



# ACC

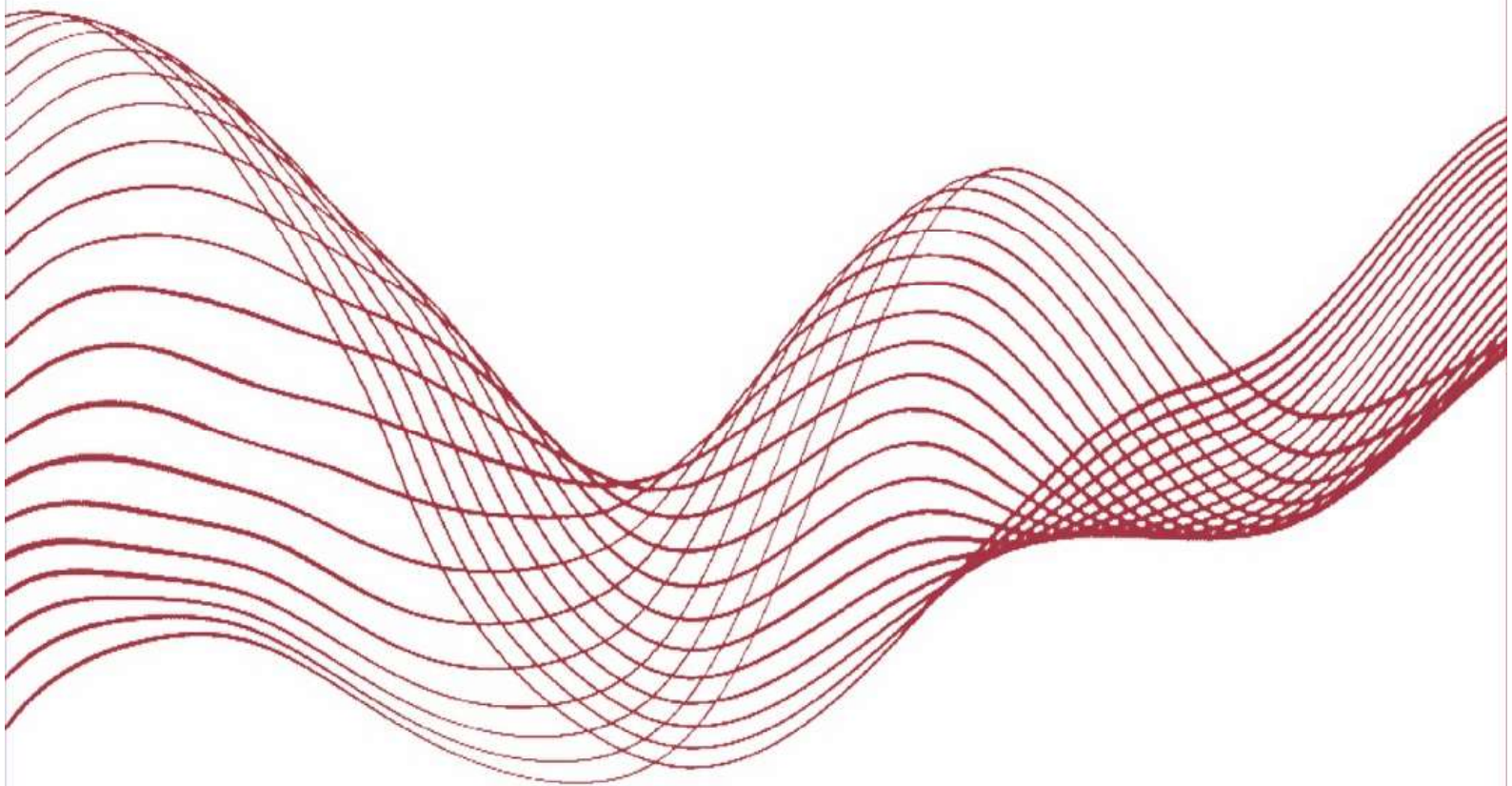
บริษัท แอดวานซ์ คอนเนคชั่น คอร์ปอเรชั่น จำกัด (มหาชน)  
Advanced Connection Corporation Public Company Limited

Annual  
Report

# 2020

รายงานประจำปี

# 2563



ACCINFRA Co., Ltd.



Saraburi Solar Co., Ltd.  
ศูนย์วิจัย เทคโนโลยี



KHAM  
KHAM  
CENTARA  
CONVENTION CENTER  
CHIANG MAI

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## Message from the Chairman of the Board and Managing Director

Dear Shareholders,

I am delighted to present the first annual report as the Chairman of the Board of Advanced Connection Corporation Public Company Limited.

In the year of 2020 has been a challenging year for the business, which were affected by the situation of the epidemic of coronavirus 2019 or COVID-19 that spread all over the world. Thailand, although it is able to control the spread of disease well compared to other countries, Especially Europe and America but it has been affected quite a bit on the management of the country of the government. With such impact, resulted in a significant deterioration in economic growth and the Company's operating results for the past year still had loss. By the year end of 2020, the Company canceled its ceiling fan and lightings business due to obsoleted ceiling fan and lightings. It is not popular in the market and the market environment of ceiling fan and lightings. Furthermore, products are highly competitive, making it difficult to sell and not worth the cost of sales. The company has therefore canceled the ceiling fan and lightings business since the end of last year.

Another business that was severely impacted by the COVID-19 is tourism business. As a result, the business of catering and restaurants in the name of the C.E.I. (Chiang Mai) Co., Ltd. has been affected as well. Making the Khum Kantoke restaurant, the cultural ground show and Plub Pla restaurant had stop the service. The Khum Kham Convention Center was closed for the year 2020 but now it has been reopened for the business once again.

As for the real estate business of "Town Line Sattahip" project operating as ACC Landmark Co., Ltd. In the past year, the revenue of 6.0 million baht was recognized and at the end of 2020, buildings and lands were sold out while the ownership transfer to buyers is still pending, the project is expected to close down by the third quarter of 2021.

As for the renewable energy business operating in the name of Saraburi Solar Co., Ltd. Over the past year, it is another business that has generated satisfactory revenues and returns for the company. When comparing the economic recession from the COVID-19 situation. The company will keep continue focusing on the renewable energy business.



*General Somchai Youngpituk*

(General Somchai Youngpituk)

Chairman of the Board

However, the company has sought new business opportunities by focusing on asset management business. It is estimated that it is a promising business and an opportunity to give good returns in the future. Therefore, the company has registered the name of ACC Capital Company Limited to ACC Capital Asset Management Company Limited with the Department of Business Development and submit an application for registration as an asset management company with the Bank of Thailand in expected to operate an asset management business within the second quarter of 2021.

The company enters the year 2021 with determination to conduct business in order to create profitability and efficient operating results in order to increase shareholder satisfaction and confidence. Based on management principles and good corporate governance, responsible to stakeholders, society and environment, operate with transparency, honesty, and accountability. And abide by the principles of good governance by recognizing and taking into account of the benefits of the company and all stakeholders. Including managing the business with care and consistent with the economic situation that may change according to the domestic and global economic mechanisms. In this regards, If there are no limitations or impacts, the management of the company from the second quarter of 2021 onwards will determine the short-term work plans and goals as a framework for driving the work to be more efficient and effective and to change the status of the Company's operating results from loss to profit to achieve a successfulness at least by the year of 2024.



## Message from the Chairman of Executive Committee

Dear Shareholders,

Among the changes in the Thai economy and around the world from the COVID-19 situation since the beginning of 2020 and continued until 2021. As a result, the economic downturn and the recession affect the Company's operating results inevitably.

In the year 2020, the Company has solved many problems. Both in management and internal control of the company and its subsidiaries to have a clear operational criteria and standard rules. In addition, there is also a matter of resolving disputes regarding the lawsuit filed by the Company and being prosecuted, which is likely to be resolved accordingly.

In the past year, the management has carefully supervised the subsidiaries to operate their businesses with caution. But due to both internal and external causes and factors, especially COVID-19 the epidemic continued and increased at the end of the year. It aggravated the business to stand still. As a result, the operating results of the Company and its subsidiaries still have losses. The management has made every effort to resolve the loss but it has not been as successful as it should have been.

For directions and goals in business operation in 2021. The company has focused on asset management business by assessing the economic downturn. As a result, there are non-performing loan of financial institutions to be managed by operating business as ACC Capital Asset Management Company Limited (formerly ACC Capital Company Limited). This is to replace the ceiling fans and lightings business that the company stopped operating at the end of last year. And another business that seems to have an opportunity and potential for further growth is the renewable energy or solar business, which will operate through a subsidiary, ACC Infra Company Limited. And I would like to reassure the shareholders that the Company will manage the work with determination to overcome various problems and obstacles for the mutual benefit of all stakeholders



A handwritten signature in blue ink, appearing to be 'Thitisak Skulkroo', written over a light blue grid background.

Mr. Thitisak (U-thai) Skulkroo

Chairman of the Executive Committee

## Messages from The Managing Director

Dear Shareholders,

The business environment in 2020 was far more challenging than anticipated. And it cannot be denied that coronavirus disease or COVID-19 caused disruption to Thai and global businesses. The Economic expansion has been in a low rate. In addition, there is also a domestic problem from anti-government protests causing the performance of the Company and its subsidiaries below the projected results with a loss but at the low rate compared to the year 2019 which shareholders can study information from the Company's annual report.

In the year of 2020, the Company has improved and revised internal regulations and procedures to be clearer and more concise in order to reduce the risk of operations in various areas and to have a standard for the performance of the company and Subsidiaries. In addition, in terms of human resource development, the company has sent its employees to participate in various courses related to operations in order to enhance their knowledge and work experience for the better.

As for the business plan of 2021, the Company has sought new opportunities and potential business partners by focusing on real estate development or asset management businesses, including renewable energy or solar power that operate business through subsidiaries which the Company intends to conduct such business in order to create returns for shareholders and all related parties in the future.



(Mr. Angoon Phimpkorn)

Managing Director

## The Details of Directors and Managements



### Gen.Somchai Youngpituck

- Chairman of the Board
- Chairman of Nomination and Compensation Committee
- Member of Audit Committee
- Independent Director

Appointed Date 28 April 2020

Age 64 Years Nationality : Thai

#### Education

- Bachelor of Science , Chulachomklao Royal Military Academy

#### Training of Thai Institute of Directors (IOD)

- None

#### Other Training Courses

- The National Defense College Class 53 , National Defense College

#### Position in Other Companies/Organizations

- 2020 – Present  
Chairman of the Board/ Chairman of Nomination and Compensation Committee/ Member of Audit Committee and Independent Director : Advanced Connection Corporation.PLC

#### Work Experience

- 2015  
Specialist, Royal Thai Army (Army General)
- 2014  
Command and General Division (Lieutenant General)
- 2013  
Command and General Division
- 2009  
Deputy Commander in Chief of the Directorate of Logistics
- 2003  
Director of Directorate of Logistics

#### Shareholding

- None

#### Relationship with Directors and Management

- None

## Arichai Ractham, Ph.D.

- Chairman of Audit Committee
- Independent Director

Appointed Date 31 March 2015

Age 53 Years Nationality : Thai



### Education

- Doctorate, Financial Economics, Claremont Graduate School, USA
- Master Degree, Finance, Claremont Graduate School, USA
- Bachelor's Degree, Economics and Business Administration, Eastern Washington University, USA

### Training of Thai Institute of Directors (IOD)

- Audit Committee Program (ACP) Class 15/2549
- Role of the Chairman Program (RCP) Class 14/2549
- Directors Certification Program (DCP) Class 67/2548
- Directors Accreditation Program (DAP) Class 30/2547

### Other Training Courses

- None

### Position in Other Companies/Organizations

- 2015 – Present  
Chairman of Audit Committee / Independent Director of Advanced Connection Corporation.PLC
- 2009 – Present  
Lecturer , The Thai Institute of Directors Association
- 1998 – Present  
Professor of Chulalongkorn University, Kasetsart University and Mahidol University
- 2007 – Present  
Independent Director of Syntec Construction.PLC

### Work Experience

- 2007 – 2017  
Senior Analyst of Siam Commercial Bank PLC.

### Shareholding

- None

### Relationship with Directors and Management

- None





## Mr. Saowapak Sakulromevilas

- First Vice Chairman
- Director

Appointed Date 30 March 2019

Age 63 Years Nationality : Thai

### Education

- Master of Laws, Master of Laws Ramkhamhaeng University, academic year 2003
- Bachelor of Laws, Bachelor of Laws Ramkhamhaeng University Academic Year 1982

### Training of Thai Institute of Directors (IOD)

- None

### Other Training Courses

- High-level Justice Administration (BoS, Model 22)

### Position in Other Companies/Organizations

- Dec 2020 – Present  
Director of C.E.I. (Chiangmai) Co., Ltd
- Present  
Director of Pak Phanang Community Club Nakhon Sri Thammarat
- Present  
Executive Director of Lawyers Council Under the Royal Patronage

### Work Experience

- Assistant Director of Legal Department, United Overseas Bank (Thai) Public Company Limited, Head Office
- Executive Director of The Lawyers Association of Thailand
- Vice President of Chanthaburi Province
- Secretary of the Committee on Corporate Affairs under the Constitution and follow the budget of the Senate
- Special instructor, Nakhon Rajabhat University (Bangkok, Rayong Educational Service Center)
- Special instructor, Burapha University (Bangsaen)

### Shareholding

- None

### Relationship with Directors and Management

- None

## Mrs. Supin Siripoke

- Second Vice Chairman
- Director
- Deputy Managing Director

Appointed Date 15 May 2019



Age 52 Years Nationality : Thai

### Education

- Master Degree , Business Administration National Institute of Development Administration (NIDA)
- Bachelor Degree of Accounting, Thammasat University

### Training of Thai Institute of Directors (IOD)

- Director Certification Program (DCP) Class 289/2020
- Director Accreditation Program (DAP) Class 151/2018

### Other Training Courses

- Financial Advisor license , ATI-ASCO Training Institute 2549
- Financial Forecasting Model , ATI-ASCO Training Institute 2545

### Position in Other Companies/Organizations

- Jul 2020 - Present  
Director of Acc Capital Asset Management Co., Ltd
- Dec 2019 - Present  
Director of Acc Infra Co., Ltd  
Director of Saraburi Solar Co., Ltd  
Director of W. Solar Co., Ltd  
Director of Bangpakong Solar Power Co., Ltd  
Director of 105 Solar Power Co., Ltd  
Director of Supreme Haven Wealth Company Limited
- 2017 - Present  
Director of Keb Ngen Keb Thong Company Limited

- 2017 - Present  
Director of Alliance Network Corporation Company Limited
- 2016 - Present  
Director of Supreme Victory Company Limited

### Work Experience

- 2013 - 2014  
Managing Director of Kingsford Securities PLC.
- 2012 - 2013  
Managing Director of Absolute Advisory Company Limited
- 2011 - 2012  
Assistant Managing Director of Vanijtanakit Dept. Country Group Securities Public Company Limited
- 2008 - 2011  
Senior Investment Manager of Kaokla Venture Capital Management Company Limited
- 2005 - 2007  
Vice President of Vanijtanakit Dept., Siam City Securities Company Limited

### Shareholding

- 3.38 %

### Relationship with Directors and Management

- Mr. Peerapong Wainipitapong sister



## Mr.Kampol Tatiyakavee

- Independent Director
- Member of Audit Committee

Appointed Date 17 September 2019

Age 61 Years Nationality : Thai

### Education

- Master of Engineering (Industrial) Dec.1985 University of Texas at Arlington,USA
- Bachelor of Engineering (Chemistry) Mar.1982 Chulalongkorn University

### Training of Thai Institute of Directors (IOD)

- Advanced Audit Committee Program (AACP) Class 25/2017
- Risk Management Program (RCL) Class 5/2016
- Directors Accreditation Program (DAP) Class 55/2006
- Director Certification Program (DCP) รุ่น 74/1997

### Other Training Courses

- Finance for Non-fin. Executive Program / Accounting of Chulalongkorn University Class 5/2559
- High Monument Capital Market Academy (CMA) Class 09/2009

### Position in Other Companies/Organizations

- 2020 - Present  
Honorary Director of The Princess Maha Chakri Sirindhorn Anthropology Centre
- 2019 - Present  
Independent Director / Member of Audit Committee of Advanced Connection Corporation Public Company Limited
- Dec 2017 – Present  
Director of Thai Pipeline Network Company Limited
- 2016 – Present  
Director / Executive Director of Power Solution Technology Public Company Limited

- 2010 – Present

Director of We Retail Public Company Limited

### Work Experience

- Oct 2017 - 2020  
Director / Chief Executive Officer of Bliss-Tel Public Company Limited
- 2013 -2017  
Director / Executive Committee Amata VN Public Company Limited
- 2555 - 2563  
Independent Director / Member of Audit Committee of Muangthai Capital Public Company Limited
- 2012 - 2014  
Director / Executive Director Three Sixty Five.PLC
- 2010 - 2013  
Chief Executive Officer, We Retail Public Company Limited
- 2010 - 2012  
Director of State Enterprise Policy Committee (A) student)
- 2007 - 2010  
President Manage of Pattaya Food Industries Company Limited
- 2006 - 2008  
Managing Director of Siam Food Products Public Company Limited
- 2003 - 2006  
Managing Director of Kimball Electronics (THAILAND) LTD.

### Shareholding

- 0.024 %

### Relationship with Directors and Management

- None

## Mr. Angoon Phimphorn

- Director
- Managing Director

Appointed Date 15 May 2019



Age 65 Years Nationality : Thai

### Education

- Bachelor of Law. Ramkhamhaeng University
- Diploma Thai Bar Association Institute of Legal Education of the Thai Bar

### Training of Thai Institute of Directors (IOD)

- Director Certificate Program (DCP) Class 219/2016

### Other Training Courses

- None

### Position in Other Companies/Organizations

- 2019 – Present  
Director of C.E.I. (Chiangmai) Co., Ltd  
Director of Green Energy Co., Ltd  
Director of Acc Infra Co., Ltd  
Director of Acc Capital Asset Management Co., Ltd  
Director of Acc Landmark Co., Ltd  
Director of Saraburi Solar Co., Ltd  
Director of W. Solar Co., Ltd  
Director of Bangkokong Solar Power Co., Ltd  
Director of 105 Solar Power Co., Ltd

- 2017 - Present  
Legal Advisor of Nawarat Patanakarn Public Company Limited
- 1998 - Present  
Head of the Office Ankoon Pimphakon Law Office

### Work Experience

- 2015 - 2017  
Director and Chairman of the Executive Committee of AEC Securities Public Company Limited
- 1996 - 1998  
Assistant Managing Director Finance Company Krung Thai Securities Public Company Limited
- 1995 - 1996  
Director of Law Office Finance company ITF Securities Public Company Limited
- 1993 - 1995  
Senior Manager Legal Department Finance Company

### Shareholding

- None

### Relationship with Directors and Management

- None





## Mr. Thanaphon Dechawitthayathon

- Director

Appointed Date 30 April 2019

Age 34 Years Nationality : Thai

### Education

- Master of Economics, Major in International Business at University of Economics & International Business, Beijing China
- B.B.A., Major Marketing at Assumption University

### Training of Thai Institute of Directors (IOD)

- None

### Other Training Courses

- None

### Position in Other Companies/Organizations

- Oct 2018 - Present  
Business Development Manager of About Passion Co., Ltd.

### Work Experience

- May 2019 – May 2020  
Director of C.E.I. (Chiangmai) Co., Ltd  
Director of of Acc Landmark Co., Ltd
- Jun 2017 – July 2018  
Head Business Development of Food Capitals (Public) Company Limited
- Apr 2015 – Jun 2017  
Business Development Manager of Yum Restaurant International Co.,Ltd.
- May 2007 – Mar 2015  
Property Acquisition Manager of Tesco Lotus (Thailand)

### Shareholding

- None

### Relationship with Directors and Management

- None

## Mr. Thanakit Achariyasombat

- Director
- Executive Director

Appointed Date 6 December 2019

Age 35 Years Nationality : Thai



### Education

- Master Degree Logistics Management Master of Science, Graduate School, Chulalongkorn University,
- Bachelor Degree in Biochemistry, Chulalongkorn University

### Training of Thai Institute of Directors (IOD)

- Directors Accreditation Program (DAP) Class 169/2020

### Other Training Courses 2017

Bachelor of Science (Construction Management) (CM#5)  
Engineering, Chulalongkorn University

- 2015  
Real Estate Development For Senior #2 Engineering,  
Chulalongkorn University
- 2014  
Real Estate Executive (RECU#47) Faculty of Architecture,  
Chulalongkorn University.

### Position in Other Companies/Organizations

- 2018 – Present  
Director of Acc Infra Co., Ltd

### Work Experience

- 2016 - 2019  
Chief Executive Officer of Partner Estate Co., Ltd.
- 2014 - 2019  
Managing Director of AEC MANAGEMENT Co., Ltd.
- 2009 - 2012  
Sales Executive of LEO GLOBAL LOGISTICS GROUP

### Shareholding

- 3.77 %

### Relationship with Directors and Management

- None



## Mr. Thitisak (U-thai) Skulkroo

- Chairman of the Executive Committee

Appointed Date 15 May 2019

Age 65 Years Nationality : Thai

### Education

- Bachelor's degree. The university account
- Certificate, Mini MBA, Class 26, Kasetsart University

### Training of Thai Institute of Directors (IOD)

- Risk Management Program for Corporate Leaders (RCL) Class 20/2020
- Board Nomination & Compensation Program (BNCP) Class 1/2017
- Director Certificate Program Update (DCPU) Class 2/2014
- Financial Statements for Directors (FSD) Class 6/2009
- Role of the Chairman Program (RCP) Class 13/2006
- Director Certification Program (DCP) Class 62/2005
- Director Accreditation Program (DAP) Class 13/2004

### Other Training Courses

- None

### Position in Other Companies/Organizations

- 2020 – Present  
Director of SKY ICT Public Company Limited
- 2019 – Present  
Chairman of the Executive Committee of Advanced Connection Corporation Public Company Limited  
Director of Thantawan Industry PCL.  
Chairman of Audit committee Uraka design PCL.  
Director of C.E.I. (Chiangmai) Co., Ltd  
Director of Green Energy Co., Ltd  
Director of Acc Infra Co., Ltd  
Director of Acc Capital Asset Management Co., Ltd

Director of Acc Landmark Co., Ltd

Director of Saraburi Solar Co., Ltd

- 2014 – Present  
Chief Executive Officer of Creative Power Co.,Ltd.

### Work Experience

- 2017 - 2020  
Director Vice Chairman and Chief Executive Officer of Begistics Public Company Limited
- 2019 - 2019  
Chairman of the Audit Committee Commission of the Civil Aviation Authority of Thailand
- 2017 - 2018  
Managing Director of Tong Hua Holding Plc  
Acting Chief Executive Officer of Begistics PCL..(Bangpakong Terminal)
- 2015 - 2018  
Vice Director of Tong Hua Holdings PLC.  
Chief Executive Officer of Tong Hua Capital PLC.  
Director of Thanyakarn Co.,Ltd.
- 2013 -2014  
Acting Vice Director of Tong Hua Holding Plc.
- 2005 - 2015  
Managing Director of Saithong Property Co., Ltd.
- 2003 - 2015  
Managing Director of Siam General Factoring PCL.

### Shareholding

- None

## Mr. Vichien Uasanguankul

- Executive Committee

Appointed Date 14 May 2020



Age 56 Years Nationality : Thai

### Education

- Master Degree , Business Administration National Institute of Development Administration (NIDA)
- Bachelor Degree , Faculty of Economics Chulalongkorn University

### Training of Thai Institute of Directors (IOD)

- Director Certification Program (DCP) Class 294/2020

### Other Training Courses

- None

### Position in Other Companies/Organizations

- Sep 2020 – Present  
Chairman of the Executive Committee , Global Service Center Plc.
- May 2020 – Present  
Executive Director of Advanced Connection Corporation Public Company Limited
- May 2020 – Present  
Senior Deputy Managing Director of Saraburi Solar Co., Ltd

### Work Experience

- Oct 2010 - Nov 2015  
Advisory Director of Absolute Advisory Company Limited
- Nov 2009 - Jun 2010  
President of Capital Link Advisory Limited
- Oct 2007 - May 2009  
Managing Director of BFIT Securities Public Company Limited
- Feb 2003 - Sep 2007  
Managing Director of Seamico Capital Public Company Limited

### Shareholding

- 1.50 %

### Relationship with Directors and Management

- None





## Mr. Kitti Kanokudomsap

- Assistant Managing Director
- Executive

Appointed Date 17 December 2014

Age 55 Years Nationality : Thai

### Education

- Master's Degree, Finance, Ramkhamhaeng University
- Bachelor's Degree, Accounting, Ramkhamhaeng University

### Training of Thai Institute of Directors (IOD)

- Directors Accreditation Program (DAP) Class 165/2019

### Other Training Courses

- None

### Position in Other Companies/Organizations

- 2019 - Present  
Director of W. Solar Co., Ltd
- May 2014 - Present  
Assistant Managing Director of Advanced Connection Corporation Public Company Limited

### Work Experience

- Oct 2010 - Nov 2015  
Director of C.E.I. (Chiangmai) Co., Ltd  
Director of Green Energy Co., Ltd  
Director of Acc Capital Asset Management Co., Ltd  
Director of Acc Landmark Co., Ltd
- 2010 - 2017  
Freelance Consultant in Financial Accounting and Tax
- 2006 - 2010  
Vice President Finance and Accounting Department  
International Research Corporation Plc. (IRCP)
- 1997 - Sep 2006  
Accounting Manager Advanced Connection Corporation Plc.

