In September and December 2013, JTS entered into agreements with two government agencies to sell tablet personal computers in Zone 4 (Northern and North-eastern regions). However, JTS was unable to deliver tablets to the two government agencies as scheduled in the relevant agreements due to a massive fire at a production facility where a part for the tablets was produced. Subsequently, in 2014, the counterparties under the agreements submitted letters to JTS, requesting the termination of the sale and purchase of tablet agreements with JTS and the payment of the penalty as stipulated in the agreements.

In November 2014 and March 2015, the two government agencies filed a lawsuit, requesting JTS to pay a penalty for its inability to deliver tablet as stipulated in the agreements and to make payment under the performance bonds, together with interest at the rate of 7.5 percent per annum, totaling approximately Bt 195 mn. On 22 February 2018, the Central Administrative Court issued a judgment on the case between JTS and the government agency who filed the lawsuit, requesting JTS to pay penalties totaling approximately Bt 5.4 mn. The Central Administrative Court issued a judgment, ordering JTS to pay penalties, totaling approximately Bt 2.66 mn to the government agency. On 23 March 2018, JTS filed an appeal with the Supreme Administrative Court. Subsequently, on 5 October 2021, the Central Administrative Court read the judgment of the Supreme Administrative Court that reversed the judgment of the Administrative Court, ordering to dismiss the case. The case was finalized. In addition, on 4 May 2018, the Central Administrative Court issued a judgment on the case between JTS and another government agency that filed the lawsuit, requesting JTS to pay penalties and make payment, totaling approximately Bt 190 mn. The Central Administrative Court issued a judgment, ordering JTS to pay penalties, totaling approximately Bt 7.2 mn, together with interest at the rate of 7.5 percent per annum, starting from the date following the filing of the case until the full payment is made to the government agency. On 4 June 2018, JTS filed appeals to the Supreme Administrative Court. At present, the cases are under consideration of the Supreme Administrative Court.

Moreover, in the event that JTS is required to pay penalties and compensation to the two government agencies, JTS can reclaim all losses from the local company who is the seller of the tablets to JTS, in accordance with a condition, stipulated in the sale and purchase of the tablet agreements. (For more details, please see JTS Form 56-1 One Report).