### Shareholding

- None

### Relationship with Directors and Management

- None

## Mr. Peerapong Wainipitapong

- Assistant Managing Director
- Executive

Appointed Date 15 May 2019



Age 31 Years Nationality : Thai

### Education

- Master of International Trade (Chinese Government Scholarship) Dalian Maritime University
- Bachelor of Business China (2nd Class Honors) Mae Fah Luang University

### Training of Thai Institute of Directors (IOD)

- Director Certification Program (DCP) Class 294/2020
- Directors Accreditation Program (DAP) Class 165/2019

### Other Training Courses

- None

### Position in Other Companies/Organizations

- 2019 - Present  
Director of Saraburi Solar Co., Ltd  
Director of W. Solar Co., Ltd
- 2019 - May 2020  
Director of Acc Capital Asset Management Co., Ltd

### Work Experience

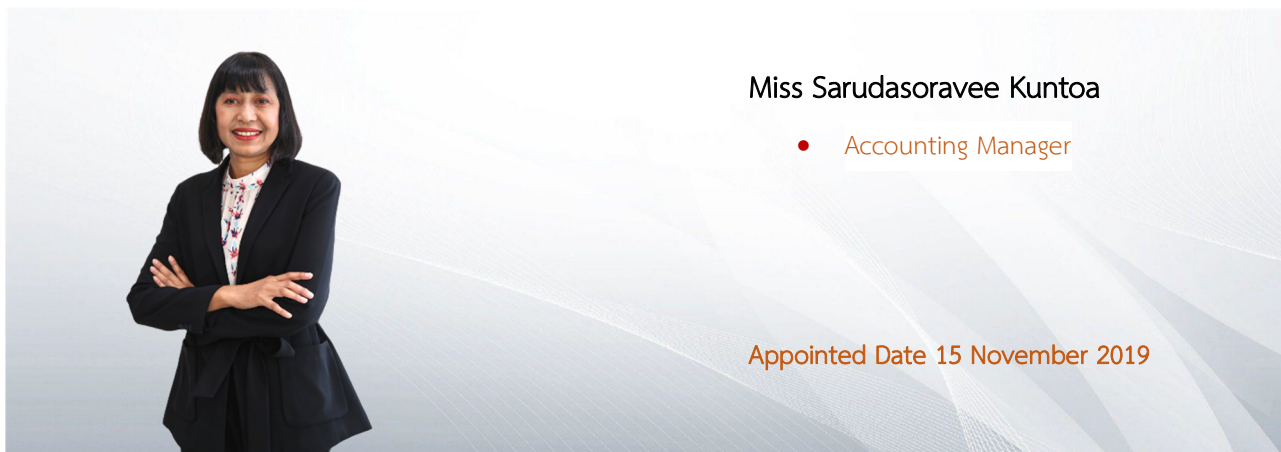
- 2018 - 2019  
Senior Manager Data Analyst, Operations Department, Central JD Commerce
- 2017 - 2019  
Head of International Purchasing, Banpu Public Company Limited
- 2015 - 2017  
Supply Chain Specialist, Huawei International Co., Ltd. Thailand Technology

### Shareholding

- 0.12 %

### Relationship with Directors and Management

- Mrs. Supin Siripokee brother.



**Miss Sarudasoravee Kuntoa**

• Accounting Manager

Appointed Date 15 November 2019

Age 54 Years Nationality : Thai

#### Education

- Bachelor's Degree, Accounting, Ramkhamhaeng University

#### Training of Thai Institute of Directors (IOD)

- None

#### Other Training Courses

- Executive Financial Management Program , Chulalongkorn University Class 4/2008
- Internal Audit Program , Chulalongkorn University Class 04/2007
- Real Estate Development , Chulalongkorn University Class 27/2006
- Business Analysis Program , Chulalongkorn University Class 8/2006
- Internal Audit Program , Chulalongkorn University Class 14/2004

#### Position in Other Companies/Organizations

- Nov 2019 – Present  
Accounting Manager of Advanced Connection Corporation Public Company Limited

#### Work Experience

- Dec 2017 - Sep 2019  
Accounting Manager of Wangthong Siam Co., Ltd.
- Feb 2004 - Nov 2017  
Accounting Manager of Wang Thong Group Public Co.,Ltd.
- Oct 1997 - Feb 2004  
Accounting Manager of Crystalline Co.,Ltd.

#### Shareholding

- None

#### Relationship with Directors and Management

- None



**Miss. Sairawee Vainipitapong**

- Human Resources Manager

**Appointed Date 1 January 2020**

**Age 43 Years Nationality : Thai**

#### Education

- Bachelor of Communication Arts in Public Relations ,  
Dhurakij Pundit University

#### Training of Thai Institute of Directors (IOD)

- None

#### Other Training Courses

- Personal Data Protection Act - PDPA , Political Science  
Association of Kasetsart University Class 4/2020

#### Position in Other Companies/Organizations

- Jan 2020 – Present  
Human Resources Manager of Advanced Connection  
Corporation Public Company Limited
- Jun 2015 – Dec 2019  
Human Resources Officer of Advanced Connection  
Corporation Public Company Limited

#### Work Experience

- 2010 – 2014  
King of Thai Noodles Restaurant San Francisco, USA
- 2002 – 2010  
Manager, Milano Co.,Ltd San Francisco, USA

#### Shareholding

- None

#### Relationship with Directors and Management

- Family Person





## Mr. Chamlong Mungngarm

- Company secretary

Appointed Date 14 May 2020

Age 61 Years Nationality : Thai

### Education

- Bachelor of Law. Ramkhamhaeng University  
Certificate, Mini MBA, Chulalongkorn University

### Training of Thai Institute of Directors (IOD)

- Company Secretary Program (CSP) รุ่นที่ 105/2020

### Other Training Courses

- Certificate of Tax Accounting in Practice , ASEAN Law Association / Jul - Sep 2015
- Intellectual Property Law , Lawyers Council Under the Royal Patronage Class 3
- Negotiation Skills , ASEAN Law Association
- Compliance Officer Class 29 Stock Exchange of Thailand
- Certificate English Lawyer Training Programme (Specialised Level- Course) : Faculty of Law Thammasat University.
- Certificate Legal Pro Course 2 : Oxbrit English Academy

### Position in Other Companies/Organizations

- None

### Work Experience

- 2011 - 2020  
Deputy Director of Legal Department , CIMB Thai Bank Public Company Limited
- 2548 - 2553  
Assistant Director of Legal Department , CIMB Thai Bank Public Company Limited

### Shareholding

- None

### Relationship with Directors and Management

- None

## Business operations

### Policy and overview of business operations

#### Executive summary

Advanced Connection Corporation Company Limited (Public) ("ACC" or "Company"), or the former Compass East Industry (Thailand) Company Limited (Public), has restructured its business and divided its operations into 6 categories: ceiling fan; banquet and restaurant; property rental and property development; investment in alternative energy; loan, and general contractor. The company has expanded its scope of investment into a variety of business sectors with the purpose of diversifying risk and increasing financial opportunity, with criteria focusing on businesses with potential growth and able to generate stable income as well as posing alternative perspective for progress to secure reliable returns in the future. The overview of each business is illustrated as follows:

#### 1. Manufacturing and distribution of ceiling fan

The company plans to discontinue its ceiling fan line due to a great number of deadstock models which the company is coming up with the ways to clear the stock as soon as possible to reduce the expenses. The company's showroom was located at the building no. 32 (at the entrance of Srinagarindra 40 Alley), Srinagarindra Road, Nong Bon Sub-District, Prawet District, Bangkok 10250, or slightly opposite Seacon Square Shopping Mall. The company closed its showroom in February 2020 due to contract termination, but still distributes its products to department stores and modern trade channel such as Home Pro, The Mall and Boonthavorn as usual.

#### 2. Banquet and restaurant

Through full shares in C.E.I. (Chiang Mai) Company Limited, the company operates banquet and restaurant business divided into 3 sectors:

- 1) Khumkhantoke and cultural show, offering Khantoke-style (traditional Northern meal set container) meal and cultural performance with spectacular light and sound;
- 2) Plub Pla Restaurant, offering buffet meal from 08.00 - 1400 hrs. and all cuisine for dinner, and
- 3) Khum Kam International Convention Center, offering international-standard conference and seminar service with exquisite Lanna-inspired decoration

Due to the COVID-19 outbreak, the company is temporarily closed until the situation returns to normalcy along with the recovery of the tourism industry. The company meanwhile has provided compensation to every employee.

#### 3. Alternative energy

The company has invested in solar rooftop energy project, with current manufacturing capacity accounted for 2.743 MW after the company's discontinued investment in 105 Solar Power Company Limited ("105 Solar").

The company has also stated the request for the return of 14 million Baht of investment from Wyncoast Industrial Park Public Company Limited due to the project's delay. For the latest update, the company has lifted its complaint and after the negotiation, it earns 173,000 ordinary shares worth 17.3 million Baht from 105 Solar Power Company Limited, accounted for 44.36% of registered capital, and around 5.5 MW of solar farm project. It performs operations through these companies:

1) W. Solar Company Limited ("W. Solar"), the joint company which operates solar energy from solar rooftop located on the top of Wyncoast Industrial Park Public Company Limited capable of producing around 0.98 MW. The investment accounted for this business is worth 39.20 million Baht, or 49.00% of the total paid-up capital. The company has expanded its manufacturing capacity to total 1.402 MW, with rooftop located on the roof of the office and the car park of Wyncoast Industrial Park Public Company Limited. All the generated power is for commercial purpose.

2) Bangpakong Solar Power Company Limited ("BSP") is a subsidiary with manufacturing capacity of about 0.75 MW and the investment worth 24.99 million Baht, or 51.00% of the total paid-up capital. BSP Project has already installed the solar cell and begun COD since February 2017.

3) 105 Solar Power Company Limited ("105") is a subsidiary with the manufacturing capacity of around 0.65 MW and the investment worth 17.30 million Baht, or 44.36% of the total paid-up capital. The 105 Project has already installed the solar cell and begun COD since December 2018.

4) Saraburi Corporation ("Saraburi Project Group") is a subsidiary. The product of the merging of 10 firms, they have been recognized as Saraburi Solar Company Limited since 1 December 2017, with the manufacturing capacity of around 5.50 MW and the investment worth 290 million Baht in its solar farm project. The solar cells are located in Talingchan District, Saraburi Province, with around 5.5 MW in manufacturing capacity accounted for 276 million Baht of investment, or 100.00% of total paid-up capital. The project is able for COD.

#### **4. Property development**

The company formed ACC Landmark Company Limited ("ACCL") to embark on property development venture. Inviting those with experience in the sector to join the investment in the property development project, ACCL's common stocks were sold to Prime Mansion Company Limited ("PM"). After the sale of shares, the company held 75.00% of the paid-up capital while PM held 25.00% of the paid-up capital. ACCL developed its first project in Sattahip District, Chonburi Province, which is a townhome project with selling price of 4.40-6.67 million Baht per unit. The project has currently sold and earned the recognized income of 19 units while there are 13 units remained. Through consideration, the company saw that the first townhome project was not a success as the sale was more delayed than the projected plan. In 2019, the company laid off unnecessary staff, terminated the rental contract of Lake Ratchada Office Complex and other contracts. Once the project is sold out, the company will close ACCL as it deems that the current economic conditions are not favourable for investment in property development, and that it plans to reduce constant expenses. However, to maintain the interests of the

company's shareholders, should there be any future project that Prime Mansion Company Limited ("PM") is interested in developing, such project will be first considered by the Board of Directors. If the Board deems it uninteresting, the rights belongs to PM on whether to develop the project under its sole responsibility. The resolution was passed in the meeting before the joint investment.

For the property rental business, the company sold the land and structure in Bangpu Industrial Estate in 2018 in order to earn money for debenture repayment. Plus, as of 31 December 2020, its remaining 3 residences located at Country Complex, Building B, were renovated to be sold later.

## **5. Financing**

Formed on 9 April 2018, ACC Capital Company Limited ("ACCC") is to operate the factoring with recourse business, hire purchase or leasing and loan and mortgage services under the registered capital of 200.00 million Baht. ACCC's paid-up shares are accounted for 100.00 million Baht, or 50% of the registered capital. The company holds 100% of shares in ACCC after seeing a constant growth in loan business. Also, a lot of parties have expressed interest in applying for loan with the company. To implement international standard into the loan authorization procedure and to boost the company's income, the company decided to enter this sector providing loan service to the first customer in 2019.

## **6. Construction contractor**

From its long-term experience in solar energy business which has enriched its expertise and understanding in technology, the company views solar power as a clean and environmentally-friendly energy. When combined with the constantly cheaper price of solar cells and equipment as well as the more-advanced technology that enable further growth, many have become interested in installing solar cells. As the company's potential in this sector is all set, it decided to enter the solar cell installation business through the operations of Saraburi Solar Company Limited commencing in the 1/2020 quarter. The first assignment was the installation of solar cells around one operator's 68 transmission tower bases, divided into 29 bases with 5 KW manufacturing capacity, and 39 bases with 4 KW manufacturing capacity, plus an additional job on the installation of solar cells on the Data Center of 297.66 KW. The company is in the middle of delivering the work and offering further adjustment. It expects that this business will be one of the sectors able to generate sustainable income in the future.

### **Vision, objective and goal in business operations:**

The company focuses on strengthening the solid income base to keep up with today's competitive business environment. Also, it aims to diversify its business channel to generate stability and sustainability, especially in alternative energy, property development and telecommunications as well as E-commerce. The company, therefore; includes the company's objective in performing business that covers a varying aspect of businesses to create investment agility in other sectors apart from the existing ones with the purpose to deliver

optimum returns to shareholders. Its businesses were officially registered with the Ministry of Commerce around the beginning of the year, with details as follows:

Business operations related to electricity and all types of renewable energy, which are solar energy, wind power, combustion from agricultural materials, waste-to-energy and hydropower;

Business operations related to property development covering condominium, apartment, land allocation and trade as well as permission related to the said property development namely permission for construction, adjustment and demolition of building, permission for route connection, permission for drainage ditch connection, permission for the use of building, permission to conduct the Environmental Impact Assessment (EIA) from the Office of Natural Resources and Environmental Policy and Planning, request for certificate on the land use, juristic management of condominium as well as other requests in compliance with the law's regulations;

Business operations related to broadcasting and telecommunications, transmission, emission or receipt of symbol, signal, letter, number, image, audio, code or other tasks that could convey meaning through either or combined means of wired, wireless, frequency light, electromagnetic or other systems as well as the digital audio broadcasting, radio, television, radio broadcasting, PA system, broadcasted television, cable television, satellite communication and other communication systems, and

Internet transaction including E-commerce and other forms of electronic transaction, both domestically and internationally.

#### **Targeted performance divided by each business**

For trading business, the company still distributed through the same channels the previous year, which included modern trade such as HomePro, Home Work, The Mall, and export to neighboring countries and exhibition as well as additional promotion. However, the outcome did not yet reach the target; in 2019, the sale in trading business slumped because many of the company's product models were not in the demand of customers. It discontinued the distribution of ceiling fans and LED lamps following the resolution of the Meeting of the Board of Directors 10/2020 on 11 November 2020, which resolved to the auction of all ceiling fans and LED lamps at the minimum price of 4 million Baht in total. In December 2020, the company hosted the auction following the Board of Director's resolution and the highest price given was 5.10 million Baht.

For property development business, the company operates through ACC Landmark Company Limited ("ACCL") in which the first project in Sattahip District, Chonburi Province was a townhome project. On 31 December 2018, the company managed to sell and earn recognized income of 15 units from the total 32 units. It has currently sold 19 units with the 13 units remaining in which the buyers have already placed subscription and are placing instalment.



For alternative energy, its subsidiary W. Solar Company Limited (“W. Solar”) in which it holds 49.00% of shares poses the manufacturing capacity of 1.402 MW. In 2020, it was able to generate 1,628,577.20 of electricity per unit, a reduction from the previous year of 406,729.30 units or around 19.98%. Another subsidiary Bangpakong Solar Power Company Limited (“BSP”) in which it holds 51.00% of shares poses the manufacturing capacity of 0.75 MW. In 2020, it was able to generate electricity at 997,672.80 units, a reduction from the year before of 33.267 units or 3.23%. While the subsidiary 105 Solar Power Company Limited (“105”) in which it holds 44.36% of shares poses the manufacturing capacity of 0.65 MW. In 2020, it was able to generate 966,701.70 units of electricity, a reduction from the year before of 23,262.90 units or 2.35%. 105 began its COD in December 2018. As for Saraburi Solar Company Limited (“SSL”) which the company holds full shares in, it was able to generate 8,246,406 units of electricity, an increase from the year before at 105,726 units or 1.30% as the company had changed 6,132 solar cells with the operator in correspondence with the guarantee contract with the solar cell operator as well as improving the cooling system in the control room.

For the perspective of the loan business in 2020, the company was very much prudent in authorizing the loan, resulting in its income from loan business in 2020 accounted for 0.26 million Baht only. In 2021, the company plans to increase its asset management business in which it is working on changing the name of ACC Capital Company Limited to ACC Capital Asset Management Company Limited. The matter is currently under the authorization process from the Bank of Thailand.

For general contractor business, the company operates through Saraburi Solar PCL in which its first assignment was the installation of solar cells around one operator’s transmission tower areas. It earned the recognized income of 17.39 million Baht in 2020 and is expecting to generate the amount continuously since the said operator operates transmission bases in many areas that are in need of completion. The company also plans to earn installation of solar cells in several public and private projects. It is readily-equipped with manpower and technology, therefore; the estimation of its general contractor business follows its targeted plan.

## Changes and Key Developments

The Company has been formed by Tai family group investor from Taiwan in the year 1987.

<b>2002</b>	<ul style="list-style-type: none"> <li>The Company joint-venture with Hunter Fan Company Limited, the biggest fan manufacturer in U.S.A. and made ceiling fans/lights trading contract, but had been canceled since March 2005.</li> </ul>
<b>2009</b>	<ul style="list-style-type: none"> <li>The Company made loaned agreement to Thanya Rung Rueang Chai Rice Mill (Thailand) Company Limited ("TRC") in the amount of 70 million baht. Currently, the principle has not been paid. The Company already set allowance for doubtful account in full amount and is during legal process with TRC.</li> <li>The Company invested in Siam Water Company Limited, which later changed to Siam Water Resources Public Company Limited ("SWR"). The Company has 45,000,000 shares in the amount of 49.95 million baht or 8.93% of registered capital. The Company already recorded impairment loss from investment in full amount, and is on the legal process with SWR. On March 27, 2018, the company agreed to sell such investment. Because the company that the past had never received any information Including performance as well as the current operation of SWR</li> </ul>
<b>2010</b>	<ul style="list-style-type: none"> <li>The Company sold land and factory located at 290 Moo 4, Sukhumvit Road, Prakkasa, Muang, Samutprakam to Murakami Ampass (Thailand) Company Limited.</li> </ul>
<b>2013</b>	<ul style="list-style-type: none"> <li>The Company set up and registered the Subsidiary, C.E.I. (Chiangmai) Company Limited as subsidiary company for investment in land and plant included other assets use in Lanna food and show cultural center (Khum KhanToke) which is food and Lanna cultural show business.</li> </ul>
<b>2014</b>	<ul style="list-style-type: none"> <li>The company still has income from selling ceiling fan, property rental and interest income C.E.I has started to earn income from the operation of the cultural center Food and restaurants and Lanna performances (Khum Khantoke).</li> </ul>
<b>2015</b>	<ul style="list-style-type: none"> <li>The company changed the par value from the original 1 baht per share to 0.25 baht per share and increased the registered capital from the original amount of 188.30 million baht to 300 million baht.</li> <li>The subsidiary (CEI) bring the assets used in the Khum Khantoke business and the International Convention Center Khum Kham Building for Khum Khan Toke Company Chiang Mai (2015) Company Limited Rent</li> <li>The company has changed the accounting period from 1 August to 31 July of the following year as the accounting period from 1 January to 31 December of every year.</li> <li>The Company invests in 3,920,000 share ordinary shares of W.Solar Company Limited (W.SOLAR), with a par value of 10 baht per share total amount of 39.20 million Baht, in proportion of 49% of the registered capital and the total number of shares sold.</li> <li>The Company established ACC Green Energy Company Limited (ACCG) subsidiary companies to operate in businesses Energy and to develop renewable energy project with the authorized share capital in the amount of Baht 1 million, divided into 100,000 ordinary shares at the par value of Baht 10 each, which made the Company's shareholding 100 percent and increased the registered capital to 10 million baht by issuing new ordinary shares of 900,000 shares, with the par value of Baht 10 each. ACCG paid-up the increase of its share capital of Baht 2.50 each, totaling in the amount of Baht 2.25 million.</li> <li>The Company established ACC Electric Company Limited (ACCE) subsidiary companies to operate in trading business with the authorized share capital in the amount of Baht 1 million, divided into 100,000 ordinary shares at the par value of Baht 10 each, which made the Company's shareholding 100 percent.</li> </ul>

## 2015

- The Company established ACC Land Mark Company Limited (ACCL) subsidiary companies to operate in Real Estate business with the authorized share capital in the amount of Baht 1 million, divided into 100,000 ordinary shares at the par value of Baht 10 each. Subsequently, the Company distributed investment in ordinary shares of ACCL to PM in the amount of 25,000 shares at a par value of 10 baht per share, totaling 250,000 baht, equivalent to 25.00 percent. The proportion of investment in ACCL is 75.00%. The Company was passed to increase of registered share capital from Baht 1 million to Baht 50 million by issuing new ordinary shares of 4.90 million shares, with the par value of Baht 10 each. The Company invested in ordinary shares from increase of its share capital under the portion in amount of Baht 36.75 million.
- The Company change its name and its seal to comply with business operation policy in the future as:
  - Name Thai : “บริษัท แอดวานซ์ คอนเนคชั่น คอร์ปอเรชั่น จำกัด (มหาชน)”
  - Name English : “ADVANCED CONNECTION CORPORATION PUBLIC COMPANY LIMITED”
  - Abbreviate Name : “ ACC ”
- The Company has entered into a memorandum of agreement to purchase 105 Solar Power Co, Ltd. (105 solar) ordinary shares with WIN in order to operate a solar power plant on the roof of the building. Which accounted for a total investment of 19.89 million baht in order to have a 51.00 % .
- The Company invested in 2,499,000 ordinary shares of Bangpskong Solar Power Company Limited (BSP) with a par value of 10 baht per share, representing 51.00% of BSP's paid-up capital, representing a total investment of 24.99 million baht.

## 2016

- The Company invested in Saraburi Group of 10 Companies in Solar power energy on ground (Solar farm) Project total capacity 5.50-megawatt, investment size 290 million Baht or 100% of share registered.
- The Company increased share registered from 300 million Baht to 375 million Baht by issued new ordinary share 300 million shares, par value 0.25 per share to support the exercise of the warrants to purchase the Company's newly issued ordinary shares. And has a resolution to issue and offer the warrants to purchase the Company's ordinary shares to the existing shareholders 300 million units at the rate of 4 existing ordinary shares per 1 warrant.
- The Company issue an offer debenture total 600 million Baht, 1 year 9 months term, payment due on April 9, 2018, 6% per year interest rate, purpose for using in business operation (Propose to shareholders and be approved 1,000 million Baht)
- On 31 October 2016, Thai Lanna Food and Cultural Center Company Limited defaulted on not transferring land for debt repayment. The company then assigned a lawyer to enforce the transfer of land for debt settlement.
- ACC Green Energy Co., Ltd., subsidiary company, be transferred the land located in Rassada sub district, Muang Phuket district, Phuket province from Thai Lanna Food and Cultural Center Co., Ltd. in order to settle debt.

## 2017

- C.E.I subsidiary company, request to terminate the rental agreement before end of agreement term. Because the Company consider that the Cultural Center of food and show : Khum KhanToke and the International Convention Center : KhumKham, Chiangmai Province has potential to generate return more than rent, so C.E.I. (Chiangmai) Co., Ltd. will get start to perform the business since April 1, 2017.
- Subsidiary (Saraburi Project Group) has merged 10 companies by establishing Saraburi Solar Company Limited to transfer business of 10 companies.

## 2018

- On January 18, 2018, the Company entered into a contract to purchase and sell land and factory buildings that were for rent in Samutprakarn. The Company will sell the land and buildings at a total price of Baht 240 million Baht to Innovative Design and Manufacturing Co., Ltd. which has no relationship with the Company and is not a connected person. The buyer pays a deposit of Baht 15 million on contract date. And on March 8, 2018, the Company transferred the ownership and received the remaining price of land and building for Baht 225 million. The proceeds from the sale

## 2018

of land and factory buildings will strengthen the financial position of the company. And used as working capital in operation and for investing in future projects of the company.

- In addition, on January **22, 2018**, the Extraordinary General shareholders Meeting No. **1/2561** of the Company has passed a resolution of approving the increase of the Company's registered share capital from Baht **374,999,912.50** to Baht **524,999,912.50** by issuing **600,000,000** new ordinary shares. Par value **0.25** baht, resulting in the company has a total registered shares **2,099,999,650** shares. The capital increase will strengthen the financial position of the company. To support business expansion and investment. Including reserve for working capital of the company. There were 16 existing shareholders subscribing for 143,054,557 new ordinary shares equal to ordinary share value of Baht 35,763,639.25 and premium on ordinary shares of Baht 50,069,094.95. Total amount of the proceeds the Company receive from newly issued ordinary share is 85,832,734.20 Baht. As of March 12, 2018, the Company's paid-up capital is Baht 335,763,639.25. The capital increase will strengthen the financial position of the company. To support business expansion and investment. Including reserve for working capital of the company.
- On April 9, 2018 The Company established ACC Capital Company Limited (ACCC) subsidiary companies to operate in factoring business with the authorized share capital in the amount of 200,000,000 Baht, divided into 20,000,000 ordinary shares at the par value of Baht 10 each, paid share Capital in the amount of 100,000,000 Baht, divided into 20,000,000 shares at the per value of Baht 5, the Company's shareholding **50** percent
- On April 9, 2018 the Company redemption of debentures amount Baht 600 million.
- On April 2 - 4, 2018, the Company offered the secured debenture No. 1/2018, in the amount of 300,000 units at par value of Baht 1,000 per unit, totalling of Baht 300 million, for offering to the investor following the notification of the Capital Market Supervisory Board. The maturity period of debentures is 2 years and 6 months, due on October 5, 2020, with interest charged at the rate of 5.8% per annum, payable every 3 months. The issuance of such debentures is aimed to repay the existing debt. C.E.I. (Chiangmai) Co., Ltd. mortgaged its land and buildings and ACC Green Energy Co., Ltd. mortgaged its empty land as collateral against for debentures of the Company.
- In the year 2018, there were resigned directors, namely Mr. Yutthana Taepangthong, who resigned on 30 June 2018. Miss Sudthida Chirapatsakul resigned on 3 October 2018. Mr. Pavin Ruangvoraboon resigned on 13 November 2018. However, no replacement committee has been appointed.

## 2019

- Resolution of the Board of Directors Meeting No. 2/2019, held on 25 February 2019, resolved to approve the contract to sell all ordinary shares held by the company in ACC Green Energy Company Limited ("ACC Green") In the amount of 1,000,000 shares, with a par value of 10 baht per share, and the liabilities that ACC Green has to the company to Mrs. Panna Chumbuathong in the total price of 185,000,000 baht, divided into

(a) Price of shares bought and sold Equivalent to **38,300,000** baht. The company calculated from selling price with the liabilities of ACC Green to the company And ACC Green have liabilities with the company, therefore do not include the cost of land in the sale price of shares

(B) Liability that ACC Green has on the company equivalent to **146,700,000** baht (the loan that the company loaned to ACC Green for purchase of land without interest)

Contract conditions and the payment under the sale and purchase of ordinary shares divided into

- amount of 10,000,000 baht on the date of the sale and purchase agreement as deposit
- amount of 27,000,000 baht within 30 days from the date of the purchase and sale agreement  
Considered deposit as part of the payment of the land price for the contract.
- Pay the remaining price of the land in the amount of 148,000,000 baht on the date of ownership transfer of the traded shares or within 120 days from the date of purchase agreement.

## 2019

- The seller must redeem the land from use as collateral for debentures within **120** days from the date of the buy and sell agreement.
- The buyer broke the contract to buy and sell so the company made a letter dated 25 July 2019 informing the confiscation of the deposit in the amount of 37.00 million baht.
- Resolutions of the Annual General Meeting of Shareholders for the year 2019 on April 30, 2019, resolved to appoint the retired directors and appointed directors to replace the directors who are retired by rotation as follows  
  
Mr. Saovapak Sakulromvilas and Mr. Thanaphon Dechawitthayathon Substitute  
  
General Kasemsak Plooksawat and Mr. Ekawat Swetarat and appointed Mr. Kan Kungpisdan re-election for another term
- The resolution of the Board of Directors Meeting no. 4/2019, on May 1, 2019, has resolved to appoint the directors which are authorized to bind the company, which are as follow  
  
"Mr. Kan Kungpisdan with Mr. Sarin Ruengsorn or Mr. Niran Chinarakbumroong or Mr. Thanaphon Dechawitthayathon or Mr. Saovapak Sakulromvilas, two persons all together with the seal of the company "
- Resolution of the Board of Directors Meeting No. 2/2019, held on February 25, 2019, resolved to approve the contract to sell all ordinary shares that the company holds in ACC Green Energy Company Limited ("ACC Green ") In the amount of 1,000,000 shares with a par value of 10 baht per share and the debt that ACC Green has with the company to Mrs. Phana Chumbuthong at a total price of 185,000,000 baht, divided into
- Resolution of the debenture holders' meeting. No. 1/2019 on 16 May 2019 to approve the redemption of debentures with the amount of 100 million baht and redeem the collateral of the debentures as the property is a vacant land. Title deed no. 112684, land number 112, survey page 1482 Located at Ratsada subdistrict, Mueang Phuket district, Phuket province on July 5, 2019.
- Resolution of the Board of Directors Meeting No. 8/2019, held on September 17, 2019, resolved to appoint Mr. Kampon Tatiyakavee as a director / audit committee / independent director in replace of Dr. Chansiri Suetrong, who resigned on May 27, 2019

## 2020

- The Company has moved the Company's head office to 944 Mitrtown Office Tower, Rama IV Road, Wangmai Subdistrict, Pathumwan District, Bangkok 10330 on February 3, 2020.
- The Board of Directors Meeting No. 1/2020 on February 26, 2020, has passed the resolution and approved the investment into Premium Energy Corporation Co., Ltd. at a par value of 10 baht per share for 360,000 shares at a value of 36.00 million baht or 36.00 percent of the registered capital paid.
- The resolution of the 2020 Annual General Meeting of Shareholders on April 28, 2020, has resolved to appoint directors who retired by rotation to replace the directors who retired by rotation and resigned as follows:

General Somchai Youngpituk	Audit Committee/ Independent Director replaces Mr. Pasu Sukhumvart (Resigned on 31 March 2021)
Mr.Thanakit Achariyasombat	Director / Replaces Mr. Sarin Ruangsorn
Mr.Kampol Tatiyakavee	Audit Committee/ Independent Director to be re-appointed as the Company's directors for another



## 2020

- Resolution of the Board of Directors' Meeting No. 4/2020 on May 14, 2020 resolved to appoint a director, sub-committee and secretary
- The resolution to appoint a director, sub-committee and company secretary as follow

Gen. Somchai Youngpituk	Serves as Chairman of the board of directors / Chairman of the Nomination and Remuneration Committee.
Mr. Saovapak Sakulromvilas	Serves as Vice Chairman no.1/ Nomination and Remuneration Committee
Mr.Angoon Phimpkorn	Serves as director to replace Mr.Nirean Chinrakbumrung, resigned on May 13, 2020 and be appointed as Managing Director.
Mrs. Supin Siripoke	Serves as director replaces Mr.Kan Kungpisan, resigned on May 13 ,2020 and be appointed as Vice Chairman no.2/ Nomination and Remuneration Committee. And to determine the director who has the power to act on behalf of the company as follows:

“Mrs. Supin Siripoke Mr.Saovapak Sakulromvilas Mr.Angoon Phimpkorn and Mr.Thanaphon Dechawitthayathon whom “two out of these four directors jointly sign and affix the company's seal.”

Mr. Chamlong Mung-ngarm	Serves as company secretary to be replaced S.T. Paragon Co.,Ltd. By Ms.Suvichada Pakamon
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- Resolution of the Board of Directors' Meeting No. 5/2020 on May 29, 2020 has a resolution to stop an operation of C.E.I. (Chiang Mai) Company Limited and laid off all employees due to the coronavirus outbreak situation (COVID-19).
- Resolution of the Board of Directors' Meeting No. 8/2020 on September 21, 2020 has a resolution to issue specific limited debentures up to 10 cases and not more than 10 bills of exchange in the amount not exceeding 200 million baht for a period of not more than 270 days at the interest rate of 6.40 % by using land and buildings used as a company establishment C.E.I. (Chiang Mai) Company Limited (subsidiary) as collateral. For redemption of debentures due on October 5, 2020.
- Resolution of the Board of Directors' Meeting No. 10/2020 on November 11, 2020 has a resolution to approve the auction of all ceiling fan and LED lamps at a price of not less than 4.00 million baht.
- Resolution of the Board of Directors' Meeting No. 11/2020 on December 17, 2020 has a resolution to approve the operation of an Asset Management Company and the ACC Capital Company Limited's Board of Directors Meeting No. 6/2020 on November 23, 2020 has resolved to amend the Memorandum of Association, the Articles of Association, the Company Seal and the resolution of the Board of Directors Meeting No. 7/2020 on December 24, 2020, resolved to change the name of ACC Capital Company Limited to ACC Capital Asset Management Company Limited.
- Resolution of the Board of Directors' Meeting No. 1/2021 on February, 2021 has a resolution to sell all 3,600,000 shares of Premium Energy Corporation Company Limited at a price of 39.00 million baht another

## Overview of performance and factors for changes:

### Overview of performance and factors for changes:

In 2020, the company discontinued its ceiling fans and LED lamps following the resolution of the company's Board of Directors Meeting of 10/2020 on 11 November 2020. For the remaining stock, the company hosted an auction with targeted minimum price of 4.00 million Baht. As a result, Starlight Central World Company Limited won the auction offering the highest price of 5.10 million Baht.

Its subsidiary (CEI) operates the Lanna cultural and performance center, Khumkhantoke Restaurant and Khum Kam International Convention Center in Chiang Mai Province. Due to the outbreak of COVID-19, the company halted its business and provided compensation to all employees since 29 May 2020. Later, on 10 September 2020, the company resumed its operation of Khum Kam International Convention Center since conference and seminar business does not require foreign tourists' dependency. This allows the company to earn enough to cover the variable expenses and to maintain the conditions of the premise. As a result, the company's total income is accounted for 19.60 million Baht, with the net loss recorded at 47.88 million Baht. Most expenses come from the depreciation of 19.24 million Baht and employee-related cost of 14.60 million.

While its subsidiary (ACC-L) operates property development business. In 2020, the recognized income was accounted for one unit only, with 13 remaining rooms a waiting for transfer of ownership. All units are fully reserved and are under the instalment process. Due to the expense-reduction planning in 2019, the company laid off most of the employees and kept only 2 as well as terminating the rental contract with Lake Ratchada Office Complex and other contracts. Once the project is complete, the company will work on closing its subsidiary and working on the account.

Regarding the alternative energy business, the company was able to manufacture and distribute the energy in every project in 2020 in which its solar rooftop can be manufactured and distributed at 3,436,308.70 units accounted for 21.93 million Baht, a reduction of 462,865 units worth 2.08 million Baht, or a reduction of 8.66% due to the out-of-order equipment. While its solar farm industry is able to manufacture and distribute 8,246,406 units worth 91.98 million Baht, an increase of 105,726 units or 0.42 million Baht, or an increase of 0.46%. In the 2/2020 quarter of its alternative energy business, the solar farm sector can manufacture and distribute energy accounted for 4,132,864 units or 46.42 million Baht while the solar rooftop can produce 1,883,147.60 units or 12.06 million Baht.

The subsidiary (ACC-C) operates loan business. In 2020, the recognized income was accounted for 0.26 million Baht. In 2021, the company plans to operate asset management service through ACC Capital Company Limited in which it changed the name to ACC Capital Asset Management Company Limited in January 2021 as well as changing its objectives in support of the asset management aspect. It is currently under the process of obtaining authorization from the Bank of Thailand.

For Construction contractor, the overview has proven a success based on the first assignment of solar cell installation at 68 transmission tower bases and 4 sites of data center for an operator which the company manages to deliver the assignment on time. Currently, it is under the process of delivering the work and of proposal for continuation. In 2021, it will operate contractor business through ACC Infra Company Limited (ACC-I) to clearly distinguish the source of income for each company.

## Shareholding structure of the Group

The Company invested in form of holding company with major investments in subsidiaries which engaged in trading business, International Convention Center Khum Kham and the Cultural Center in hospitality business, Alternative energy business, real estate business, Financing and Construction contractor. Details are as follows.

Subsidiary Company	Nature of Business	Shareholder (%)	Share Registered (Baht)	Share Registered and Paid-up (Baht)
C.E.I. (Chiangmai) Co., Ltd. ("CEI")	Property for rent. Since April 2017 ("CEI") resume to perform the business of the Cultural Center of Food and Show (Khum KhanToke) and International Convention Center (Khum Kham) by own.	100.00	200,000,000.00	200,000,000.00
ACC Infra Co., Ltd. ("ACCI") Change name form ACC Electric Co., Ltd. ("ACCE")	Utilities	100.00	330,000,000.00	330,000,000.00
ACC Landmark Co., Ltd. ("ACCL")	Develop Real Estate	75.00	50,000,000.00	50,000,000.00
ACC Green Energy Co., Ltd. ("ACCG")	Renewable Energy	100.00	10,000,000.00	3,250,000.00
ACC Capital Co., Ltd. ("ACCC")	Financing	100.00	200,000,000.00	100,000,000.00
Bangpakong Solar Power Co., Ltd. ("BSP")	Solar Rooftop	51.00	49,000,000.00	49,000,000.00
Saraburi Solar Co., Ltd.	Solar Farm	100.00 Indirect investment through ("ACCE")	276,000,000.00	276,000,000.00
Associated Company	Nature of Business	Shareholder (%)	Share Registered (Baht)	Share Registered and Paid-up (Baht)
W. Solar Co., Ltd. ("W.SOLAR")	Solar Rooftop	49.00	80,000,000.00	80,000,000.00
105 Solar Power Co., Ltd. ("105 Solar")	Solar Rooftop	17.30	39,000,000.00	39,000,000.00
Premium Energy Corporation Co.,Ltd. ("PEC")	Coal sorting	25.71	200,000,000.00	140,000,000.00

## Status Subsidiary Company /Joint company

Subsidiary Company /Joint company	initials	Establishment date	Current state
C.E.I. (Chiang Mai) Co., Ltd.	CEI	August 22, 2003	Open only International Convention Center (Khum Kham)
ACC Land Mark Co, Ltd.	ACCL	May 21, 2015	Development of real estate business, Town Line Project is a 3-storey townhome with 32 rooms, 19 units are sold and the remaining 13 rooms, the project is located in Sattahip District, Chonburi Province.
ACC Infra Co., Ltd. (Formerly ACC Electric Co., Ltd.)	ACC Infra	May 21, 2015	Construction and Holding 100% of shares in Saraburi Solar Co., Ltd.
ACC Green Energy Co., Ltd.	ACCG	May 21, 2015	Not yet operating Is a land rights holder, Koh Siray, Phuket Province
Saraburi Solar Co., Ltd. (Merged from 10 companies)	Saraburi หรือ SSL	Merged on December 1, 2017	Operates in the business of producing and distributing electricity from solar energy (Solar Farm) with a production capacity of 5.50 MW, selling electricity to the Provincial Electricity Authority. And currently accepting work Install the solar panel The first project is a solar panel installation project. Around the mast for a signal to an operator.
ACC Capital Asset Management Co., Ltd. (Formerly ACC Capital Co., Ltd.)	ACCC	April 09, 2018	Operates loan factoring business (Non Bank) at the beginning of marketing.
Bangpakong Solar Power Co., Ltd.	BPS	July 21, 2015	Operates a solar rooftop business, with a capacity of 0.75 MW, sold to tenants in Wyncoast Industrial Park Public Co.,Ltd, Bang Pakong District, Chachoengsao Province through Wyncoast Industrial Park Public Co.,Ltd.
W. Solar Co., Ltd.	W.Solar	February 24, 2014	Operates solar rooftop business with a capacity of 1.42 MW. sold to the Provincial Electricity Authority 0.99 megawatts, another 0.41 megawatts, sold to Wyncoast Industrial Park Public Co., Ltd.
105 Solar Power Co., Ltd.	105 Solar	July 21, 2015	Operates a solar rooftop business, with a capacity of 0.65 MW, sold to tenants in Wyncoast Industrial Park Public Co.,Ltd, Bang Pakong District, Chachoengsao Province through Wyncoast Industrial Park Public Co.,Ltd.
Premium Energy Corporation Co., Ltd.	PEC	July 08, 2016	Operates the business of importing charcoal and sorting it according to the size required by the customer.

## Nature of business operations

### Background

The company was formerly known as Compass East Industry (Thailand) Company Limited (Public) and registered under the Civil and Commercial Code in August 1987 to operate business in the nature of limited company. The company began with the registered capital of 450,000 Baht and constructed the first factory in Bangpu Industrial Estate as well as being aided in terms of investment by the Board of Investment Office on 16 October 1987. It registered as a public company limited on 31 May 1993 with the purpose to introduce the company's common stocks to register under the Stock Exchange of Thailand. On 30 June 2020, the company recorded the paid-up capital of 335,763,905.75 Baht in total.

Currently it has restructured its business and has divided its operations into 6 categories: ceiling fan; banquet and restaurant; property development operating rental property and development; investment in alternative energy; loan, and general contractor. The company has expanded its scope of investment to a variety of business sectors with the purpose of diversifying risk and increasing financial opportunity, with criteria focusing on businesses with potential growth and able to generate stable income as well as posing alternative perspective for progress to secure reliable returns in the future.

### Nature of business operations

#### 1. Ceiling fan manufacturing and distribution

The company, which used to be the world's biggest ceiling fan manufacturer, transformed into the importer of fan pieces for domestic assembly and distribution. It distributed the fan products under the trademarks Sunlight and Compass East which were known by customers worldwide for more than 10 years. Also, it added the new trademark "Air-le-gance" to target upper class with high purchasing power as well as introducing the LED lamps under the trademark "Lumos" known for its style and energy and time-saving quality as well as free-of-charge installation.

#### 2. Banquet and restaurant

The company operates banquet and restaurant business through C.E.I. (Chiang Mai) Company Limited. The business operations are divided into performance pavilion Khumkhantoke, Plub Pla Restaurant and Khum Kam International Convention Center. The company has expanded the area of Plub Pla Restaurant by add 100 more seats to keep up with the increasing number of guests while conducting marketing to increase the banquet and seminar events for the Convention Center. Around 90% of the customers are foreign tourists.

#### 3. Alternative energy

The company operates solar rooftop project through its subsidiary W. Solar Company Limited ("W.SOLAR"), 105 Solar Power Company Limited ("105 Solar") and Bangpakong Solar Power Company Limited ("BSP"). The location of the project is on the roof of the rental factory of Wyncoast Industrial Park Company Limited (Public) (WIN) at 105, Moo 3, Bangna-Trad Road, Thakham Sub-District, Bangpakong District, Chacheongsao Province. The subsidiary "W.SOLAR" has posed recognized income since June 2015, "105 Solar" since the end of December 2018 and "BSP" since February 2017.

The company has invested in the solar farm project of Saraburi Solar Company Limited ("SSL") with the location at 113/1, Moo 2, Mittraphap Road, Talingchan Sub-District, Mueang Saraburi District, Saraburi Province. The project started COD on 13 June 2016 in which the company completed its investment and held the full shares in the project, with recognized income since 1 January 2016.



#### 4. Property rental and property development

##### 4.1 Property rental

The company provided the property rental of a factory building at Bangpu Industrial Estate. On 8 March 2018, the company sold the land and the structure at Bangpu Industrial Estate for debenture repayment. There are 4 remaining residences at Country Complex which the company plans to sell all of them.

##### 4.2 Property development

The company operates through its subsidiary ACC Landmark Company Limited (ACCL) under the project Townline, a 32-room townhome project situated on the land of 2 rai, one ngan and 8 square wa in Sattahip District, Chonburi Province worth 200 million Baht with selling price ranging between 4.40-6.67 million Baht. On 30 June 2020, the company sold and earned the recognized income of 19 units, with 13 units remained. Through consideration, the company viewed that the first townhome project was not a success, with bigger delay than expectation. In 2019, the company laid off all the unnecessary staff, dismissed the rental contract of Lake Ratchada Office Complex and other contracts. Once the project is sold out, the company will close ACCL as it deems that the current economic conditions are not favourable for investment in property development and that it plans to reduce constant expenses. However, to maintain the interests of the company's shareholders, should there be any future project that Prime Mansion Company Limited ("PM") be interested in developing, such project will be first considered by the Board of Directors. If the Board deems it uninteresting, the rights belongs to PM on whether to develop the project under its sole responsibility. The resolution is passed in the meeting before the joint investment.

#### 5. Financing

Formed on 9 April 2018, ACC Capital Company Limited ("ACCC") is to operate the factoring with recourse business, hire purchase or leasing and loan and mortgage services. The company has provided loans but not in great number, which it expects to increase the number of this type of business.

#### 6. Construction contractor

The company operates general contractor business through Saraburi Solar Company Limited (SSL). From the scope of its capabilities in 2020, solar cell installation is the new sector commenced in the quarter of 1/2020 thanks to its experience in solar energy business for a long time which has enriched the expertise and understanding in technology. It is expected that this business will be one of the sectors able to generate sustainable income in the future. In 2021, the company would operate general contractor business through ACC Infra Company Limited (ACCI).

## Revenue Structure

Revenues of the company proceeds from the sale of ceiling fan/light and its components, LED lamp, rental income. And revenues of the subsidiaries company proceed from Income from food sales, show service, banquet and facilities meeting room, revenue from the sale of real estate and revenue from selling renewable energy.

Unit : Thousand Baht

Description	Year 2020		Year 2019 (Restated)		Year 2018		Year 2017	
	As on December 31, 2020		As on December 31, 2019		As on December 31, 2018		As on December 31, 2017	
1. Revenue from Ceiling Fan	11,678	7.47%	13,798	4.58%	28,725	7.00%	17,091	5.41%
2. Revenue from Property Development	6,000	3.84%	15,050	5.00%	11,850	2.89%	80,786	25.55%
3. Revenue from Banquet and Restaurant	19,100	12.21%	96,946	32.21%	88,520	21.57%	72,808	23.03%
4. Renting property	144	0.09%	159	0.05%	6,248	1.52%	34,715	10.98%
5. Revenue from Alternation Energy	98,552	63.02%	101,464	33.71%	96,299	23.47%	92,616	29.29%
6. Revenue from Financing	256	0.16%	298	0.10%	-	0.00%	-	0.00%
7. Construction contractor	17,385	11.12%	-	0.00%	-	0.00%	-	0.00%
8. Other Income	3,269	2.09%	67,478	22.42%	177,304	43.21%	16,414	5.19%
9. Share of loss from investments in associates	-	0.00%	5,771	1.92%	1,395	0.34%	1,729	0.55%
<b>Total Revenue</b>	<b>156,384</b>	<b>100.00%</b>	<b>300,964</b>	<b>100.00%</b>	<b>410,341</b>	<b>100.00%</b>	<b>316,159</b>	<b>100.00%</b>

## Operation Result

Unit : Thousand Baht

Financial Position	งบการเงินรวม 31 ธ.ค 2563	งบการเงินรวม 31 ธ.ค 2562	งบการเงินรวม 31 ธ.ค 2561	งบการเงินรวม 31 ธ.ค 2560
<b><u>Assets and Shareholders equity</u></b>				
Current Assets	131,530	236,842	295,769	348,128
Total Assets	934,716	1,017,191	1,286,158	1,633,961
Shareholders' Equity	565,696	629,520	762,821	717,670
Par Value Per Share (Baht)	0.25	0.25	0.25	0.25
Book Value Per Share (Baht)	0.0004	0.0005	0.0006	0.0005
Share Capital (Shares)	1,343,055,623	1,343,055,623	1,343,054,557	1,343,054,557
<b><u>EARNING ABILITIES</u></b>				
Sales	153,115	227,715	231,642	298,016
Other Incomes	3,269	67,478	177,304	16,414
Total Revenues	156,385	295,192	408,946	314,430
Net Incomes	-68,064	-131,847	-39,268	-52,764
Cash Dividends	-	-	-	-
Earnings Per Share (Baht)	-0.0515	-0.0998	-0.0298	0.0440
<b><u>FINANCIAL RATIO</u></b>				
Current Ratio (Times)	0.50	0.97	3.64	0.51
Total Debt to Equity Ratio (Times)	0.59	0.56	0.64	1.17
Return on Equity (%)	-10.93	-18.30	-5.06	-6.78
Return on Sales (%)	-45.20	-58.84	-16.95	-17.7
Return on Total Revenue (%)	-44.25	-45.39	-9.6	-16.78
Return on Assets (%)	-7.09	-11.63	-2.69	-3.08

## Nature of products or service

### 1. Ceiling fan manufacturing and distribution

#### • Manufacturing

The company discontinues the ceiling fan production line and instead imports parts for assembly to reduce production cost. It focuses on the style and quality of products purchased domestically and internationally as well as implementing and appointing the quality of the products in correspondence with the company's highest standard with the goal to maintain the products' quality and reputation.

#### • Product characteristic

The current ceiling fans manufactured by the company are the semi-automatic product in which the parts are packaged in the box for users' self-assembly and installation. Most products are delivered directly to sales representatives under the company's owned-trademarks of Sunlight, Compass East and the new brand "Air-le-gance." In 2016, the company imported LED lamps in which pieces are assembled together.

### 2. Banquet and restaurant

The company operates through C.E.I (Chiang Mai) Company Limited ("CEI") which consists of:

- Khumkhantoke and performance ground offering local buffet and serving the meal in Khantoke style as well as staging cultural show for authentic Lanna ambience. The place opens from 18.00 to 21.00 hrs, and 16.00 hrs. during high season.
- Khum Kam Convention Center offering the venue for conference and seminar as well as banquet. The place is inspired by Lanna culture which is very exquisite and distinctive.
- Plub Pla Restaurant providing buffet-style food from 8.00 to 14.00 hrs, and à la carte menu from 17.00 to 21.00 hrs. Classical music is played from lunch hours to the evening.

### 3. Alternative energy

The company operates solar rooftop project through its subsidiary W. Solar Company Limited ("W.SOLAR"), 105 Solar Power Company Limited ("105 Solar") and Bangpakong Solar Power Company Limited ("BSP"). The location of the project is on the roof of the rental factory of Wyncoast Industrial Park Company Limited (Public) (WIN) at 105, Moo 3, Bangna-Trad Road, Thakham Sub-District, Bangpakong District, Chacheongsao Province. The subsidiary "W.SOLAR" has posed recognized income since June 2015, "105 Solar" since the end of December 2018 and "BSP" since February 2017. It sells electricity to tenants in Wyncoast Industrial Park at the price of 6.16 Baht or 6.60 Baht per depending on the case.

The company's solar farm project meanwhile is located at 113/1, Moo 2, Mittraphap Road, Talingchan Sub-District, Mueang Saraburi District, Saraburi Province. The project has earned recognized income since 1 January 2016 in which the project is able to sell electricity with given adder at 8 Baht per unit for the duration of 10 years. (2012-2022)

### 4. Property rental and property development

#### 1) Property rental

Pace	Address	Landlord	Rental fees
Residence at Country Complex Building, with 3 remaining rooms at the size of 77.63 sqm.	225, Country Complex Building, Sanphawut Road, Bang Na, Bangkok	Company	Around 12,000 Baht per room per month

## 2) Property development

The company operates through its subsidiary ACC Landmark Company Limited (ACCL) under the project Townline, a 32-room townhome project situated on the land of 2 rai, one ngan and 8 square wa in Sattahip District, Chonburi Province worth 200 million Baht with selling price ranging between 5.20-6.70 million Baht. In 2017, the company earned the recognized income in which 13 were sold while 2 more were sold in 2018, making the total of 15 units. In 2019, the recognized income increased as 3 more were sold, making the number of sold townhouse reach 18. In 2020, one more was sold, making the total of sold townhome at 19. There are 13 units remained, but they are fully reserved and are under the instalment process. c

## 5. Financing

The company operates through ACC Capital Company Limited (“ACCC”) for offering factoring with recourse, hire purchase or leasing and loan and mortgage services. The company has provided loans but not in great number as it remains prudent. However, it expects to increase the number of this type of business.

## 6. General contractor

The company operates general contractor business through Saraburi Solar Company Limited (SSL). Its business focuses on installation of solar cells as a way to expand into solar power thanks to its experience in solar energy business for a long time which has enriched the expertise and understanding in technology. The company’s first assignment was the installation of solar cells around transmission towers with one operator, with plans to work for both the governmental and private sectors. In 2021, the company would operate general contractor business through ACC Infra Company Limited (ACCI).

## Marketing and competition

The company has unveiled a new showroom on Srinagarindra Road and has implemented marketing schemes along with forming sale team to cover every part of the country. The company’s marketing strategies lie in distributing sale team to present the products to fan and lamp shops with potential in each area. The said shops would be selected as the representative for the company’s merchandises and products in other province. In 2016, the company signed the distribution contract with major retailers such as HomePro, Boonthavorn, The Mall Group and House and Home. In the property development category, the company’s first project was the townhome project in Sattahip District, Chonburi Province. It has to compete with local firms and those in nearby provinces. Chonburi’s property development sector is a highly competitive market. In terms of banquet and restaurant, the company’s venue is located in Chiang Mai Province where tourism competition is very high. The company’s strength lies in Lanna culture and stunning decoration which makes it exceed rivals. However, due to the COVID-19 outbreak, the company is closed temporarily until the situation returns to normal with returned tourists. For loan business, this sector is proven to be a very competitive one and comes in various forms such as the financial institutes under the control of the Bank of Thailand, and the non-regulated ones. The company, meanwhile, is rather cautious when it comes to providing loans in which during the beginning of this business it did not provide loans that much. It will carry out this business slowly. As for the general contractor business, it is a highly competitive one as well in which the lowest price offering is the key when bidding for a construction project. However, the company has a team of engineers with close ties to employers, meaning the company will be the first to get the news of additional construction plans.

### • Marketing strategies

#### 1. Product strategies

The company has developed the form of its products continuously in which it has designed new styles of fans which come with modern look and varieties. These are the qualities that customers look for. Also, it has developed in terms of the products’ quality to ensure the product’s appearance and high quality. Moreover, the company will take the products with new technology into account to keep up with the market’s demand such as LED light and DC Motor to save energy, reduce UV ray and noise as well as providing comprehensive after-sale services.



For its subsidiaries, the company considers adding services to serve as another income source such as international convention center service. Furthermore, it has improved the flavour of the cuisine to cater to customers as well as selecting only the daily-fresh and quality products. While the performance offered at the restaurant focuses on the quality of performers with criteria of selecting only those graduating with a degree in performing arts. These are done to serve the company's purpose of expanding its customer group and gaining more access to service at international level. As for the Khum Kam Convention Center, the company sees it as a modern convention center with distinct cultural aspect. Hence, it is highly possible that the Center will be developed into international-level convention center in the future.

In terms of property development business, the company operates housing estate project in which the first one is the townhome one in modern classic style, with key emphasis on energy-saving and multi-purpose value. The company focuses on developing the flat housing estate with equipped infrastructure. Its policy is that the sale would be made when the under-construction houses are about to be complete, so the customers can observe the progress and feel confident with the targeted timing. The company's first project is located on the land in Sattahip District, Chonburi Province. For future projects, it plans to look for lands in Bangkok's outer ring areas or in other business and tourism hubs outside Bangkok which show great potential and the demand for residence.

## **2. Pricing strategy**

The company's products are priced at every range depending on the quality and the type. It has adjusted the production of ceiling fan, which could compete with rivals in terms of price and form to snatch market shares at varying levels with the goal to expand its customer base steadily. At the same time, the company has downsized its organization to reduce cost and sale and administrative expenses.

For pricing of Khumkhantoke business and Khum Kam International Convention Center, the company has set the figure for Khumkhantoke at higher price than rivals due to the uniqueness of each performance which makes the place stand out. Price for buffet service (Plub Pla) is similar to that of rivals while the company's pricing for Khum Kam International Convention Center is able to compete with rivals.

The company has set its pricing in property development business at higher figure than rivals because it uses high-quality materials. Plus, with the airy and comfortable design, the company's own pricing can compete with its rivals.

While rental business is where the company puts its existing assets into good use. It is not the company's main business, and the pricing depends on the market price.

For alternative energy business, the price of electricity sale to the Provincial Electricity Authority depends on the permit while the sale to private sector depends on market price.

For loan, the company sets the interest rate at around 15% and indicates that the collateral must be worth at double of the loan at minimum. For factoring with recourse condition, the company bases its consideration on the ability of the debtor. Most borrowers, therefore; are those who do not fit under the loan conditions of financial institutes. The company's interest rate is higher than that of the financial institutes, which it believes that it is eligible to compete with.

While most assignments in general contractor business are about bidding. The price is then set since the beginning of the assignment. If the company wishes to win the bidding, it has to offer the lowest price and follow the requirements of the employers.

## **3. The company's sale and distribution strategies**

The company's marketing lie in distributing sale team to present the products to fan and lamp shops with potential in each area. The said shops would be selected as the representative for the company's merchandises and products in other province. In

2016, the company formed another product distribution with major retailers such as HomePro, Boonthavorn, The Mall Group and House and Home. Moreover, the company sells its products to housing estate projects, hotels and resorts, which always buy products in big quantities and help increase the number of sale. For sale abroad, the company has exported to neighbouring countries such as Myanmar and Laos where Thai products are very popular. Since 2017, the company has increased the sale channel through major representatives to boost its sale opportunity.

For the businesses of cultural center, Khumkhantoke performance ground and Khum Kam International Convention Center, the company benefits from the distribution channel through tour companies by adding the business as part of the tour programme. It has promoted the venue on the Internet, the Tourism Authority of Thailand as well as sending marketing team to present the place with new Thai and foreign tourists.

For its property development project, its first project is located in Sattahip District, Chonburi Province. The company sets up a sale office at the project and displays a booth at department stores in Chonburi Province' areas.

For general contractor business, the company employs experienced engineers and forms contact with both governmental and private agencies. This is done to create business familiarization with the said agencies and once there are projects, they can inform the company.

#### **4. Sale promotion strategies**

The company has started its marketing plan and is working on placing ads in home decoration books and magazines, decoration guide, construction and material books as well as participating in home exhibitions and product display events with department stores for direct introduction to consumers. It has also generated an active market move by joining product exhibition events with governmental units in border provinces to expand its customer base.

For its subsidiary operating Khumkhantoke and Khum Kam International Convention Center, after the company entered the operations, it has prepared to launch sale promotion plan by focusing on Khum Kam International Convention Center which shows great potential. It will focuses on display booth at provincial and national levels. Khum Kam International Convention Center is awarded from conference and seminar room contest organized by Thailand Convention and Exhibition Bureau (TCEB). For Khumkhantoke Food and Performance Cultural Center, the company will focus on the sale to travel agencies to implement Khumkhantoke as part of the tourism programme.

##### **● Customer persona**

The company has laid out the marketing plans by hiring its sale staff to look for markets in other provinces as well as selecting fan and lamp shops in those areas as its sales representative. Furthermore, it has penetrated modern trade and construction project groups. The company's customers can be divided into 4 categories of:

1. Small customer – the type that makes a direct purchase with the company's showroom
2. Modern trade customer – the type from major malls selling home decorative items such as Home Pro, The Mall and House & Home
3. Major customer – The type from the big project such as hotels and resorts. They usually buy in huge quantity and used to purchase with the company before. They are confident in the company's product quality.
4. Sales representative – Most are the stores selling fans and lamps in other provinces. The company would designate those stores as its sales representative in said areas.

The company's customers know its nature of business which is the distributor of fans and lamps for more than 10 years. They are also very familiar with the products. Most major customers are from projects such as hotels and resorts. They usually buy in huge quantity and used to purchase with the company before. They are confident in the company's product quality.

For its subsidiary operating Khumkhantoke and Khum Kam International Convention Center, more than 90% of its customers are tourists on the trip with travel agencies who are usually foreigners. The rest are walk-in customers who are foreigners as well. Regarding the Convention Center, most customers are governmental and private agencies as well as the public who want to use the service of banquet and conference and seminar room. The company offers different sizes to cater to customers' needs.

While the customers for the company's property development which is located in Sattahip District, Chonburi Province, are those who work or live in Chonburi Province and nearby ones.

The company's customers for its alternative energy business are the Provincial Electricity Authority and the tenants in Wyncoast Industrial Estate.

For loan business, its customers are natural and juristic persons in need of capital whose qualities do not pass the criteria of financial institutes. The collateral must be worth at least double the amount of the loan.

For general contractor business, as the company's assignment deals with solar cell installation, its customers are from both the governmental and private sectors with energy-saving demand.

- **Competitive environment**

The industrial environment and the competition of domestic ceiling fan market tends to see a higher competition because department stores have imported the products for sale. The type of packaging is similar to that of the company, but with much cheaper price. Furthermore, its materials and parts are only a few compared to those of the company as well as service center which is hard to find. The company then has revamped the look of its products to make them stand out and add value to them. For sale promotion, the company has distributed its products through representatives in every part of the country. Beginning in 2016, the company has distributed its products in major department stores following the Government's policy in promoting the Thai Industrial Standards (TISI) symbol, resulting in the unavailability of many products in these major department stores but indeed paving way for the company to increase its sale.

Most customers of the banquet and restaurant business are foreign tourists. The company has already possessed the potential for competition thanks to the combination of quality of the venue, performance and food which conveys the authentic sense of Lanna culture. This is the strength of the products and service of "Khumkhantoke" Lanna Food and Performance Cultural Center and Khum Kam International Convention Center.

Its property development business, located in Sattahip District, Chonburi Province may face with tough competition in Chonburi Province' property development sector. But the company's location and construction materials are more superior than many rivals, so it is confident that it can compete with rivals.

For general contractor business, the company deals with installation of solar cells. As there are many players in this business these days, the competition is very high. However, other factors could be advantageous such as delivery of assignment on time, the neat installation, etc.

#### **Procurement of products or service**

The company imports around 85-90% of parts, most of which are imported from the People's Republic of China. The company has employed representative who will search for operators who would produce parts in line with the indication of the company. Once the operators finish manufacturing the parts, the company will send a team of experts to assess the quality to ensure

confidence. Since the company imports the parts for fan assembly, there is no remained material or waste that could be harmful to the environment.

- **Manufacturing capacity and actual manufacturing quantity**

During January 2020 - December 2020, the company halted the import, resulting in the halt in ceiling fan and LED lamp assembly.

- **Manufacturing process and technology**

The company imports fan parts from abroad which are later assembled into fans in different models. The research and development along with the quality inspection departments would inspect and test the quality as well as giving a description of the specs of the fans to assembling staff including making additional assembling manual for new types of fan.

- **Manufacturing process in brief**

When the company imports the parts for ceiling fans and they pass the quality inspection, it will put them in packaged boxes. Buyers can assemble and install the fans by following the manual.

- **Research and development, and quality inspection departments**

When there is a purchase of parts for fans, the research and development, and quality inspection departments will inspect the quality of the purchase parts, and will report the inspection's result regarding the product quality to the purchasing department as well as reporting to the assembling department on the assembling methods and steps of each fan model. Furthermore, the details on fan assembly are made to be used as a manual for further prints by the purchasing department. After the quality inspection, the parts are sent to the assembling department. The motor, hub, blades, screw sets, light bulb, glass lamp, mounting device and assembling manual are to be packaged into a foam box before putting in a paper card box with the image, colour and patterns that customers need.

- **Environmental impact**

As the company does not implement any manufacturing process, it does not cause any environmental impact.

## Risk Factors

- **The Risk of the Company Business's Operation / Group of Companies**

The Company's group is exposed to the normal business operation risk from changes in interest rates and foreign exchange rates. And from non-compliance with the contractual requirements of the parties The Company's group may not hold or issue derivative financial instruments for speculative or trading purposes, financial assets of the company are consisting of cash and cash equivalents, temporary investment, trade receivables and inventories that are liquid and quickly converted to cash at fair value.

- **The Risk of Interest Rates**

The Company is exposed to significant interest rate risk in relation to the bank deposit, overdraft, loans and interest-bearing financial lease payables. However, due to assets and the liabilities have the interest rates that fluctuating with the market rate. Or have a fixed interest rate that is close to the current market rate Therefore, the interest rate risk of the company is low.

- **Risk of Consignment**

The company began to operate more consignment business. Therefore, there is a chance that the product will be damaged or lost, the company is unable to provide sales staff in every branch that the company consign This is due to the increased cost burden from recruiting product sales personnel to examine and supervise the products closely. However, the company plans to sell, whereby the company will select a model that can be sold quickly. To reduce the said risk.

- **Risk of obtaining loans from financial institutions.**

Since the Company's performance is still not as good as expected, from the perspective of financial institutions, it may be viewed that the Company has no clear direction in conducting business. Credit that the company has with a financial institution is likely to be downgraded. Applying for credit from other financial institutions that the company has no contact history with can be done quite difficult in today's economy. Financial institutions are very careful when considering granting loans. The company may have to use a loan application in the secondary market. Causing high financial costs.

- **Risk from continuity in real estate project development.**

ACCL's subsidiary in real estate development business currently has only one project. If the next project has not started development the revenue recognition is inconsistent may result in the Company's operating in loss from regular expenditures and lost business opportunities. However, in 2019, the company has reduced the number of employees to only 2 persons, the company is in the process of selling sales to close the project. And will close the company for further liquidation.

- **Risk of the delay of delivery the construction work on time**

A subsidiary, Salaburi Solar, obtained a contract to install solar panels at the base station of one operator. The company has to hand over the work to complete the contract and failure to do so, may result in fines. In the past, the company has planned work also follow up every week. If there is a problem, the employer will be notified immediately. Causing the work to be delivered to the present in time and has never caused any delay in the delivery event.

- **Risk of reliance of one customer**

From the Solar Rooftop project that the company has jointly invested with Wyncoast Industrial Park (WIN), most projects sell electricity to WIN, which owns the area and also a seller of electricity to the people who rent the area. Therefore, there is a risk of reliance on one customer. Therefore, the company is in the process of changing the meter to sell electricity directly to each tenant.

- **Risk of the coronavirus pandemic situation (COVID-19)**

The situation of the pandemic of coronavirus 2019 (COVID-19) that caused a slowdown in the economy and affects most businesses and industries. Which the pandemic is not likely to decrease. It has a direct impact on the restaurant and catering business of the company more than 90% of the income is dependent on the expenditure of foreign tourists. During May the 2 company temporarily opened the business. Later in September, the company has opened to operate only the meeting and seminar section to maintain assets and the environment of the establishment to be beautiful. It also helps the company earn enough income to cover the expenses for the maintenance of the establishment. If the situation of the coronavirus infection (COVID-19) has improved and the tourist travel has returned to normal. The company will consider reopening again.

In the ceiling fan and Lighting business, the real estate business affected by shrinking purchasing power that make sales down. However, the renewable energy business has not been impacted by the coronavirus infection (COVID-19) pandemic and is still operating normally. The renewable energy business is a business that earns income. Representing approximately 64% of the Group's total revenues in 2020.

- **Risk of the company's low liquidity which may affect the ability to repay debt**

**Risk ability to repay debt**

The Company's Group is exposed to the risk of short-term debt repayment due within one year, which accounts for more than 79% of the total interest-bearing debt of the company's group associated with the Group's negative operating cash flow due to sales of the business, catering and restaurant business declined in 2020, which resulted as a result, the group of companies has an interest coverage ratio and the obligation capacity ratio decreased in 2020 as well.



## Instrument Risk

- **Credit Risk**

The issuer of debentures has not rated for creditworthiness. The credit risk is the risk in the event that the issuer's business and performance meet expected or the issuer's assets are insufficient to pay the debt. And the issuer may not be able to pay interest or repay the principal of the bond or an event of default and the results of other default. Which if the issuer of the bond has to become bankrupt or in breach of debt payment Debenture holders and other creditors of the issuer have preferential rights over the debenture holders of the Issuer.

Therefore, in the event that the issuer does not assess the credit risk Investors should consider the issuer's financial status and debt servicing ability.

However, the company has never had a record of default on the payment of principal or interest on debt instruments. Or default on loan from commercial banks, finance company, Credit foncier company or a financial institution established by a specific law.

## Legal dispute

### The lawsuit for unfair termination of employment

On April 1, 2020, the Central Labor Court has an appointment to the company (the court took action on February 11, 2020) to arrange a mediation. Considered and examined on June 12, 2020 according to a former director and employee of the company. Litigation and claim compensation totaling approximately 5.16 million baht plus interest of 7.50% per annum. The company has not recorded such liability in the financial statements. Since the former director and employee has made a resignation letter dated May 30, 2018.

On June 13, 2020, the court scheduled a hearing for the case. The company has rejected the complaint. And proceed to counterclaim the former director and employee of the said company And claim damages for the offense of being a director And the top management fails to perform duties responsibly Caution And honesty Causing the company to be damaged and to act in a dishonest way In order to exploit illegal benefits for oneself or others in the amount of 123.61 million baht with interest 7.50% per annum to the Central Labor Court, the court has counted the witnesses to the defendants on October 14, 2020 and the evidence on the 15 - 16 October 2020

On October 14, 2020, the court scheduled a hearing for the prosecution of the plaintiff. And both sides have already negotiated. Each party wishes to withdraw the prosecution and the defendant's counterclaim to settle this case. Without being attracted to civil or criminal cases in connection with the employment contract anymore. Though, the court had to postpone the meeting to hear the outcome of the negotiations on November 4, 2020 and to cancel the examination of witnesses on 15 - 16 October 2020. On November 4, 2020, the court had issued an order allowing the case to be withdrawn.

### Lawsuit against the company, suing former directors of the company

On January 23, 2020, the company filed a lawsuit against the director who approved the purchase of Koh Siray land, Phuket province and the list of expansions and improvements of the Plub Pla building, Northern Lords Photo Tower Loy Krathong Pier of C.E.I. (Chiang Mai) Co., Ltd. is a criminal case against the Phra Khanong Criminal Court. It is the black case No. 269/2020 in the offense of being a director, not performing duties with responsibility, caution and honesty causing the company to be damaged and to act in a dishonest way to seek unlawful benefits for oneself or others. This is an offense under the Securities Act B.E. 1993, section 89/7, 281/2, 311, 313, 314 and 315 together with the Criminal code, section 83, 84 and 86 with 9 persons and juristic persons, consisting of 3 former directors, 2 currently directors, 3 other persons involved, 1 juristic person.

On March 23, 2020, the court scheduled an investigation of the information against the plaintiff and to postpone the case, the defendant's attorney asks the plaintiff on July 20, 2020 and to arrange an additional hearing for the remaining plaintiffs on July 27, 2020, and the Court of First Instance has an appointment to hear on August 18, 2020 and the Court of First Instance dismisses the case.

On November 16, 2020, the Phra Khanong Criminal Court issued an order accepting an appeal. It is currently being considered by the Appeal Court.

**Lawsuit against former directors and 1 related person to the company**

Due to the company filed a lawsuit against the director who approved the purchase of land in Koh Siray, Phuket province and the list of expansions and improvements of the Plub Pla building, Northern Lords Photo Tower Loy Krathong Pier of C.E.I.(Chiang Mai) Co., Ltd.

On July 17, 2020, former director and 2 related parties. The plaintiff joint criminal charges against the company and the directors of 7 persons totaling 3 cases in the offense of jointly prosecution false (From the Company prosecution in the 1st case) damages 50.00 million baht per person, total 150.00 million baht, with interest rate 7.50% per year. As a result, the court has scheduled a hearing on 14 September 2020

On September 14, 2020. The court appointed an investigation of the information against the plaintiff. The case was postponed to hear the results on March 29, 2021

The company did not record such liability in the financial statements since the management had considered it and expected that. As a result, there will be no damage to the company.

## General Information and Other Reference Information

### Information of the Company

Company Name	: Advanced Connection Corporation Public Company Limited
Stock Abbreviation	: “ACC”
Business Type	: Manufacturer and Exporter of Ceiling Fans/Lights, Property development, Renting property, Banquet and restaurant, Alternative energy Construction contractor, Financing
Head Office Address	: 944 Mitrtown Office Tower 944 Rama4 Road, Wongmai, Pathomwan, Bangkok 10330 Telephone : 02 219 1642 Fax : 02 219 1662
Branch 001 Address	: 999 Moo 5 Soi sunthonvasu, Prasa Road, Prasamai, Prakkasa, Muang, Samutprakarn 10280 Telephone : 081 855 5623 Fax :
Registration Number	: 0107537001919 ( Previously BorMorJor. 438)
Registered Capital	: 524,999,912.50 baht divided to ordinary shares of 2,099,999,650 share
Par Valed	: 0.25 Baht
Website	: <a href="http://www.acc-plc.com">http://www.acc-plc.com</a>
Registrar	: Thailand Securities Depository Company Limited The Stock Exchange of Thailand Building No. 93 Rachadapisek Road, Dindeang District, Bangkok 10400 Telephone : 0 2009 9000 Fax : 0 2009 9991 <a href="http://www.set.or.th/tsd">http://www.set.or.th/tsd</a>
Auditor	: Karin Audit Co., Ltd. No. 338, Building A, 8 <sup>th</sup> floor, Preecha Complex, Ratchadapisek Road, Soi Ratchadapisek 20, Samsennok, Huay Kwang, Bangkok 10310 Telephone : 09 7445 4459

**Legal Advisory** : -

**banks** : Bangkok Bank PCL. Bangkokapi Branch  
 Bangkok Bank PCL. Bangna Branch  
 Kasikorn Bank PCL. Srinagarindra Road k.m. 9 Branch  
 Krungthai Bank PCL. Sunphawut Branch

## Management and Corporate Governance

### Securities Information and Major Shareholders

#### The Number of Registered Capital and Paid-up Capital

Registered Capital amount	524,999,912.50	baht	(Five hundred twenty four million nine hundred ninety nine thousand nine hundred twelve baht fifty satang)
Divided to	2,099,999,650	share	(Two thousand ninety nine million nine hundred ninety nine thousand six hundred fifty shares)
Par Value per share	0.25	baht	(Twenty-five satang)
Paid up Capital amount	335,763,905.75	baht	(Three hundred thirty-five million seven hundred sixty-three thousand nine hundred five baht and seventy-five satang)

#### Divided to

Ordinary share	1,343,055,623	shares	(One thousand three hundred forty-three million fifty-five thousand six hundred twenty-three shares)
Preferred share	-	share	(None share)

### Shareholder Structure

Shareholder structure as of the latest record date on March 25, 2021 prepared by Thailand Securities Depository (Thailand) Company Limited are as follows:

Shareholders by nationality	No. of shareholders	No. of ordinary share	Share proportion (%)
Thai	2,050	1,240,234,877	92.34
Foreign	19	102,821,946	3.69

#### The First 10 Major Shareholders

Shareholders Name	No. of ordinary share	Share proportion (%)
1. Mr. Piemsak Limpatakmongkol	266,198,980	19.820
2. Mr. Nantarat Piboonnant	149,836,729	11.156
3. Mr. Visit Dachavittayathorn	103,196,693	7.684
4. Mr. Pakorn Teerathamrong	54,584,400	4.064
5. Mr. Tanakit Utchariyasombat i	50,575,900	3.766
6. LGT Bank (Singapore) Ltd.	48,968,000	3.646
7. Mrs. Pornpan Thunyasiri	46,063,700	3.430
8. Mrs. Supin Siripoke	45,422,800	3.382
9. Mr. Sumalee Ussakarn	40,000,000	2.978
10. Mr. Anuroj Senepakomkrai	39,200,000	2.919

## Issuance of other securities

### Bill of exchange

On December 31, 2020, the Company has entered into a loan agreement from 9 unrelated persons amounting to Baht 34.00 million, at the interest rate of 6.40 percent per annum, due on June 25, 2021, and it is intended to be used as working capital in the business by using the land of the C.E.I. (Chiangmai) Co., Ltd. as collateral.

### Long term debenture

On April 2 - 4, 2018, the Company offered the secured debenture No. 1/2018, in the amount of 300,000 units at par value of Baht 1,000 per unit, totalling of Baht 300 million, for offering to the investor following the notification of the Capital Market Supervisory Board. The maturity period of debentures is 2 years and 6 months, due on October 5, 2020, with interest charged at the rate of 5.8% per annum, payable every 3 months. The issuance of such debentures is aimed to repay the existing debt. C.E.I. (Chiangmai) Co., Ltd. mortgaged its land and buildings and ACC Green Energy Co., Ltd. mortgaged its empty land as collateral against for debentures of the Company on 26 June 2019, The Company redeemed certain debentures in the amount of 100.00 million baht as well as released the collateral of empty land of ACC Green Energy Company Limited.

On October 5, 2020, the company repaid the redemption of debentures and releases the mortgage land and buildings of C.E.I. (Chiang Mai) Company Limited.

On September 30, 2020, the Company issued and offered for sale of 9 – month short – term debentures in the amount of Baht 135 million, which offered to investors in a private placement, the debentures pay interest every 3 months. With buildings to secure the debentures of the company. C.E.I. (Chiang Mai) Company Limited has mortgaged land and buildings to secure the debentures of the company.

### Convertible Securities (Warrant)

According to an Extraordinary General meeting of shareholders No. 1/2016 on March 11, 2016 has a resolution to approve the issuance and offering of warrants to purchase ordinary shares of Advanced Connection Corporation Plc. No. 1 (ACC-W1) amount not more than 300,000,000 units to offer to the existing shareholders in proportion of shareholding with the following detail as follows;

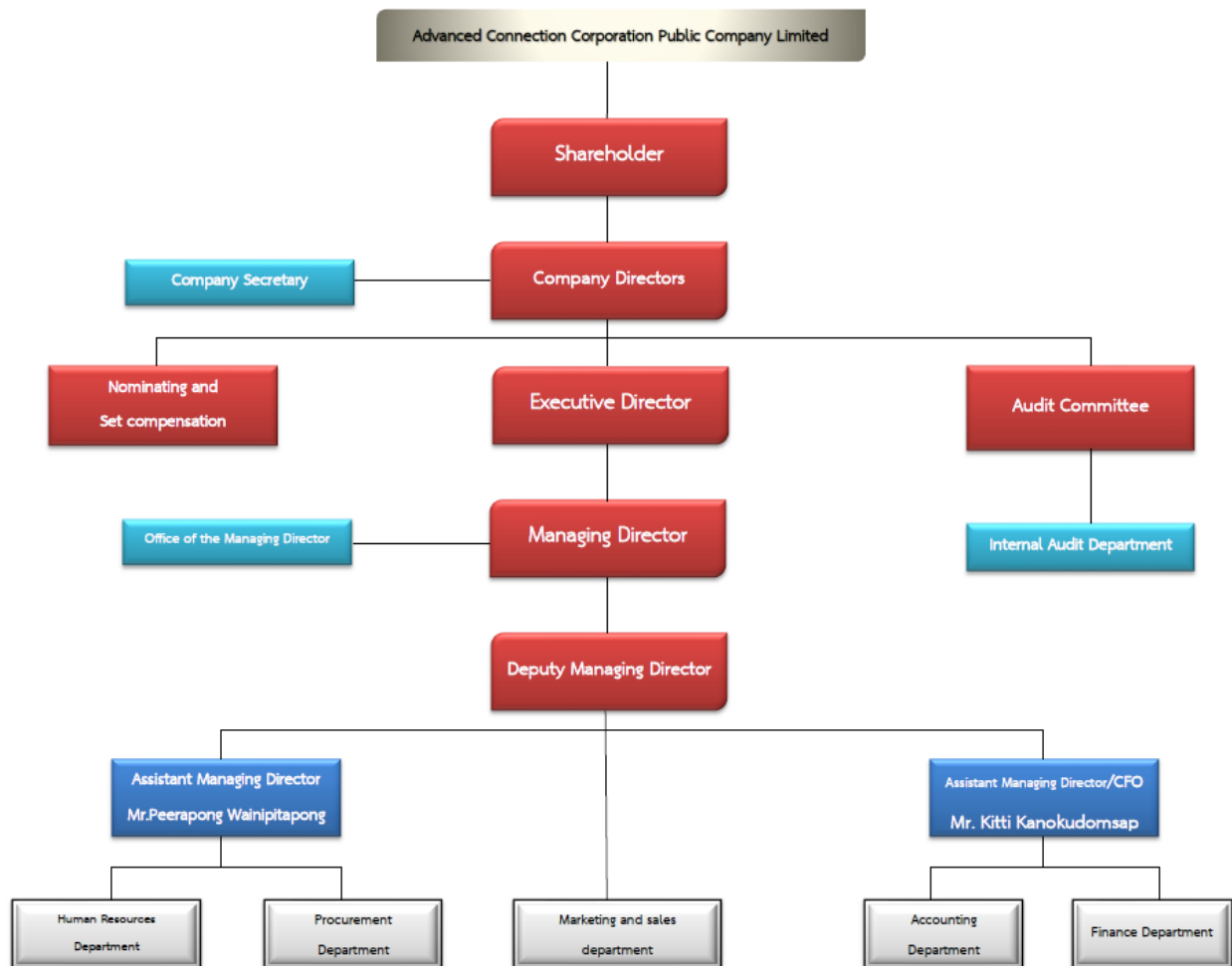
Date of listing	May 3, 2016 (Start to trade mid-June 2016)
Types of Securities	Warrants to purchase ordinary shares of Advanced Connection Corporation Plc.
Secondary market	The Stock Exchange of Thailand
Number of warrants	299,999,650 units
Number of shares reserved for exercise	299,999,650 shares (par value at 0.25 Baht per share)
Rights of Warrants	One unit of warrant is entitled to purchase 1 ordinary share (subject to change in accordance with the conditions of right adjustment) at the price of 1.25 Baht (unless the exercise price is adjusted in accordance with the right adjustment).
Types of Warrants	Specified name of holder and transferable
Term of Warrants	3 years from the date of issuance and offering of warrants (From May 3, 2016 until May 2, 2019). After the issuance of the warrants The Company will not extend the term of the warrants.



Price of warrants	-0- Baht (Zero Baht)
Distribution of warrants holding	As of April 5, 2016

The issuance and offering of the Warrants to purchase ordinary shares of Advanced Connection Corporation Public Company Limited No. 1 (ACC-W1) in an amount not exceeding 300,000,000 units. The last exercise date is on May 2, 2020, with 1 shareholder exercising the right to purchase 1,066 ordinary shares.

Management Structure  
Management and Corporate Governance  
Corporate Governance Structure



The diagram above shows the structure of corporate governance of the Company currently held by a detailed duties and responsibilities of the Board of Directors and the Committees. Disclosed in the report on corporate governance.

## Management Structure

### The Board of Directors

- 1) Board of Directors
- 2) Audit Committee
- 3) Nomination and Remuneration Committee : NRC
- 4) Risk Management Committee : RMC
- 5) Executive Committee

### Board of Directors

#### Scope of Role, Duties, and Responsibilities of the Board of Directors

- 1) The Board of Directors has duties in accordance with the Company's Articles including to monitor and manage the Company according to laws, objectives, articles, and resolutions of the Shareholders' Meeting.
- 2) Approve and review vision, mission, code of business conduct of the Company by leading and building up values in the long term for shareholders
- 3) Approve relevant transactions i.e., investment project of new business, asset acquisition, agreement of relevant transactions.
- 4) Approve and/ or agree to related-party transactions of the Company and Subsidiary in accordance with the notifications, regulations, and related guideline of the Stock Exchange of Thailand.
- 5) Approve organization structure and appoint the Chief Executive Officer and Executive Committee.
- 6) Evaluate performance of Chief Executive Officer and Executive Directors regularly and determine the remuneration.
- 7) Approve size of investment transaction, credit facilities and loans, or normal business transaction with size exceeding to 100 million baht.
- 8) Implement accounting system and prepare financial report, and reliable audit including appropriate procedure of evaluation for internal control and internal audit effectively and efficiently, risk management, financial report, and follow-up.
- 9) Monitor not to allow problems of any conflicts of interests with stakeholders.
- 10) Manage communication channel of shareholders in each group and stakeholders properly.
- 11) Implement corporate governance to enforce with ethical operation.
- 12) Review policy of corporate governance of the Company and evaluate operational procedure according to such policy at least 1 time per year.
- 13) Report the Board of Directors' responsibilities and comments according to the preparation of financial report, to be shown together with auditor report in the Annual Report, covering with significant matters in accordance with policy regarding to code of best practices for directors of listed companies in the Stock Exchange of Thailand.
- 14) Monitor information disclosure with accuracy, clearness, transparency, credibility, and standard.
- 15) Be a leader and example for good operational practice.

## Element of Board of Directors

Name List of the Board of Directors, attendance in Annual General Shareholder Meeting, Extraordinary General Shareholder Meeting and Board of Director Meeting for year ended December 31, 2020 are as follows:

Name – Surname	Nationality	Position	Annual General Shareholder Meeting of Year 2020	Time attended Board of Director Meeting
1. Gen.Somchai Youngpituck	Thai	Chairman of the Board of Director/ Audit Committee/Independent Director	Appointed AGM 2020	8/8
2. Mr.Archai Ractham, Ph.D	Thai	Chairman of the Audit Committee/ Independent Director	Attend	11/11
3. Mr.Kampol Tatiyakavee	Thai	Audit Committee/ Independent Director	-	9/11
4. Mr.Saowapak Sakulromevilas	Thai	Director / First Vice Chairman of the Board of Director	Attend -	10/11
5. Mrs.Supin Siripok	Thai	Director / Second Vice Chairman of the Board of Director / Deputy Managing Director	Not yet appointed	5/7
6. Mr.Angoon Phimpkorn	Thai	Director / Managing Director	Not yet appointed	7/7
7. Mr.Thanaphon Dechawitthayathon	Thai	Director	Attend	8/11
8. Mr.Thanakrit Achariyasombat	Thai	Director	Appointed AGM 2020	8/8

The 2020 Annual General Meeting of Shareholders , held on 28 April 2020, appointed Gen. Somchai Youngpituck to replace Mr. Pasu Sukhumvart and appointed Mr. Thanakrit. Acharivasombat to replace Mr. Sarin Ruangsorn, a director who retired by rotation.

Board of Directors Meeting No. 4/2020 on 14 May 2020 Mr. Angoon Phimpkorn replace Mr. Niran Chinrakbumrong and Mrs. Supin Siripoke replace Mr. Kan Kungpisdan.

## Authorized Director with Signatory to the Company

Authorized Director with Signatory to the Company are “The directors are as follows: Mr.Supin Siripoke Mr. Saovapak Sakulromvilas Mr. Thanaphon Dechawitthayathon Mr.Angoon Phimpkorn two persons from four person on signing and also with the Company’s seal”

### Committee Member has resigned

Name – Surname	Nationality	Position	Annual General Shareholder Meeting of Year 2020	Time attended Board of Director Meeting
1. Mr.Kan Kungpisadan	Thai	Director / First Vice Chairman of the Board of Director	Attend	3/3
2. Mr.Niran Chinarakbumroong	Thai	Director	-	3/3
3. Mr.Sarin Ruangsorn	Thai	Director	-	1/1
4. Mr.Pasu Sukhumvart	Thai	Audit Committee/ Independent Director	Resigned	1/1

Mr.Kan Kungpisadan Resigned Effective from May 13, 2020

Mr.Niran Chinarakbumroong Resigned Effective from May 13, 2020

Mr.Pasu Sukhumvart Resigned Effective from March 31, 2020

Mr.Sarin Ruangsorn retire by rotation from AGM 2020 April 28, 2020

### Audit Committee

#### Element of Audit Committee

Name List of Audit Committee, attendance in Meeting for the year ended December 31, 2020 are as follows:

Name – Surname	Position	Time attended
1. Mr.Archai Rac tham, Ph.D	Chairman of the Audit Committee	3/3
2. Gen.Somchai Youngpituck	Audit Committee	1/1
3. Mr.Kampol Tatiyakavee	Audit Committee	3/3

### Committee Member has resigned

Name – Surname	Position	Time attended
1. Mr.Pasu Sukhumvart	Audit Committee	2/2

Resigned Effective from March 31, 2020

Mr. Archai Rac tham, Ph.D

They have knowledge and experience in the financial and accounting exam. With the following history

Education : Doctorate, Financial Economics, Claremont Graduate School, USA

Master Degree, Finance Claremont Graduate School, USA

Bachelor's Degree, Economics and Business Administration, Eastern Washington University, USA

Position in Other Companies/Organizations :

2009 - Present: Lecturer Thai Institute of Directors Association

1998 - Present: Professor Chulalongkorn University, Kasetsart University, Mahidol University

## Scope of Role, Duties, and Responsibilities of the Audit Committee

- 1) Review the Company's financial report to ensure that it is accurate and adequate.
- 2) Review business plan and authority of operation and management including with budget for conducting business and annual budget.
- 3) Review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, to determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of an internal audit unit.
- 4) Review the Company's compliance with the law on securities and exchange, the Exchange's regulations, and the laws relating to the Company's business.
- 5) Consider, select and nominate an independent person to be the Company's auditor, and propose such person's remuneration, as well as to attend a non-management meeting with an auditor at least once a year.
- 6) Consider transactions with related parties, or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company.
- 7) Audit Committee has an authority to audit and inspect the matters and related persons within scope of duties. Audit Committee also has the authority to hire or bring any expert in specific area to assist the audit and inspection tasks according to consideration of the Audit Committee that expenditure is appropriate for the Company.
- 8) Audit Committee or Board of Directors is to nominate the member of Audit Committee for 1 person to be designated as the Chairman of Audit Committee by having a tenure of the Chairman for 1 year per term according to the accounting period and appoint the Manager of Internal Audit Department.
- 9) Audit Committee must hold a meeting at least 4 times per year at the venue of head office, branch, factory or any place that Audit Committee require.
- 10) Prepare and disclose in the Company's annual report, an audit committee's report which must be signed by the Chairman of Audit Committee and consist of at least the information as follows:
  - The opinion regarding correctness and completion as rational of financial report of the Company
  - The opinion of sufficiency of internal control of the Company
  - The opinion regarding practice according to the laws for Securities and Stock Exchange Specification of the Stock Exchange or laws relating to the business of the Company
  - The opinion regarding suitability of auditor
  - The opinion regarding transaction might be a conflict of interest
  - The number of Audit Committee' meeting and the number of attendance for each audit committee
  - The overall opinion or notice that the Audit Committee obtains from the responsibility pursuant to the Charter
  - Other transactions which are viewed that the shareholders and general investors should acknowledge under the scope of duties and responsibilities which have been assigned by the Board of Directors.
- 11) To perform any other matters as assigned by the Company's Board of Directors, with the approval of the Audit Committee.

## Executive Committees

### Element of Executive Committee

Name List of Executive Committee and attendance in Meeting for the year ended December 31, 2020 are as follows:

Name – Surname	Position	Time attended
1. Mr.Thitisak Skulkroo	Executive President	18/18
2. Mrs.Supin Siripoke	Executive Vice President	16/18
3. Mr.Angoon Phimpkorn	Executive Committee Director/Managing Director	14/18
5. Mr.Vichien UasanguanKul	Executive Committee Director	11/13
6. Mr.Thanakit Achartiyasombat	Executive Committee Director	18/18

### Committee Member has resigned

Name – Surname	Position	Time attended
1. Mr.Kan Kungpisadan	Executive Committee Director	2/5
2. Mr.Thanaphon Dechawitthayathon	Executive Committee Director	1/5
3. Mr.Niran Chinarakbumroong	Executive Committee Director	4/5
4. Mr.Kitti Kanokudomsap	Executive Committee Director	5/5

### Scope of Roles, Duties, and Responsibilities

- 1) Provide advice regarding to structure of management, criteria and guideline of business direction, and strategic plan of business conduct including with annual budget to the Board of Directors in accordance with policy to comply with objectives and articles of the Company.
- 2) Manage and conduct business to achieve the objectives and target goals.
- 3) Follow up and monitor to business conduct and report business performance and financial status both parent company and subsidiary continually to the Board of Directors for regular acknowledgement continually.
- 4) Find and evaluate investment opportunity in new business.
- 5) Propose portfolio investment of the Company to the Board of Directors for the highest benefits of shareholders and the Company by maintaining liquidity of the Company continually.
- 6) Set and oversee criteria of investment plan in other businesses upon the scope of assignment from the Board of Directors.
- 7) Supervise, monitor, and manage investment for each business of the Company in order to gain highest return including to set procedure to consider significantly in each business sector according to each director's responsibility.



- 8) Proceed and execute all transactions of every type of bank account with all commercial banks and/ or financial institutions. All normal transactions with those commercial banks and/ or financial institutions must have a credit limit not exceeding to 200 million baht.
- 9) Any procurement or preparation of asset list and approval of disposal properties in each time or each matter can be able to proceed within credit limit not exceeding to 100 million baht upon the total approval limit of each year.
- 10) Rental or leasing of properties for each area can proceed within rental limit not exceeding to 50 million baht per building or room.
- 11) Donation for charity can proceed with limit not exceeding to 10 million baht per time upon the total of approval and budget limit each year.
- 12) Open and close any branch of the Company.
- 13) Review internal control and risk management system in order to support business effectively and efficiently including to achieve the target goal of the Company.
- 14) Executive Committee may assign the authority or delegate any matters to managements or any person according to their appropriate consideration. The approval to any transaction of Executive Committee or/ and to delegate anyone must not be the approval of related-party transaction or conflicts of interest's transaction or transaction of Executive Committee' conflicts of interest in specification of the Company's Articles or Notification of the Capital Market Supervisory Board. The approval of any transaction must comply with the policy and procedure in regulation with Board of Directors and Compliance Department.
- 15) Perform other duties as assigned by the Board of Directors. Such assignment to the Executive Committee must be under the procedure and articles of the Company to comply with related laws.

#### Nomination and Remuneration Committee: NRC

##### Element of Nomination and Remuneration Committee (NRC)

Name List of Nomination and Remuneration Committee and attendance in Meeting for the year ended December 31, 2020 are as follows:

Name – Surname	Position	Time attended
1. Gen.Somchai Youngpituck	Chairman of the Board of Nomination of Remuneration	2/2
2. Mr.Saowapak Sakulromevilas	Committee of Nomination of Remuneration	2/2
3. Mrs.Supin Siripoke	Committee of Nomination of Remuneration	2/2
4. Mr. Chamlong Mung-ngarm	Secretary	1/1

### Committee Member has resigned

Name – Surname	Position	Time attended
1. Mr.Archai Ractham, Ph.D	Chairman of the Board of Nomination of Remuneration	1/1
2. Mr.Kan Kungpisadan	Committee of Nomination of Remuneration	1/1
3. Mr.Thanaphon Dechawitthayathon	Committee of Nomination of Remuneration	1/1
4. Mr.Kitti kanokudomsap	Secretary	1/1

### Element of Nomination and Remuneration Committee

### Element of Nomination and Remuneration Committee

Nomination and Remuneration Committee were appointed by the Board of Directors. And comprise of managements and directors not less than 3 persons. Being as the committee member, it must be at least one member that must be independent director.

### Objective

Nomination and Remuneration Committee (NRC) was established for the first time by the Board of Directors' Meeting No.11/2015 dated on September 29, 2015 to support the good corporate governance of the Company. The Committee is responsible for setting the Company's policy and criteria in the selection and directors and determination of remuneration of the Board of directors and Board Committees, including to recruit, select, and propose the right person to be designated as a director as well as to set the remuneration for the director. Furthermore, it shall be included with the operation of other tasks as assigned and to be proposed to the Board of Directors and/ or Shareholders' Meeting on case-by-case basis.

### Tenure in Position

- 1) The NRC has a tenure of 2 years per time.
- 2) The NRC may be re-appointed which the Board of Directors views as appropriate.
- 3) Apart from vacating as stated in item 1. The NRC shall be vacated from the designation as following conditions:
  - Resign
  - The Board of Director resolves to dismiss from the designation.
- 4) The Board of Directors has an authority to appoint the additional NRC members to be benefits for the operation in accordance with objectives or to substitute according to item 1 or 3 by the person who is appointed as the NRC member to be substituted according to item 3, which shall obtain the remaining office terms of the NRC member who is replaced.

### Scope of Roles, Duties and Responsibilities

The NRC performs the duties according to the assignment from Board of Directors. The roles, duties and responsibilities of the NRC are as follows;

- 1) Determinate the criteria and policy in selection of directors and Board Committees by considering suitability of number, structure, and composition of committee members as well as to determine the qualification of member in order to propose to the Board of Directors and/ or propose to seek the approval for Shareholders' Meeting on case-by-case basis.
- 2) Consider, select, choose and propose the right person to be designated as a director of the Company to be replaced the director who is ended the term and/ or the vacancy of directorship and/ or to be appointed for new director.
- 3) Execute other matters regarding to the selection as assigned by the Board of Directors.

- 4) Evaluate the performance of top management of the Company to propose to the Board of Directors' Meeting for acknowledgement, consideration and approval.
- 5) Prepare the guidelines and policies in determination of the remuneration of Board of Directors and Board Committees to propose to the Board of Directors and/ or propose to seek the approval for Shareholders' Meeting on case-by-case basis.
- 6) Each individual, the Company shall specify the remuneration of Board of Directors by considering on appropriation with duties, responsibilities, performance, and comparison with others companies in the similar business, as well as the benefits expected in return from each director in order to propose to the Board of Directors for consideration and propose to the Shareholders' Meeting for approval.
- 7) Responsible for the Board of Directors and has responsible to explain and answer the questions with the remuneration of the directors in the shareholders meeting.
- 8) Report the policies, principles/ reasons of remuneration of directors and managements in accordance with the Stock Exchange of Thailand by disclosing to the Company's Annual Information Disclosure Form (56-1) and Annual Report.
- 9) Execute other matters regarding to remuneration as assigned by the Board of Directors that managements and other departments shall report or propose information and related document to the NRC to support performing of the NRC to achieve duties assigned.

## Report

The NRC must report to the Board of Directors.

## Meeting

- 1) The NRC holds or calls a meeting according to consideration and appropriation at least 1 year and has an authority to call additional meeting if necessary. The quorum must comprise of not less than one-half of the total existing NRC members.
- 2) All NRC members should attend every meeting unless they have any necessary matter for apology. In this case, they shall notify their absence to the chairman of the NRC in advance.
- 3) The Chairman of the NRC must be the Chairman of the Meeting. In case that the Chairman of the NRC is absent or not be able to perform the duties, therefore other members who attend the meeting shall select one member to be a substitute chairman of the Meeting.
- 4) The resolution of the NRC can be voted by majority. Nevertheless, any NRC members who have any conflicts of interest in such consideration, they shall not vote or provide any comments in such matters.
- 5) The meeting invitation must be issued to the NRC in advance prior to the meeting date except for the necessary case or emergency case that it shall be notified to call a meeting in other methods or be scheduled for the meeting date earlier, which the secretary of the NRC shall record the minutes of the Meeting.
- 6) The NRC members can invite the related person to attend the meeting in order to provide relevant information to the NRC for acknowledgement.

## Company Secretary :

Mr. Chamlong Mung-ngarm Appointed on May 14, 2020. Which such person is a qualified person Knowledgeable Have useful experience in performing their duties They have passed training and seminars in necessary and relevant courses to perform the duties of company secretary very well. Able to support the operations of the company Board of Directors And management team According to the law And good corporate governance principles.

### Scope of Roles, Duties, and Responsibilities

- 1) Organize and facilitate the Board of Directors and Board Committees
- 2) Organize the Annual General Meeting for Shareholders and record the related minutes.
- 3) File all documents and related records.
- 4) Monitor and ensure that the Board of Directors is in compliance with all related laws and regulations.
- 5) Handle corporate governance issues and provide advice those matters to the Board of Directors.
- 6) Assist shareholders, directors, and managements with any Board-related matters.
- 7) Follow up and execute on all resolutions of the Board of Directors' Meeting and Shareholders' Meeting.
- 8) Perform any other actions specified in the Securities and Exchange Act or related laws and regulations including to notifications from the Capital Market Supervisory Board.

### Management Team

Name List of Management team for the year ended December 31, 2020 are as follows:

No.	Name – Surname	Position
1	Mr.Angoon Phimpkorn	Managing Director
2	Mrs.Supin Siripoke	Executive Vice President
3	Mr.Kitti Kanokudomsap	Assistant Managing Director, in charge of Accounting & Finance Department
4	Mr.Perapong Wainipitaporn	Assistant Managing Director
5	Ms.Sarudasoravee Kuntoa	Accounting Manager
6	Ms.Sairawee Vainipitpong	Human Resource Manager

### Managing Director

The Managing Director is appointed by the Board of Directors. Which was selected by the Nomination and Remuneration Committee. At present, Mr. Angoon Phimpkorn is the Managing Director.

### Scope of Role, Duties, and Responsibilities of Managing Director/ or the Chief Executive Officer

- 1) Be responsible, oversee, manage, and operate and/ or monitor daily work of the Company including to governance overall operation to comply with policy, business strategy, goal, working plan, financial plan, and budget of the Company as approved by the Board of Directors and/ or resolution of the Shareholders' Meeting.
- 2) Prepare business plan and determine the scope of management including to budget preparation, annual expenses report in order to propose to the Board of Directors for approval as well as to report all progress of business plan and budget by the Board of Directors through the Board of Directors.
- 3) Identify organization structure, management methods including to selection, training, recruitment, termination for employees and fix wage, salary, remuneration, bonus, and other welfares for the employees.
- 4) Follow up and report condition and financial status of the Company and provide recommendation and strategy in accordance with policy and market condition.
- 5) Oversee and monitor other operational areas i.e. finance, risk management, internal control, operational task, and supportive task, and human resource.

- 6) Be representatives on behalf of the Company and to delegate any person to contact with official organization and other authority offices.
- 7) Contact with public, shareholders, clients, and staffs to increase reputation and good image of the Company.
- 8) Maintain good corporate of governance.
- 9) Have authority to issue, add, amend any regulation, order, and obligation in relation to operation of the Company i.e. confirmation, appointment, demotion, and punishment for staffs and employees; and to fix salary and other payments including contribution and other welfares.
- 10) Negotiate and approve to engage any agreement and/ or procedure regarding to operation and/ or management of daily works of the Company upon the approved credit limit by Board of Directors according to Line of Authority Limit.
- 11) Approve the size of investment, lending, business operation or procurement with the transaction size not exceeding 5 million baht.
- 12) Be entitled to any duties and responsibilities according to assignment or policy stated by the Board of Directors and have authority to delegate and/ or assign other persons to proceed on behalf of the Managing Director or Chief Executive Officer in specific tasks upon the scope of proxy letter stated and/ or to comply with rules, regulation or order as specified by the Board of Directors. The assignment and proxy of the Managing Director or Chief Executive Officer must not be the type of proxy or delegation that effect to themselves or the proxy from them to be able to approve transaction that they or the proxy may have a conflict (according to the notification of Securities and Exchange Commission or the notification of Capital Market Supervisory Board), conflicts of interest or gain any other benefits or have other conflicts of interest with the Company or subsidiary unless it is the type of approval to comply with policy and procedure as approved by the Shareholders' Meeting or Board of Directors' Meeting.

## Remunerations for Directors and Management

### Directors Remunerations

The Company has policy to set director remuneration as comparable to the market. As well as compliance with the responsibilities and performance of each director. To attract and retain quality directors with the Company.

The remuneration is approved by the shareholders at the Annual General Meeting. The directors who have served more as an Audit Committee and/or other committees will receive additional compensation according to their duties. But The 2020 Annual General Meeting of Shareholders disapproved the directors' remuneration.

	Monthly compensation	Attendance fee
<b>Board of Director</b>		
Chairman	-	-
Director	-	-
<b>Audit Committee</b>		
Chairman	-	-
Director	-	-
<b>Other committees</b>		
Chairman	-	-
Director	-	-

For the year ended December 31, 29 the Company paid remuneration to Directors and other Committee's total of 1,253,000 Baht Composing of Meeting allowance 463,000 Baht (Before the resolution of the shareholders 'meeting, there will be a resolution not to approve the directors' remuneration) and welfare total 790,000 Baht. Details by person are as follows:

Name - surname	Position	Remuneration (Baht)
1. General Kasemsak Plooksawat	Chairman of the Board of Director/ Chairman of the Audit Committee/ Independent Director	265,000.00
2. Arichai Ractham, Ph.D	Chairman of the Audit Committee/ Independent Director	85,000.00
3. Mr. Saovapak Sakulromvilas	Vice Chairman of the Board of Director No.1/ Authorized Director	211,000.00
4. Mrs.Supin Siripoke	Vice Chairman of the Board of Director No.2/ Authorized Director	78,000.00
5. Mr.Thanaphon Dechawitthayathon	Authorized Director	214,000.00
6. Mr. Angoon Phimpkorn	Authorized Director / Managing Director	66,000.00
7. Mr. Kampol Tatiyakavee	Audit Committee/ Independent Director	223,000.00
6. Mr.Thanakit Achartiyasombat	Executive Committee Director/Director	-

#### Director Member has resigned.

ชื่อ-สกุล	ตำแหน่ง	ค่าตอบแทน (บาท)
1. Mr.Kan Kungpisadan	Executive Committee Director/Director	39,000.00
2. Mr.Niran Chinarakbumroong	Committee Director / Authorized Director	36,000.00
3. Mr.Sarin Ruangsorn	Director	12,000.00
4 Mr.Pasu Sukhumvart	Audit Committee/ Independent Director	24,000.00

#### Management Remunerations

The Board has delegated to the Nomination and Remuneration Committee serves to review and approve the remuneration of executives annually to maintain in a level that can compete to attract and retain key executives. And in line with the performance of the Company both in the short and long term. With the following elements:

	Format	Purpose
<b>Fixed Remuneration</b>	Salary and other benefits e.g. Provident Fund	To attract and retain talent executive.
<b>Short-term Incentive Remuneration</b>	Annual Bonus	To motivate and reward the success of our operations have targeted each year. Both financial and non-financial

#### Executive Directors Remunerations

Remuneration of Executive Directors for the year 2020 Company and Subsidiary Paying remuneration for 5 executive director, namely Mr.Thitisak Skulkroo, Mr.Thanapol Dejavitayathorn, Mr.Kan Kangpisadan, Mr. Wichian Euaasanguankul, Mr. Niran Chinarakbumroong and Mr.Thanakit Achartiyasombat, totaling 3.30 million. Baht consisting of salary, provident fund.

## Executive Management Team Remunerations

Executive compensation as defined by the SEC for the year 2020 Company and Subsidiary Paying remuneration for 6 executives: Mr. Ankoon Phimpkorn, Mrs. Supin Siripoke, Mr. Kitti kanokudomsap, Mr. Peerapong Wainipitapong, Ms. S Sarudasoravee Kuntoa, and Ms. Sairavee Wainipitapong total amount of 9.72 million baht, consisting of salary, provident fund.



## Corporate Governance Report

### Policy on Corporate Governance

The Board of Directors recognizes the importance of good corporate governance. In order to increase clarity, ability of corporate competition, shareholders, investors and all parties' confidence, the Company has established policies of corporate governance, which are included main principles as follows.

- 1) Rights and equitable treatments shareholders and various groups of stakeholders.
- 2) The Board of Directors is determined to increase significant value-added to the company in long term. The board will manage the Company with sufficient efficiency in order to increase maximum benefit to the shareholders. The board is responsible to prevent conflict of interest and take full responsibility in all actions and its decisions made.
- 3) Manage the business with clarity and is always ready to go through audit check. The Board of Directors must have information disclosure and transparency.
- 4) Manage the business with risk management in mind as well as controlling system.

### Shareholders: Rights and Equitable Treatment

In year 2020, the Company arranged an Annual General Shareholders Meeting for 2020 on April 28, 2020 at Maple Hotel Bangkok. The Company sent out a meeting notice as well as the agenda attached for the meeting for each meeting, the shareholders must acknowledge the meeting 14 and 7 working days prior to each meeting. There is an attachment of the Board of Director's opinion as well as the meeting's minutes. The Company has prepared a Power of Attorney letter as per the Department of Business Development and the Ministry of Commerce for the shareholders who would like to assign replacements to attend the meeting in their regards in case the shareholders are unable to attend the meeting.

At the meeting, Chairman of the Board, committees, managing director, administrators and auditors are in attendance. To provide information and answer questions on agenda. Before start of the meeting, the moderator of the Company inform shareholders about their right according to the Articles of Association, how to conduct meetings, how to use the right to vote and comment including question at the meeting. The Chairman of the Meeting has allocated adequate time and equally encourage shareholders to express their opinions and ask questions at the meeting. And not added agenda without notifying shareholders in advance.

The Company is required to prepare a complete and accurate minutes of the meeting within 14 days to allow shareholders who attend the meeting and did not attend the meeting can review it.

### Right of Various Groups of Stakeholders

In its pursuit for sustainable growth and financial returns for its shareholders, the company strives to become a role model corporate citizen. It respects the rights of all its stakeholders and conducts its operations fairly and strictly in compliance with all laws, rules and regulations.

### Leadership and Vision

The Board of Directors oversees the business affairs of the Company by reviewing and approving the Company's strategic plans, key operation initiatives, major investments, funding decisions and financial performance. These functions are carried directly and indirectly through management and Board of Directors as well as by means of a system of delegation of authority to senior management. The Board of Directors has set up an internal control policy including the area of finance, operation, compliance and risk management control are effectively and efficiently incorporated in the Company's operations. The Internal Audit Department shall monitor, review and check that such policies will be applied to and reported its audit report and recommendations directly to the Board of Audit Committees and later such matters will be proposed to the Board of Directors' meeting for discussion.

## Conflict of Interests

The Boards of Directors prevents conflict of interests by establishing policies that object the management and people concerned to take the Company's information to be used for their personal interests as follows.

### 1) List of possible conflict of interests

The board acknowledges the possible conflict of interests and all related possibilities and has considered appropriate way to prevent it by following the rules and regulations of the Securities and Exchange Commission, with conditions and prices similar to outsiders' transactions and has exhibited the information and the value of the contract in the Annual Report and the Form 56-1

### 2) Supervision of the use of internal information

- The management has to report any change of stock ownership to the Office of the Securities and Exchange Commission as per to clause 59 of SEC Act B.E 2535.
- The management and people concerned who receive insider information are forbidden to expose information to outsiders prior to the public release of the financial statement.

## Business Ethics

The company maintains the company's rules according the management and employee's corporate code of conduct so that all people involved maintain this code as direction in performing their duties with loyalty, honestly, fairness, to the company and to the stakeholders, community and the society. All people concerned acknowledge and agree to follow this code. The company keeps regularly communication with the employees and follows up their actions towards this direction, including establishing disciplinary actions.

## Balance of Power for Non-Executive Directors

The Board of Director of the Company has 8 persons, including with 2-Non-Executive Director, 3-Executive Director and 3-Independent Director (equal to 1 in 3 of all members of the Board). The Company has an effective power balance. Names of authorized directors to sign on behalf of the Company are Authorized Director with Signatory to the Company are Authorized Director with Signatory to the Company are "The directors are as follows: Mr.Supin Siripoke Mr. Saovapak Sakulromvilas Mr. Thanaphon Dechawitthayathon Mr.Angoon Phimphkorn two persons from four person on signing and also with the Company's seal"

## Board of Directors' Meeting

The Board of Directors' meeting is held at least 4 times annually and additional meetings are called as and when necessary. Notices for meetings are sent well in advance along with the agenda and necessary information to give directors ample time to prepare themselves for productive discussions. A typical meeting lasts one to two hours. Minutes of all meetings are meticulously documented and are given to all directors for their approval. All minutes are systematically filed by the company secretary and can be easily retrieved whenever required.

## Sub committees

The Board of Directors sets top priority to good governance to meet the international standard and compliance with the policy of the Stock Exchange of Thailand by establishing Audit Committees, which is an important component of good corporate governance policy comprising of 3 independent directors who meet the qualifications of the Stock Exchange of Thailand. The duty of the Audit Committees to perform according to the Audit Committees regulations and to the direction of the Board of Directors, including audited financial statement for their accuracy and transparency.

## Control System and Internal Audit

- The Company has setup an audit to monitor the Company's operation to comply with the laws and related regulation.
- The Management holds regular and frequent meetings to review the Company's business performance and other problems, which arise and need corrective action.

## Report by the Board of Directors

The Board of Directors is aware of their duties and responsibilities. To oversee and manage the Company's financial reports to be accurate, complete, transparent. The consolidated financial statements of the Company and its subsidiaries and the financial information appearing in the annual report are prepared in accordance with generally accepted accounting standards. Adopt the proper accounting policies and always treat them consistently, and carefully discretion and use the best estimate of the preparation. And also disclose materiality information sufficient in the notes to the financial statements to benefit shareholders and investors to get information shown financial status and the operating results completely, accurately and reasonable.

In this regard, the Board of Directors has appointed the Audit Committee, consists of independent and non-executive directors, to be a moderator about the quality of financial reporting. The opinion of the Audit Committee on this issue appears in the report of the Audit Committee as shown in the Annual Report. The Audit Committee has an opinion that the overall internal control system of the Company is satisfactory and can reasonably be confident in the reliability of the Company and subsidiaries' financial statements as of December 31, 2019.

## Relations with Investors

The Board of Directors recognizes that the Company's information, financial or non-financial, both have effect to the Company's investors and stakeholders' decision-making. The Board of Directors should ensure that the Company discloses important information correctly, timely and transparently, which the management has always considered important.

On the subject of relations with the investors, the Company has not yet provided a special investor relations unit, as the activities in this department are still not sufficient to create a new division. However, the Company has appointed the financial controller to act as the coordinator in communicating relevant information to individual investor, shareholders, stock analysts and state agencies. For more information, please click [www.acc-plc.com](http://www.acc-plc.com).

## Social Responsibility

Throughout its business operation, the Company has put priority to good governance coupled with adherence to ethical principles consistently. This results in the principles and policies within the organization are clearly consistent with the responsibility of society and community in terms of organization's internal management process, knowledge creation, and personnel development. The organization believes that it can only grow sustainably under a peaceful society and still aims to increase the social responsibility dimension continuously.

### Operation with Fairness

To ensure transparency in business operation, the Company has designated the groundwork for a policy to treat all partners equally and fairly. In other words, any benefit return must be in regard to equality and fairness to its partners and all related parties; maintaining the reliability and punctuality are keys to business operation; and shall there be any benefit occurs in dishonesty, the Company is willing to disclose to partners in order for both parties to participate in the decision making to achieve a justice and quick solution to the problem. Moreover, the Company also has policies to treat its competitors under the good rules of competition by not breaching confidentiality or revealing trade secrets of its partners by deceptive means, not seeking confidential information of competitors in a dishonest or inappropriate way, and not damaging the reputation of competitors by the accusation.

### Actions on Anti-Corruption

Nowadays, corruption issue still deteriorates greater and roots deeper in all sectors of Thai society resulting in the process of economic development and social disruptions and damage. Consequently, in order to solve such problem successfully, leaders in both public and private sectors agree to cooperate seriously and aim at continuously operating. This policy of cooperation was extended to the business sector as well. The role of the Company as a company listed on the Stock Exchange of Thailand is to act as an important role model and set a good example of the anti-corruption functions to the private sector. In addition, the Company is committed to conducting business with integrity by adhering to good corporate governance with a transparent, verifiable and non-corruption in all forms to achieve concrete anti-corruption solution.

### Respect for Human Rights

The Company's has adopted the main principle and promotion of respect for human rights and takes this as the main idea to drive the organization. The Company focuses on the family model where there is a unity and a common goal. Therefore, it gives precedence to employees of all levels equally - no feudal class discrimination. Moreover, the Company will not take the differences in race, nationality, domicile, color, sex, and religion to measure human values because it believes in all men's equal honor and dignity, rights and freedom. In addition to such differences mentioned above, the Company is also confident in the potential of people with disabilities who have the potential to work. In the future, the Company will allow such individuals to work as a part of the organization by allocating them to perform duties and responsibilities to the extent that can be done. The Company expects to create a better quality of life for these individuals in the future.

### Treating Workers Fairly

The Company recognizes that employees are the valuable factors of success of achieving the Company's goal. Therefore, it is the Company's policy to treat them fairly in terms of compensation opportunity, appointment and transfer, and potential development based on the following principles.

- 1) Treat all employees with civility and respect the individuality and dignity of the person.
- 2) Provide a return that is fair to the employees.
- 3) Always maintain the working environment to ensure safety condition of life and property of the employees.

- 4) Appointment and transfer as well as rewarding and punishment of the employees must be done in good faith and on the basis of ability and suitability of the employees.
- 5) Give priority to developing the skills of employees by giving a thorough opportunity regularly.
- 6) Listen to comments and suggestions which are based on professional knowledge of employees.
- 7) Strictly comply with laws and regulations related to employees.
- 8) Avoid any action that is unfair which could affect in stability of the employees' career or threaten and pressure the employees' state of mind. Moreover, the Company has established a provident fund and promoted the 5S training activities to maintain the hygienic and sanitation of working environment.

### **Responsibility to Consumer**

All of the Company's products passed quality control according to relevant standards and are come with warranty according to strict terms and conditions made with the customers. Moreover, all of the products are eligible of after sale care throughout the lifetime of the products. The Company has consistently improved manufacturing processes to develop new production methods to produce quality products.

### **Environmental Care**

Caring for environment is considered by the Company the very important duty in order to preserve and maintain the ecology and environment of the communities in which the Company operates such as:

- 1) Controlling the environmental impact in compliance with industry standards, international standards, and strictly complying with all related laws and regulations
- 2) Encouraging employees to use available resources efficiently and to maximum benefit such as using recycled paper, using water efficiently, and waste sorting, etc.

## Internal Control and Risk Management

### Internal Control

The Company has developed an internal control system for many years with the objectives to improve the efficiency of the operations along with to defense and find faults and errors that may occur. Although the internal control system of the Company is satisfactory to a degree, the Internal Control Commission, Board of Directors, and Management still seeks to improve the system even further. The Company's internal control system is divided into three levels below.

- 1) Audit Committee. It consists of three directors namely Arichai Ractham, Ph.D., Mr. Kompol Tatiyaakavee, and Mr. Pasu Sukhumvart. All of them are independent directors from outside who represent the public. The responsibility covers overseeing the operations of the Company and its subsidiaries through the Company's internal audit department particularly the transactions between the Company and other related companies.
- 2) Control Department. The Company has established its Internal Control Department in the year 1999 to work with the Audit Committee and set up an audit and reporting system for a good control which consists of assessment of risk from both internal and external factors which may affect the Company in respects of growth, ability to make profit, and financial condition of the present and future of the Company. Assessment of risk from environment of the Company's internal audit includes various internal systems both in line of production and management. The management control point will include accounts receivables, trade payables, product storage, raw materials procurement, import and export, accounting, assets listing, cost analysis, production, and employees. Currently, the Company has used internal auditors from outside the Company to ensure the truly independent carrying out of the internal audit.
- 3) Management of the Company has a policy to allow the internal audit department conduct the internal control system audit of all department of the Company to find if there are some points that need to be improved efficiently and consistent with current practices. This will be presented in Internal Audit Report which will also include any recommendations submitted to senior executives and related agencies to meet for a conclusion and continuous improvement. In the period of year 2019, the Audit Committee has met to consider and present to the Company's Board of Directors on the matters below:
  - The financial statement reviews. The review of quarterly and annual financial statements in 2019 and its consolidated financial statements.
  - Supervision and development of internal control system by planning the audit plan to include appropriate reviews for the Internal Audit Department and related Management in order to improve the internal control system to be more effective.
  - A review of the risk management system and other factors that may have a significant impact on the operation of the Company such as the laws relating to the practice of good corporate governance to discuss and exchanges views on the results of monitoring of quality assessment in various fields and the adequacy of the internal control system.
  - The appointment of Auditor for the year 2020 by providing feedback and names of auditors as well as reviewing their qualifications to be in compliance with the announcement of the Securities and Exchange Commission and the Stock Exchange of Thailand then proposing to the Board of Directors for presentation at the meeting of shareholders to consider appointment of the Auditor later.

### Risk Management

The Company recognizes the importance of risk management. The current risk management obligations have been transferred to the Audit Committee in accordance with the resolution of the Board of Directors Meeting No. 4/2020 on May 14, 2020 in order to reduce redundancy. And increase the speed of management.

## Related Party Transaction

For the year ended 31 December 2020 and 31 December 2019, the company's connected transactions And subsidiaries With related persons With details as follows:

### Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
C.E.I. (Chiangmai) Co., Ltd. (CEI CM)	200,000	200,000	Investment in subsidiary	Subsidiary company, hold share 99.99%	Loan to subsidiary to buy land & property & business of Cultural Center and Show (Khum KhanToke), interest rate 3.50% and revise to 0.75% since May 1, 2015, Reasonable and revise to 7.50% Since July 2019
	16,597	72,750	Allowance for impairment on investment		
	276,100	267,000	Short-term loan		
	18,707	1,705	Accrued Interest receivable		
	20,409	11,215	Interest Income		
	-	708	Income Service		
	16,597	-	Impairment on investment		
Acc Infar Co., Ltd. (ACC I)	330,000	330,000	Investment in subsidiary	Subsidiary company, hold share 99.99%	Investment in other business. On June 13, 2016 acquired 100% of share of Saraburi Co., Ltd..
	166,646	81,870	Impairment on investment		
	11,898	-	Short-term loan		
	-	5,803	Accrued interest receivable		
	591	-	Interest revenue		
	457	-	Accrued Dividend		
	81,526	-	Impairment on investment		

## Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
Saraburi Solar Co., Ltd. (SSL)	776	16,050	Other Account receivable	Invest. 99.99% Through ACC Infar	ACC charge Accounting service fee
	1,200	-	Rental Income		
	29	-	Interest Income		
	180	450	Accounting service fee		
ACC Green Energy Co., Ltd (ACC G)	3,250	3,250	Investment in subsidiary	Subsidiary company, hold share 99.99%	For invest in other business. Not operating business yet
	3,250	3,250	Impairment on investment		
	5,546	5,546	Accrued interest receivable		Loan for Purchase land at Phuket Interest 0% revise to interest 7.50% since July 2019
	144,600	146,700	Short-term loan		
	94,170	85,197	Allowance for doubtful		
ACC Capital Co., Ltd. (ACC C)	100,000	100,000	Investment in subsidiary	Subsidiary company, hold share 99.99%	For invest in Financing business.
	96,300	85,000	Short-term loan		Loan for Purchase land at Phuket Interest 0% revise to interest 7.50% since July 2019
	7,038	453	Accrued interest Expense		
	6,584	799	Interest Expense		
ACC Landmark Co., Ltd. (ACC L)	37,500	37,500	Investment in subsidiary	Subsidiary company, hold share 75.00%	Operate real estate development
	3,000	9,750	Short-term loan		Interest rate 7.50% for use as working capital , Accounting Fee
	382	91	Accrued interest receivable		
	382	778	Interest Income		



## Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
Bangpakong Solar Power Co., Ltd. (BPS)	24,990	24,990	Investment in subsidiary	Subsidiary company, hold share 51.00%	To expand investment in solar roof top business at par which reasonable
	20	74	Other Account receivable		ACC charge Accounting service fee
	276	252	Accounting service fee		
	750	3,499	Dividened Income		
Wyncoast Industrial Park Public Company Limited (WIN)	6,576	9,894	Revenue for Electric	Invest. 49% In BPS, Invest 51% in W.solar, Invest.105 Solar 56%	Revenue for Electric
	691	670	Rental Area		Rental Roof.
	516	58	Other Account Payable		
	4,582	577	Other Account receivable		
	90	420	Dividened Income		BSP Pay Dividened
W.Solar Co., Ltd. (W.Solar)	322	10,700	Other Account Payable	Associated Company, hold share 49.00%	Expand to renewable energy, this is the first project, at par which reasonable
	(260)	1,189	Share of Profit from Investment in associated		
	241	-	Other Service		
	348	1,144	Dividened Income		
	42,376	42,636	Investment in associated company Equity Method		

## Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
105 Solar Power Co., Ltd. (105 Solar)	(30)	4,582	Share of profit from Investment in associated company	Associated Company, hold share 44.36%	Expand to renewable energy, at par which reasonable
	18,131	18,161	Investment in associated company Equity Method		
	36	-	Interest Income		
	1,571	421	Dividened Income		Interest rate 5.80% Market Rate
	1,350	-	Short-term loan		
	2	-	Accrued interest receivable		
	36	-	Interest Income		
Prime Mansion Co., Ltd. (Priame)	1,000	3,250	Short-term loan	The director of the Company is the immediate family of the shareholder and the management of Prime Mansion Co, Ltd.	For use as working capital interest rate at 7.50%
	126	290	Interest Expense		A partnership who has experience in real estate development invest in ACCL at par which reasonable
	180	-	Other Account payable		
Amplus International Co., Ltd. (Amplus)	160	160	Other Account payable	Shareholder and/or director of the reated parties is the ex-immediate family of the Company's director resigned since May 24, 2019	CEI Rental anf Servicer Expenser
	-	356	Rental Expense		

## Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
Khumpraye Resort and spa Co., Ltd.. (Khumpraya)	67	618	Revenue Form Sales	Shareholder and/or director of the related parties is the ex-immediate family of the Company's director resigned since May 24, 2019.	Send customers to use the services between the subsidiaries (CEI).
	72	93	Cost of Service		
	38	38	Other Account receivable		
	11	-	เจ้าหน้าที่การค้า		
Premium Energy Corporation Co., Ltd. (PEC)	3,560	-	Share of profit from Investment in associated company	Associated Company, hold share 25.71%	ACC charge Accounting service fee
	39,804	-	Investment in associated company Equity Method		
	210	-	Other Service		
UAIC Co. Ltd. (UAUC)	-	401	Rental and Service Expense	Car Rental and Service expenses, at par which reasonably related parties.	The Executive Director of the Company and director of subsidiary is director of the
	168	-	Cost of Service		
	1,334	-	RIGHT-OF-USE Vehicle		
	63	-	Interest paid on lease liabilities		
	393	-	Depreciation of Right – of – use		
	168	-	Cost of Service		

## Related Party Transaction

Company/Related Person	Transaction Value Unit : Thousand Baht		Description	Nature Of Relationship	Necessary and Appropriation of Transaction
	Dec 31, 2020	Dec 31, 2019			
M.J Accounting and Service Co., Ltd. (MJ)	-	80	Service Expense	Director of the Related parties is the immediate family of the Company's director.	Director of the Related parties is the immediate family of the Company's director.
กรรมการ	365	361	Other Account payable	Before the acquisition	For Business
	0	51	Advances	Directors ACC	For Business
Procap Investments Co.,Ltd.	248	496	Other Account Receivable	Shareholder in BSP	BPS pays excess dividends Waiting to deduct dividend in the next period
Share Of BSP	15	30	Other Account receivable	Shareholder In BSP	BPS pays excess dividends Waiting to deduct dividend in the next period

Opinion of the Audit Committee on the above connected transactions, the Audit Committee meeting considered that it was reasonable. The Audit Committee Meeting No. 1/2021 on March 1, 2021 resolved to approve the Related transaction.

## Necessity and reasonableness of the transaction

All related transaction that occurred, the Company considered approving the entering into the transaction in accordance with the procedures that the Company has been made in all respects. Therefore, it is reasonable and normal business transaction .

## Measures and procedures for approving related transactions

The company has set a policy and the procedures of approving and executing the connected transaction. And items that may have conflict of interest as follows:

- In the event that the company enters into any contract agreement or has related transactions with subsidiaries, associated companies, related companies and / or third parties. The company will consider the necessity and appropriateness of the contract. Mainly by taking into account the interests of the company in overall. And the process of pricing between each other based on the same conditions as general customers according to the fair market price. In which the price and conditions will be used the same as for transactions with third parties. And if there is no such price, the company will consider comparing prices of products or services with third parties under the same or similar

conditions. Or it may take advantage of the independent appraisal report employed by the company to compare prices for important related transactions to ensure that such prices are reasonable and in the best interest of the Company.

- The transaction that is considered to be a connected transaction. According to the rules of the SET, must comply with regulations of the SET and the Securities and Exchange Commission (SEC) accurately and completely. In addition, it has passed the audit of the Audit Committee in the event that it needs to be considered by the Board.
- Providing financial assistance to subsidiaries, associates such as working capital in the form of loans, loan guarantee with caution for the best interest of the group by charging compensation for one another such as the interest or a guarantee fee at the market price as of the transaction date.
- In case of the approval of the connected transaction with a commercial agreement in the same manner as the ordinary person should act with the general counterpart in the same situation with a commercial bargaining power without an influence on his or her status as a director, management or related persons by the management or the executive committee as authorized by the board of directors. In this matter, the management is required to summarize all connected transactions to the Audit Committee and the Board of Directors on a quarterly basis to ensure that the transactions are reasonable in the best interest of the Company and follow the right steps.
- In case of the connected transaction has a certain value that requires shareholder approval. Majority of shareholders with interests can attend the meeting to constitute a quorum but has no right to vote which the base for calculating votes to approve the connected transaction does not count the stakeholders' equity. Therefore, there is no problem with the quorum and votes.
- Any director or executive who has an interest in any agenda has no right to vote and is not allowed to attend the meeting or approve the transaction on that matter.

### Policy or Trends of related transaction in the future

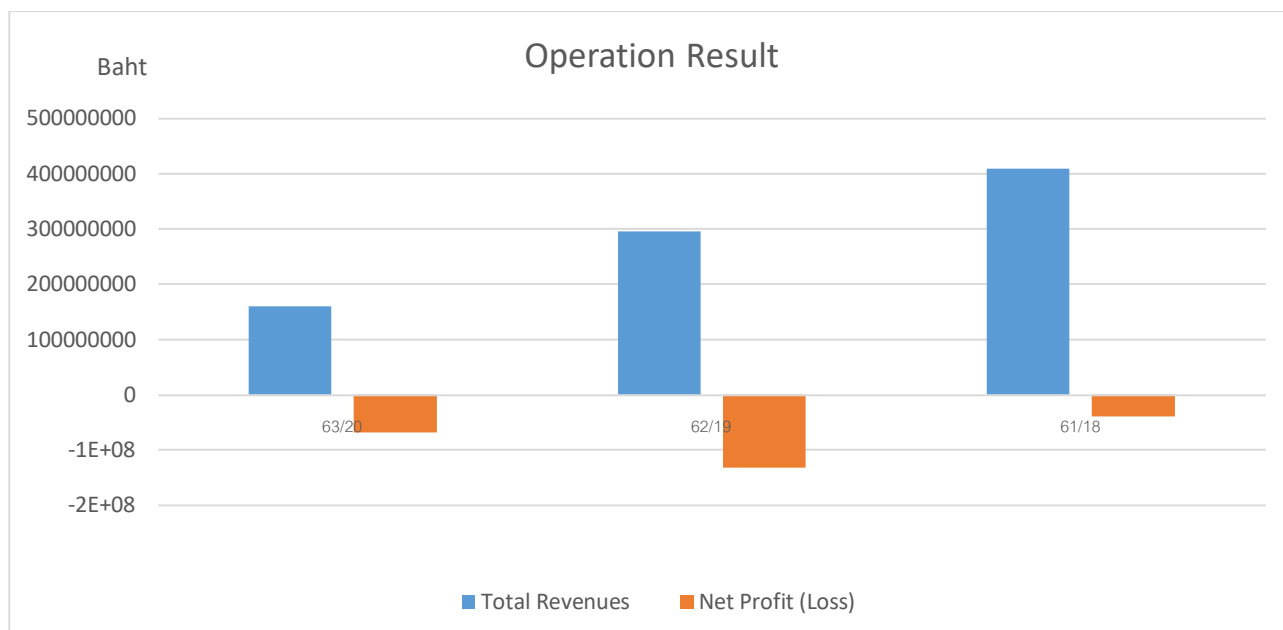
Connected Transactions of the Company that happened and may happen in the future. It will be a normal business transaction without transfer the benefits between the Company and its subsidiaries and any person who may have a conflict of interest. Or an independent expert will consider and review the fairness of the price and the reasonableness of the transaction. Including the type, value and reason for the transaction are strictly disclosed to the shareholders in accordance with the regulations of the SEC and SET. In addition, the company will continuously develop a better understanding of its operators. So, there will be a meeting to clarify all relevant parties completely and accurately for the transparency and protection on the interests of shareholders.

## Financial Status and Operations Results

## Analysis and Management Report

## Operation Result

Decription	63/20	62/19	61/18
Total Revenues	159,384,709	295,192,396	408,945,940
Net Profit (Loss)	(68,064,425)	(131,846,998)	(38,978,620)



## Income Structure:

Unit: million baht

Description	Consolidated financial statements (Audit)					
	For The Year Ended December					
	2020	%	2019	%	2018	%
1. Revenue From Sales	11.68	7.47	13.80	4.59	28.73	6.99
2. Revenue From Property Development	6.00	3.84	15.05	5.00	11.85	2.88
3. Revenue From Banquet and Restaurant	19.10	12.21	96.95	32.21	88.52	21.54
4. Revenue From Renting Property	0.14	0.09	0.16	0.05	6.25	1.52
5. Revenue from Alternation Energy	98.55	63.02	101.46	33.71	96.30	23.44
6. Revenue From Financing	0.26	0.17	0.30	0.10	-	-
7. Construction contractor	17.39	11.12	0.00	0.00	-	-
8. Other Income	3.27	2.09	67.48	22.42	177.30	43.15
9. Share of loss from investments in associates	-	-	5.77	1.92	1.94	0.47
<b>Total Revenue</b>	<b>156.39</b>	<b>100.00</b>	<b>300.97</b>	<b>100.00</b>	<b>410.89</b>	<b>100.00</b>

In the fiscal year ended December 31, 2020 and December 31, 2019, the Company had sales and service income of 153.12 million baht and 227.72 million baht, respectively a decrease of 76.60 million baht or equivalent to a 32.76 percent, decreased from the same period of the year due to

- Sales revenue of 11.68 million baht, a decrease of 2.12 million baht or 15.36 percent due to the ceiling fans and lightings that the company have. Those are obsolete products and not market demand Therefore, the Board of Directors at the meeting No. 10/2020 on November 11, 2020 resolved to auction all ceiling fans and LED lightings at the price of not less than 4 million baht in December 2020, the auction management company, according to the resolution of the board of directors, the highest bidder at 5.10 million baht, according to Note 11 of the financial statements.

- Revenue from electricity sales were 98.55 million baht, a decrease of 2.91 million baht or 2.87 percent.
- Revenue from caterings and restaurants were 19.10 million baht, a decrease of 77.85 million baht or 80.30 percent due to the company announced the cessation of business and the impact of the coronavirus disease (COVID-19) epidemic, causes decreasing in tourists.

- Revenue from real estate rental was 0.14 million baht, a decrease of 0.015 million baht or 9.43 percent because the company has a room with tenants.

- Revenue from contractors was 17.39 million baht, an increase of 100%. Due to the year 2020 the Company was able to recognize revenue from the solar panel installation contractor business, which is a new business.

#### Cost Structure:

Unit : million baht

Description	Consolidated financial statements (Audit)					
	For The Year Ended December					
	2020	%	2019	%	2018	%
1. Cost of Sale	1.37	1.83	3.16	2.34	5.72	3.56
2. Cost of Property Development	4.23	5.65	11.91	8.83	11.81	7.35
3. Cost of service in Banquet and Restaurant	22.82	30.50	82.29	61.01	94.60	58.86
4. Rental cost	0.19	0.26	0.15	0.11	(3.63)	(2.26)
5. Cost of sale of renewable energy	29.94	40.01	37.07	27.48	52.21	32.49
6. Cost of Financing	0.26	0.35	0.30	0.22	0.00	0.00
7. Cost of Construction contractor	16.01	21.40	0.00	0.00	0.00	0.00
<b>Total Cost of sales and services</b>	<b>74.82</b>	<b>100.00</b>	<b>134.88</b>	<b>100.00</b>	<b>160.71</b>	<b>100.00</b>

In the fiscal year ended 31 December 2020 and 31 December 2019, the Company had cost of sales of 74.57 million baht and 134.58 million baht, respectively, a decrease of 60.00 million baht to a 44.59 percent reduction caused by

Cost of sales of ceiling fans was 1.36 million baht, decreased 1.35 million baht or 56.64 percent. Due to the reversal impairment of goods into the cost of sales account, resulting in lower cost of sales.

- Renewable energy costs was 29.94 million baht, decreased 7.13 million baht or 19.23 percent. Because the depreciation has decreased from cost reduction of solar panels and machines which is a result of asset impairment according to accounting standards.

- Cost from banqueting rooms and restaurants was 22.82 million baht, decreased 59.46 million baht or 72.27 percent due to the announcement of the cessation of business from the impact of the Coronavirus (COVID-19) epidemic, reducing in tourists.

- Cost of real estate rental was 0.20 million baht, an increase of 0.04 million baht or 27.10 percent due to the decrease of tenants.
- Cost of construction was 16.01 million baht, an increase of 100 percent from which the company can recognize revenue from the contractor to install solar panels around the signal towers.

## Gross Profit

In the fiscal year ended December 31, 2020 and December 31, 2019, the Company's gross profit amounted to 78.55 million baht and 93.14 million baht, respectively. And a gross margin of 51.30 percent and 40.90 percent, respectively. In fiscal year 2020, the company's gross profit increased by 10.40 percent compared to the same period last year.

## Selling and service expense

In the fiscal year ended December 31, 2020 and December 31, 2019, the Company incurred selling and servicing expenses of 7.59 million baht and 15.95 million baht, respectively with sales expenses decreased by 8.36 million baht or 52.41 percent from the same period of the previous year. This was due to a decrease in sales revenue as well as revenue from sales of ceiling fans and income from restaurant service due to the coronavirus (COVID-19) epidemic situation.

## Administrative Expenses

The company has administrative expenses from the fiscal year ended December 31, 2020 and December 31, 2019 equal to 112.28 million baht and 243.30 million baht, respectively. In the fiscal year 2020, administrative expenses decreased in the amount of 131.02 million baht or 53.85 percent compared to the year 2019. mainly due to the same period of the previous year. The Company made an allowance for reduced value of land held for development (vacant land at Koh Siray, Phuket Province) in the amount of 91.33 million baht from the difference from the appraisal price compared to the acquired value.

## Other Income

The company has other income for the fiscal year ended December 31, 2020 and December 31, 2019, in the amount of 3.27 million baht and 67.48 million baht, respectively. Due to the same period of last year, the company had income from forfeiting the deposit for the land of Koh Siray in the amount of 37.00 million baht and the reversal of allowance for doubtful accounts in the amount of 14.00 million baht investment to pay in advance. Profit from sales of condominiums, The Country Complex and other assets totaling 9.65 million baht, reversal of allowance for devaluation of inventories amounting to 2.72 million baht.

## Financial Cost

In the fiscal year ended December 31, 2020 and December 31, 2019, the Company had financial costs of 19.61 million baht and 27.32 million baht, respectively, a decrease of 7.72 million baht, or 28.24 percent reduction. The reason is because of the company has redeemed debentures in the amount of 100 million baht, causing the debt and interest expenses to decrease. At present, the company has issued all debentures and has redeemed all debentures. By issuing limited debentures up to 10 (PP10) and issuing Bills of exchange in a limit of not more than 10 cases, totaling 169.00 million baht, aged of 9 months, maturity in June 2021 at interest rate of 6.40 percent.



## Net Profit

For the fiscal year ended December 31, 2020 and December 31, 2019, the company had a net loss of 68.06 million baht and 131.85 million baht, respectively. In 2019, the company had decreased in net loss of 63.78 million baht from the reasons mentioned above.

## ❖ Liquidity and Financial Ratios

### Liquidity Analysis

Unit : million Baht

Cash Flow Statement	2020 ended Dec 31, 2020	2019 ended Dec 31, 2019
Profit (loss) from operating activities before changes in assets and liabilities	64.19	179.62
Net cash received (paid) in assets and liabilities from operating activities	5.48	59.43
Net cash received (used) in operating activities	(2.40)	57.80
Net cash received (used) in investing activities	(33.02)	195.13
Net cash received (used) in financing activities	(71.20)	(175.28)
<b>Net cash and cash equivalent increase (decrease)</b>	<b>(106.62)</b>	<b>77.65</b>
Cash and cash equivalent – Beginning	123.43	45.78
<b>Cash and cash equivalent – Ending</b>	<b>16.80</b>	<b>123.43</b>

Statement of Cash Flows of the Company and its Subsidiaries for the Annual Financial Statements as of December 31, 2020, the Company has used the said cash flow in the following activities.

The Company had an operating loss before changes in assets and liabilities of 58.71 million baht and paid net payments on assets and liabilities from operating activities of 64.19 million baht by

1. The total net cash used by the Company was minus 2.40 million baht, mainly due to the coronavirus outbreak 2019 (COVID-19) in 2020. As a result, income from catering and restaurant operations has to be temporarily closed. And have to pay compensation under the labor law from the dismissal of 4.81 million baht but gross income of only 19.60 million baht, But in the same period of last year, total revenues of 103.68 million baht. As of revenue from sales of ceiling fans and LED lights were affected by the same as the company's distribution channels were mostly sold through department stores.

2. The company had net cash used in investing activities in the amount of 33.02 million baht due to the fact that the company invested in Premium Energy Corporation Company Limited to operate coal sorting business in the amount of 36.00 million baht or 25.7 percent of the registered capital. Because the company sees the potential and a chance to grow in the future.

3. The company had net cash used in financing activities of 71.20 million baht, due to the fact that the company repaid net loan from financial institutions in the amount of 56.62 million baht. Loan repayment of 19.20 million baht, interest payment of 20.33 million baht, repayments of liabilities under finance lease agreement of 5.01 million baht, the company has cash received from bill of exchange of 34.00 million baht and debentures of 170.00 million baht by redeeming debentures of 155.20 million baht.

### Current Assets to Current Liabilities

As of December 31, 2020, and December 31, 2019, the Company has a liquidity ratio of 0.50 and 0.97 times, respectively, and a rapid ratio of 0.30 and 0.56 times, respectively. As of the end of 2020, the Company's liquidity ratio and the rapid ratio of liquidity ratio decreased due to the economy has resulted in lower income.

### Liabilities to Shareholders' Equity

As of Dec. 31, 2020, the company has a debt-to-equity ratio of 0.59 times, as of Dec. 31, 2019, a debt-to-equity ratio is 0.56 times.

### Gross Margin Ratio

Gross profit margin in 2020, the company had a gross profit of 51.30 percent, but in the same period of the previous year the company had a gross profit of 40.90 percent, gross profit increased 10.40 percent separated into trading business, the gross profit margin was 10.31%, a decrease of 3.10% from the previous year due to the reversal of the inventory for deterioration of goods sold in the amount of 42.44 million baht shown in cost of sales. Real estate business had a gross profit margin of 29.50 percent, a decrease of 43.63 percent from the previous year due to the company giving discounts to customers to stimulate sales. Banquet and restaurant business recorded a gross profit margin of -19.48 percent, a decrease of 125.38 percent due to the company shutdown caused by the coronavirus (COVID-19) outbreak. Rental business gross margin -37.86 percent, down 630.00 Renewable energy business gross margin of 69.62 percent, an increase of 6.55 percent as the company increased the frequency of clearing solar panels and improve the cooling system in the control room. The construction business had a gross profit margin of 7.94 percent, increasing 100 percent since it was the first year the company recognized revenue from construction.

### Net Profit to Total Assets

Net profit margin on total assets in 2020 was -6.84 percent, but in the same period of last year the net profit margin of total assets was -11.26, the net profit margin increased by 4.44% due to the loss of the company, which was lower than the same period last year..

### The Company's capital structure

Capital Structure of the Company as of December 31, 2020 and December 31, 2019, the Company's debt to equity ratio is 0.59 times and 0.56 times, respectively. In 2020, the Company has debt to equity ratio and the net debt to equity ratio increased as the company redeemed all remaining debentures amounting to 155.20 million baht. And the Company issued a limited number of bills of exchange no more than 10 and not more than 10 debentures totalling 169.00 million baht, resulting in a slight increase in the debt-to-equity ratio.

From the debt-to-equity ratio thereof. It can be seen that the company still has good capital structure and financial position. As the capital used for investment and management within the organization comes from equity and the Company's debt leverage remains at an appropriate level. However, the company does not have a policy to incur excessive debts in order to hedge the financial risks of the organization and to prevent the crisis that may occur to the group of companies. These factors will help the Company to have good operating results leading to the added value of the enterprise and the business's survival sustainably. The company, therefore determined the capital structure of the company at the rate not more than 2.5 times, which will be a financial instrument of the management to accommodate the effects of the fluctuation of the national economy as well.

## ❖ Past Financial Status

### Total Assets

As of December 31, 2020, and December 31, 2019, the Company has total assets of Baht 934.72 million and Baht 1,017.19 million, respectively. Most of the Company's assets consist of trade accounts receivable, land awaiting development, real estate development costs, Investment property and property, buildings and equipment. At the end of 2020, the Company's total assets decreased by 82.47 million baht or 8.11 percent compared to the year 2019, mainly due to a decrease in cash equivalents and revenue drop.

As of December 31, 2020, and December 31, 2019, the Company's total assets consisted of current assets amounting to Baht 131.53 million and Baht 236.84 million, respectively. Most of these current assets consist of Trade accounts receivable and real estate development costs. As Most of the Company's non-current assets consist of Land awaiting development and land, buildings and equipment.

### Temporary investment

**As of December 31, 2020, and December 31, 2019 , the Company in 2020 has sold all temporary investments of 8.32 million baht to invest in associates.**

### Real estate development costs

The Company had real estate development costs included in inventory on 31 December 2020 and 31 December 2019 in the amount of 49.55 million baht and 53.01 million baht, a decrease of 3.46 million baht or equivalent to an increase of 6.53 percent compared to the same period of last year. The reduction in real estate development costs was result of the Company's disposal and transfer Townhome in Sattahip district for a total of 1 room.

### Investment property

As of December 31, 2020, and December 31, 2019, the Company had investment properties in the amount of 0.36 million baht and 0.67 million baht, a decrease of 0.31 million baht or equivalent to a decrease of 46.27 percent compared to the end of the year 2019. And in Year 2020, the company sold one residential unit in the Country Complex building.

### Property, buildings, and equipment

As of December 31, 2020, and December 31, 2019, the Company had property, buildings and equipment amounting to 614.59 million baht and 651.73 million baht, respectively. As of the end of 2020, the Company's land, buildings and equipment decreased 5.70 percent when compared to the end of year 2019 from annual depreciation

### Debts

As of December 31, 2020, and December 31, 2019, the Company had total liabilities of 333.31 million baht and 352.38 million baht, or 5.41 percent reduction in total liabilities of the company. It was mainly due to a decrease in long-term loans. As of 31 December 2020, and 31 December 2019, the Company's total liabilities are divided into current liabilities, amounting to 262.45 million baht and 243.09 million baht or 78.741 percent and 68.99 percent of total liabilities. Most of the Company's current liabilities

consisted of liabilities due within one year. Most of them are long term loans from financial institutions in solar on the ground, accounting for 87.12 percent of current liabilities. Because the company has redeemed the old debentures and issue short-term debentures and short-term bills of exchange 169.00 million baht for 9 months. The non-current liabilities of the Company as of December 31, 2020 and December 31, 2019, totaled 70.85 million baht and 109.29 million baht, or accounted for 21.26 percent and 31.01 percent of total liabilities, respectively. The majority of non-current liabilities of the company consist of: Long-term.

## Statements of Financial Position

Units: thousand Baht

Description	Consolidated financial statements					
	31 December 2020		31 December 2019 Adjust		31 December 2018	
	Amount	%	Amount	%	Amount	%
<b>Asset</b>						
<b>Current assets</b>						
Cash and cash equivalents	16,803	1.80	123,426	12.13	45,776	3.56
Temporary investments	-	0.00	8,321	0.82	150,233	11.68
Other current financial assets	96	0.01	-	0.00	-	0.00
Trade and other current receivables	54,381	5.82	32,272	3.17	23,089	1.80
Short – term loans	3,369	0.36	-	0.00	-	0.00
Inventories	51,498	5.51	55,177	5.42	69,222	5.38
Other current assets	5,383	0.58	17,646	1.73	7,449	0.58
<b>Total current assets</b>	<b>131,530</b>	<b>14.07</b>	<b>236,842</b>	<b>23.28</b>	<b>295,769</b>	<b>23.00</b>
<b>Non-current assets</b>						
Investment in associated	100,311	10.73	60,796	5.98	42,591	3.31
Investment property	358	0.04	673	0.07	546	0.04
Property, plant and equipment	443,071	47.40	651,727	64.07	926,265	72.02
Property, plant and equipment not used in operation	171,515	18.35	-	0.00	-	0.00
Right – of – use assets	22,121	2.37	-	0.00	-	0.00
Goodwill	175	0.02	175	0.02	175	0.01
Other intangible assets	647	0.07	731	0.07	-	0.00
Deferred tax assets	-	0.00	-	0.00	15	0.00
Other non-current assets	64,989	6.95	66,247	6.51	20,796	1.62
<b>Total non-current assets</b>	<b>803,186</b>	<b>85.93</b>	<b>780,349</b>	<b>76.72</b>	<b>990,389</b>	<b>77.00</b>
<b>Total Assets</b>	<b>934,716</b>	<b>100.00</b>	<b>1,017,191</b>	<b>100.00</b>	<b>1,286,158</b>	<b>100.00</b>

## Statements of Financial Position (continue)

Units : thousand Baht

Description	Consolidated financial statements					
	31 December 2020		31 December 2019 Adjust		31 December 2018	
	Amount	%	Amount	%	Amount	%
<b>Liabilities and shareholders' equity</b>						
<b>Current liabilities</b>						
Trade and other current payables	23,010	2.46	23,862	2.35	19,024	1.48
Current portion of borrowings	95,276	10.19	59,281	5.83	53,933	4.19
Current portion of liabilities lease agreements	5,713	0.61	287	0.03	-	0.00
Current portion of debentures	133,370	14.27	152,428	14.99	-	0.00
Current income tax payable	3,895	0.42	4,491	0.44	-	0.00
Other current liabilities	1,189	0.13	2,742	0.27	8,336	0.65
<b>Total current liabilities</b>	<b>262,453</b>	<b>28.08</b>	<b>243,092</b>	<b>23.90</b>	<b>81,293</b>	<b>6.32</b>
<b>Non-current liabilities</b>						
Long – term borrowings	26,347	2.82	87,403	8.59	143,631	11.17
Liabilities lease agreements	16,940	1.81	78	0.01	367	0.03
Debentures	-	0.00	-	0.00	244,675	19.02
Deferred tax liabilities	24,789	2.65	19,513	1.92	12,689	0.99
Non – current provisions for employee benefit	2,699	0.29	2,179	0.21	4,080	0.32
Other non – current liabilities	79	0.01	112	0.01	91	0.01
<b>Total non-current liabilities</b>	<b>70,854</b>	<b>7.58</b>	<b>109,285</b>	<b>10.74</b>	<b>405,533</b>	<b>31.53</b>
<b>Total liabilities</b>	<b>333,307</b>	<b>35.66</b>	<b>352,377</b>	<b>34.64</b>	<b>486,827</b>	<b>37.85</b>
<b>Shareholders' equity</b>						
<b>Share capital</b>						
Authorized share capital						
2,099,999,650 ordinary shares Baht 0.25 par value	525,000		525,000		525,000	
Issued and paid-up share capital						
1,343,055,623 ordinary shares in year 2019 and						
1,343,054,557 ordinary shares in year 2018, fully paid-up	335,764	35.92	335,764	33.01	335,764	26.11
Premium on ordinary shares	545,232	58.33	545,232	53.60	545,231	42.39
Capital reserve for share-based payment transactions	6,480	0.69	-	0.00	-	0.00
Unappropriated	(321,780)	(34.43)	(251,477)	(24.72)	(118,173)	(9.19)
Total equity attributable to shareholders of the parent	565,696	60.52	629,520	61.89	762,821	59.31
Non-controlling interests	35,714	3.82	35,294	3.47	36,510	2.84
Total shareholders' equity	<b>601,410</b>	<b>64.34</b>	<b>664,814</b>	<b>65.36</b>	<b>799,332</b>	<b>62.15</b>
<b>Total liabilities and shareholders' equity</b>	<b>934,716</b>	<b>100.00</b>	<b>1,017,191</b>	<b>100.00</b>	<b>1,286,158</b>	<b>100.00</b>

## Statements of Comprehensive Income

Units : thousand Baht

Description	Consolidated financial statements					
	31 Dec 2020		31 Dec 2019		31 Dec 2018	
	Amount	%	Amount	%	Amount	%
Revenue from sales and services	153,115	100.00	227,715	100.00	298,016	100.00
Cost of sales and services	(74,567)	(48.70)	(134,576)	(59.10)	(224,014)	(75.17)
<b>Gross profit</b>	<b>78,549</b>	<b>51.30</b>	<b>93,139</b>	<b>40.90</b>	<b>74,003</b>	<b>24.83</b>
Other income	3,269	2.14	67,478	29.63	16,414	5.51
Selling expenses	(7,592)	(4.96)	(15,952)	(7.01)	(15,566)	(5.22)
Administrative expenses	(112,282)	(73.33)	(243,300)	(106.84)	(63,046)	(21.16)
Finance costs	(19,606)	(12.80)	(27,322)	(12.00)	(59,202)	(19.87)
Share of profit of associated companies	(1,046)	(0.68)	5,771	2.53	1,729	0.58
<b>Profit (loss) before income tax</b>	<b>(58,709)</b>	<b>(38.34)</b>	<b>(120,186)</b>	<b>(52.78)</b>	<b>(45,668)</b>	<b>(15.32)</b>
Tax expense	(9,356)	(6.11)	(11,661)	(5.12)	(3,137)	(1.05)
<b>Profit (loss) for the year</b>	<b>(68,064)</b>	<b>(44.45)</b>	<b>(131,847)</b>	<b>(57.90)</b>	<b>(48,805)</b>	<b>(16.38)</b>
<b>กำไรเบ็ดเสร็จอื่น:</b>						
<b>รายการที่จะไม่ถูกจัดประเภทรายการใหม่เข้าไปในกำไรหรือขาดทุน</b>						
กำไรจากการประมาณการตามหลักคณิตศาสตร์ประกันภัย						
สำหรับโครงการผลประโยชน์พนักงาน	(1,099)	(0.72)	689	0.30	-	0.00
<b>กำไรเบ็ดเสร็จอื่น</b>	<b>(69,164)</b>	<b>(45.17)</b>	<b>-</b>	<b>0.00</b>	<b>-</b>	<b>0.00</b>
<b>กำไร(ขาดทุน)เบ็ดเสร็จรวม</b>	<b>(137,228)</b>	<b>(89.62)</b>	<b>(131,847)</b>	<b>(57.90)</b>	<b>(48,805)</b>	<b>(16.38)</b>
<b>Profit (loss) for the year attributable to</b>						
Equity holders of the Company	(69,204)	(45.20)	(133,303)	(58.54)	(52,764)	(17.70)
Non-controlling interests	1,140	0.74	2,146	0.94	3,958	1.33
	<b>(68,064)</b>	<b>(44.45)</b>	<b>(131,158)</b>	<b>(57.60)</b>	<b>(48,805)</b>	<b>(16.38)</b>
<b>Earnings (loss) per share</b>						
Basic earnings (loss) per share	(0.0515)		(0.0298)		(0.0440)	

## Comparative Cash Flow Statements

Unit : thousand Baht

รายการ			Consolidated financial statements		
			2020	2019 (Restated)	2018
<b>CASH FLOWS FROM OPERATING ACTIVITIES :</b>					
<b>Profit (loss) before income tax expense</b>			<b>(58,709)</b>	<b>(120,186)</b>	<b>(32,858)</b>
	Adjusted to reconcile profit (loss) before income tax expense				
	to net cash provided (paid)		-		
	Adjusted financial costs		19,606	27,322	37,558
	Adjusted interest received		(1,621)	(673)	(4,559)
	Adjusted dividend		-	-	-
	Adjusted trade and other receivables (increase) decrease		(7,994)	(10,155)	12,263
	Adjusted inventories decrease		46,123	20,684	15,011
	Adjusted other assets (increase) decrease		14,699	(12,189)	34,053
	Adjusted trade and other payable increase		6,668	699	(9,133)
	Adjusted other liabilities (decrease)		(7,196)	(36,982)	57
	Depreciation and amortization		46,668	56,311	72,064
	Adjusted with loss (profit) from fair value adjustment		102	(152)	(1,161)
	Adjusted with loss (profit) from disposals of current financial assets		(150)	-	-
	Adjustment by share (profit) loss from associates		1,046	(5,771)	(1,395)
	Adjustment with expected credit loss (reversal)		(14,110)	(12,852)	-
	Adjusted loss on value of goods (reversal)		(42,444)	(6,639)	4,830
	Adjustment with loss from impairment of loans and accrued interest		-	-	-
	Adjustment with loss from investment devaluation in subsidiaries		-	-	-
	Adjusted other provisions for employee benefits		4,229	513	1,079
	Adjusted gain (loss) from assets disposals		(1,940)	(9,646)	(174,841)
	Adjustment with loss from impairment of assets		501	77,820	144,127
	Adjustment with impairment loss of land held for development		-	91,329	-
	Total adjust from reconciliation of gain (loss)		-	-	14,157
	Total adjust from reconciliation of gain (loss)		64,188	179,619	144,111
<b>Net Cash Provided by (Used in) Operating</b>			<b>5,479</b>	<b>59,433</b>	<b>111,253</b>
	Interest receivable		1,602	722	-
	Income tax refund (pay out)		(4,676)	(629)	(5,750)
	Cash paid for employee benefits		(4,808)	(1,724)	-
<b>Net Cash Provided by (Used in) Operating Activities</b>			<b>(2,404)</b>	<b>57,801</b>	<b>105,503</b>

## Comparative Cash Flow Statements

Unit : thousand Baht

รายการ	Consolidated financial statements		
	2020	2019 (Restated)	2018
<b>CASH FLOWS FROM INVESTING ACTIVITIES :</b>			
(Increase) decrease in restricted bank deposits	(1,183)	8,901	-
Cash paid for temporary investments	-	(142,100)	(470,137)
Cash received from disposal of temporary investment	-	283,002	490,137
Cash received for sale of current financial assets	8,273	-	-
Cash paid for purchase of investments in associates	(36,000)	-	-
Cash received deposits and sales of other long – term investments	-	37,000	45
Cash received from investment properties	1,965	10,785	185,687
Cash received from the sale of property, plant and equipment	107	793	41,958
Cash paid to purchase property, plant and equipment	(4,484)	(4,766)	(5,015)
Cash paid to purchase intangible assets	(262)	(49)	(421)
Cash received from loans to non - persons/companies	3,720	25,000	-
Cash paid for loans to non - persons/companies	(5,720)	(25,000)	-
Cash received from loans to related companies	2,000	-	-
Cash paid for loans to related companies	(3,350)	-	-
Dividend received	1,919	1,566	1,107
Cash received from Interest Income	-	-	4,559
<b>Net Cash Provided by (Used in) Investing Activities</b>	<b>(33,015)</b>	<b>195,132</b>	<b>247,919</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES :</b>	-	-	-
Cash received from borrowings from related persons/companies	-	-	1,000
Cash paid to pay the financial institutions borrowings	(56,616)	(49,033)	(258,080)
Cash paid to pay the related person and parties borrowings	(2,250)	(1,000)	(70)
Cash received from financial Institutions	-	-	228,000
Cash received from borrowings from other person and bill of exchange	34,000	-	-
Cash paid by the lessee to reduce the amount for liability contract	(5,086)	(849)	(1,067)
Cash received from debentures	170,000	-	240,232
Cash paid to repay debentures	(190,200)	(100,000)	(600,000)
Increase capital	-	1	84,420
Payment of dividends to non-controlling interests	(720)	(3,361)	-
Interest paid	(20,332)	(21,041)	(30,530)
<b>Net Cash Provided by (Used in) Financing Activities</b>	<b>(71,204)</b>	<b>(175,283)</b>	<b>(336,095)</b>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(106,623)</b>	<b>77,650</b>	<b>17,327</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	<b>106,109</b>	<b>28,459</b>	<b>11,132</b>
<b>CASH AND CASH EQUIVALENTS END OF PERIOD</b>	<b>(514)</b>	<b>106,109</b>	<b>28,459</b>



## Key Financial Ratios

Key financial ratio	Unit	Year 2019	Year 2018	Year 2017
		Dec 31, 2020	Dec 31, 2019	Dec 31, 2018
Liquidity Ratio				
Liquidity ratio	time	0.50	0.97	3.64
Quick ratio	time	0.30	0.56	2.97
Liquidity ratio to cash flow	time	(0.01)	0.36	0.28
Trade receivables turnover <sup>(2)</sup>	time	5.06	9.21	5.19
Average collection period	day	72.07	39.63	70.39
Inventory turnover ratio <sup>(1)</sup>	time	0.97	1.74	2.88
Average selling time	day	376.58	209.24	126.86
Account payable turnover	time	3.18	9.54	34.98
Repayment period	day	114.72	38.28	10.43
Cash Cycle	day	333.93	210.60	186.81
Profitability Ratio				
Gross margin	%	51.30	40.90	27.94
Operating margin	%	(25.54)	(40.78)	(1.18)
Net profit margin	%	(44.25)	(57.90)	(16.39)
Return on equity (Equity holder of the Company)	%	(10.88)	(18.30)	(5.06)
Performance ratio				
Return on assets <sup>(1)</sup>	%	(7.09)	(1163)	(2.69)
Return on fixed assets <sup>(1)</sup>	%	(10.93)	(18.72)	(4.32)
Assets turnover <sup>(1)</sup>	time	0.16	0.26	0.28
Financial Policy Analysis Ratio				
Debt to equity ratio	time	0.59	0.56	0.64
Interest capability ratio	time	(0.88)	(1.14)	(1.81)
Capability to pay obligation ratio (Cash Basis)	time	(0.25)	(0.75)	.(0.13)
Dividend pay-out ratio	%	0.00	0.00	0.00

Remark: <sup>(1)</sup> Calculated ratio from inventories only part of Finish Goods

<sup>(2)</sup> Calculated ratio from receivables before deduct allowance for doubtful debt

## The Board of Directors' Responsibility for Financial Reporting

The Board of Directors recognizes the importance and responsibility of governance in accordance with the principles of corporate governance. The Board of Directors is responsible for the financial statements of the Company and the consolidated financial statements of the Company and its subsidiary companies as well as the financial information presented in the Annual Report. The financial statements for the year ended December 31, 2020, have been prepared in accordance with international financial reporting standards. The Company has adopted the appropriate accounting policies and practices regularly with prudent judgment and estimates carefully and includes reasonableness of the preparation. In addition, there is a disclosure of important information about the accounting policies and basis of preparation of financial statements in Notes to the financial statements. Therefore, these financial statements reflect the financial condition and overall operation of the Company in a true and transparent manner which is beneficial to shareholders and investors. The financial statements have been audited by an independent certified public accountant.

The Board of Directors has appointed the Audit Committee to review the accounting policies and the quality of financial report, review the internal control system, internal audit, risk management system and consider the disclosure of related party transaction. The opinions of the Audit Committee on this subject appears in the year 2020 Report of the Audit Committee which is presented in the Annual Report.

The financial statements of the Company and the consolidated financial statements of the Company and its subsidiaries have been reviewed by the auditor of the Company namely Mr. Jirote Sirirorote Registration No. 5113 Karin Audit Company Limited In regard to the audit, the Board of Directors had supported information and documents that allowed auditor to review and comment according to accounting standards. The opinions of auditor appear in the auditor's report, which is presented in this annual report.

The Board of Director has an opinion that the Company's internal control system as a whole is satisfactory and can create a reasonable assurance that the financial statements of the Company and its subsidiaries for the year ended December 31, 2020 is reliable and in accordance with financial reporting standards and compliance with legislation and regulations related.



(General Somchai Youngpituk)  
Chairman of the Board

## Audit Committee Report

Audit Committee of Advanced Connection Corporation Public Company Limited (“the Company”) had appointed Audit Committee to control and supervise financial statement of the company in order to comply to the accounting standard suitably to the business operation and to review to the Company to report financial statement correctly and sufficiently with suitable internal control and efficiency to perform according to the law of securities as well as other related law. The information has been disclosed sufficiently, risk management, selection consideration and to propose to appoint the auditor of the Company as well as giving importance to the performance to the principle of good governance, ethics, transparency and able to be inspected

The Audit Committee consists of 3 independent directors of 1.) Arichai Ractham, Ph.D., as “the chairman of audit committee”, 2.) General Somchai Youngpituk audit committee”, and 3.) Mr. Kampol Tatiyakaveet as “audit committee”, each person is not the administration directors or the employee of the company. The Audit Committee has their performance and duties and responsibilities according to the charter of Audit Committee approved by the Board of Directors’ Meeting according to the requirements of the Stock Exchange of Thailand and to report to the Board of Directors of the Company.

The Audit Committee acts as administer the business according to the scope of responsibilities assigned by the Board of Directors of the Company with 4 times of meeting’s holding and also the Audit Committee attended to the meeting at 100%, the important matters of performance could be summarized as follows.

- 1.) Review the Financial Statement by reviewing quarter financial statement and for the year ended December 31, 2020 of Advanced Connection Corporation Public Company Limited and the consolidated financial statements of the Company.
- 2.) Supervise and to develop internal control system by planning audit plan to has the appropriate audit review with internal audit department and related administration department in order to improve efficiency of internal control.



A handwritten signature in blue ink, appearing to be 'Arichai Ractham'.

(Arichai Ractham, Ph.D.)

Chairman of Audit Committee

- 3) Review risk management and factors that occurred which might have materiality effect to operation of the Company such as compliance with related laws, compliance with corporate good governance in order to communicate and exchange opinion about audit conclusion in any aspect of quality evaluation and adequacy of internal control.
4. To consider and appoint auditor of the year 2021. Give recommendation of auditor’s name including review auditor’s qualification to comply with the notification of the Securities and Exchange Commission and the Stock Exchange of Thailand, and also determinate audit fee for year 2018 and propose to the Board of Directors and propose at the shareholders meeting of the Company for consideration of appointment.

The Audit Committee had performed duties independently from the Board of Directors and Management of the Company. And report the performance to the Board of Directors of the Company on behalf of the Audit Committee already.

## Independent Auditor's Report

To the Shareholders of Advance Connection Corporation Public Company Limited

### Opinion

I have audited the financial statements of Advance Connection Corporation Public Company Limited and its subsidiaries

(the Group), which comprise the consolidated and separate statements of financial position and as at December 31, 2020, the related consolidated and separate statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the financial position of Advance Connection Corporation Public Company Limited and its subsidiaries as at December 31, 2020, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the consolidated financial statements of the current period. These matters were addressed in the context of my audit of the consolidated financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Key Audit Matters included Auditing Procedures are as follows:

**Compliance with covenants stipulated in loan/ debenture agreements**

As at December 31, 2020, the Group had loans from financial institutions Borrowings from – non – related persons and debentures totaling Baht 254.99 million or 76.88 percent of total liabilities (Separate financial statements: Baht 167.17 million 54.61 percent of total liabilities), which are significant accounts. Under the loan/debenture agreements, the Group is required to comply with certain covenants, as discussed in Note 21 and Note 23 to the financial statements. If the Group is unable to comply with those covenants, it may result in the loans and debentures being called by the lenders/debenture holders, and the reclassification of the liabilities from non-current liabilities to current liabilities, impacting the going concern of the Group.

**Auditor's Risk Response**

Key audit procedures included:

- I read the loan/debenture agreements and gained an understanding of and assessed the process by which compliance with the covenants specified in the contracts is monitored by management.
- I also examined documentation related to compliance with both the non-financial and financial covenants, including testing the financial ratio calculations to assess whether they complied with the covenants in the loan /debenture agreements.
- I reviewed the disclosure of information on conditions of loan/debenture agreements in the notes to the financial statements

**Emphasis of Matter**

I draw attention to Note 39 to the consolidated financial statements, the Company considers an allowance for impairment of the Solar Farm Project assets as at December 31, 2019, by retroactively making the financial statements for the year ended December 31, 2019 shown as comparative information to reflect this adjustment.

I draw attention to Note 2.2 to the consolidated financial statements, Due to the impact of the COVID-19 outbreak, in preparing the interim financial information for the year ended December 31, 2020, the Group has adopted the Accounting Guidance on Temporary Relief Measures for Accounting Alternatives Dealing with The Impact of COVID-19 Pandemic issued by the Federation of Accounting Professions.

My opinion is not modified in respect of this matter.

**Other Matter**

The consolidated and company statements of financial position of Advance Connection Corporation Public Company Limited and its subsidiaries and of Advance Connection Corporation Public Company Limited for the year ended December 31, 2019 (before adjusted) and the consolidated and separate statements of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the year ended December 31, 2019 (before adjusted), audited by other auditor which provides a conditional opinion regarding the measurement of assets of three subsidiaries, the actual occurrence of professional values and on the disclosure of accounting transactions with related parties. According to the report dated February 26, 2020.

## Other Information

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

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

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

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

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

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

## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

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

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances,

I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Jirote Sirirorote.

Mr. Jirote Sirirorote

Certified Public Accountant

Registration No. 5113

Karin Audit Company Limited

Bangkok, Thailand

March 1, 2021



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**ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES**
**STATEMENTS OF FINANCIAL POSITION (CONTINUED)**
**AS AT DECEMBER 31, 2020**

		(Unit : Baht)			
		Consolidated financial statements		Separate financial statements	
		December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
	Notes		(Restated)		
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Trade and other current payables	6, 20	23,010,475	23,862,332	8,067,557	10,608,748
Current portion of borrowings	6, 21	95,275,920	59,280,771	33,804,823	85,453,082
Current portion of liabilities lease agreements	22	5,712,743	287,328	2,518,367	-
Current portion of debentures	23	133,369,678	152,428,157	133,369,678	152,428,157
Current income tax payable	26	3,894,845	4,491,156	682,150	4,014,243
Other current liabilities	24	1,188,887	2,742,167	41,433	124,928
Total current liabilities		262,452,548	243,091,911	178,484,008	252,629,158
<b>Non – current liabilities</b>					
Long – term borrowings	6,21	26,346,933	87,403,133	115,692,600	-
Liabilities lease agreements	22	16,939,554	77,913	9,419,156	-
Debentures	23	-	-	-	-
Deferred tax liabilities	26	24,789,096	19,513,227	-	-
Non – current provisions for employee benefit	25	2,698,976	2,179,224	2,484,459	1,918,523
Other non – current liabilities		79,456	111,503	31,350	31,351
Total non – current liabilities		70,854,015	109,285,000	127,627,565	1,949,874
<b>Total liabilities</b>		<b>333,306,563</b>	<b>352,376,911</b>	<b>306,111,573</b>	<b>254,579,032</b>

**ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES**
**STATEMENTS OF FINANCIAL POSITION (CONTINUED)**
**AS AT DECEMBER 31, 2020**

				(Unit : Baht)			
				Consolidated financial statements		Separate financial statements	
				December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
				Notes	(Restated)		
<b>Shareholders' equity</b>							
Share capital							
Authorized share capital							
Ordinary shares Baht 0.25 par value 2,099,999,650 shares					524,999,913	524,999,913	524,999,913
Issued and paid share capital							
Ordinary shares Baht 0.25 par value 1,343,055,623 shares					335,763,906	335,763,906	335,763,906
Share premium							
Share premium on ordinary shares					545,232,125	545,232,125	545,232,125
Capital reserve for share-based payment transactions				13	6,479,964	-	-
Retained earnings							
Appropriated							
Unappropriated					(321,779,840)	(251,476,517)	(236,883,670)
Total shareholders' equity of the parent company					565,696,155	629,519,514	644,112,361
Non-controlling interests					35,713,755	35,294,456	-
Total shareholders' equity					601,409,910	664,813,970	644,112,361
<b>Total liabilities and shareholders' equity</b>					934,716,473	1,017,190,881	950,223,934

ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES					
STATEMENTS OF COMPREHENSIVE INCOME					
FOR THE YEAR ENDED DECEMBER 31, 2020					
		(Unit : Baht)			
		Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
	Notes	(Restated)			
Revenues from sales and services		153,115,346	227,714,844	11,821,623	13,957,236
Costs of sales and costs of services		(74,566,715)	(134,575,977)	(1,565,441)	(3,312,669)
Gross profit		78,548,631	93,138,867	10,256,182	10,644,567
Other income		3,269,363	67,477,552	27,272,264	78,893,320
Distribution costs		(7,592,315)	(15,952,292)	(5,779,378)	(9,126,931)
Administrative expenses		(112,282,079)	(243,299,572)	(95,214,075)	(121,251,271)
Finance costs		(19,606,181)	(27,321,565)	(21,186,130)	(20,496,491)
Share of loss from investments in associates	13	(1,046,141)	5,770,874	-	-
Profit (loss) before income tax expense		(58,708,722)	(120,186,136)	(84,651,137)	(61,336,806)
Tax (expense) income	26	(9,355,703)	(11,660,862)	-	(4,339,299)
Profit (loss) for the year		(68,064,425)	(131,846,998)	(84,651,137)	(65,676,105)
Items that will not be reclassified to profit or loss :					
Gains (losses) on remeasurements of defined benefit plans		(1,099,300)	689,441	-	370,942
Total comprehensive income (expense) for the year		(69,163,725)	(131,157,557)	(84,651,137)	(65,305,163)
Profit (loss) attributable to					
Owners of parent		(69,204,023)	(133,992,593)	(84,651,137)	(65,676,105)
Non – controlling interests		1,139,598	2,145,595	-	-
		(68,064,425)	(131,846,998)	(84,651,137)	(65,676,105)
Total comprehensive income (expense) attributable to					
Owners of parent		(70,303,323)	(133,303,152)	(84,651,137)	(65,305,163)
Non – controlling interests		1,139,598	2,145,595	-	-
		(69,163,725)	(131,157,557)	(84,651,137)	(65,305,163)
Basic earnings (loss) per share	29	(0.0515)	(0.0998)	(0.0630)	(0.0489)

ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES											
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY											
FOR THE YEAR ENDED DECEMBER 31, 2020											
			(Unit : Baht)								
			Consolidated financial statements								
			Shareholders' equity of the parent company								
					Capital	Retained earnings		Other components of shareholders' equity			
					reserve for						
			Issued and	Share	share-based			Losses on	Total other	Non-	
			paid share	premium on	payment			remeasurements of	components of	controlling	Total
		Notes	capital	ordinary shares	transactions	Unappropriated	Total	defined benefit plans	shareholders' equity	interests	shareholders' equity
Balance as at January 1, 2019			335,763,639	545,231,059	-	(118,173,365)	762,821,333	-	-	36,510,261	799,331,594
Changes in equity for the year 2019 :											
Increase capital		27	267	1,066	-	-	1,333	-	-	-	1,333
Dividend			-	-	-	-	-	-	-	(3,361,400)	(3,361,400)
Total comprehensive income (expense) for the year (Restated)			-	-	-	(133,992,593)	(133,992,593)	689,441	689,441	2,145,595	(131,157,557)
Transfer to retained earnings (loss)			-	-	-	689,441	689,441	(689,441)	(689,441)	-	-
Balance as at December 31, 2019			335,763,906	545,232,125	-	(251,476,517)	629,519,514	-	-	35,294,456	664,813,970
Balance as at December 31, 2019 (According to previously reported)			335,763,906	545,232,125	-	(174,348,425)	706,647,606	-	-	35,294,456	741,942,062
Cumulative effect of an accounting error adjustment		39	-	-	-	(77,128,092)	(77,128,092)	-	-	-	(77,128,092)
Balance as at December 31, 2019 (According to updated)			335,763,906	545,232,125	-	(251,476,517)	629,519,514	-	-	35,294,456	664,813,970
Changes in equity for the year 2020 :											
Dividend			-	-	-	-	-	-	-	(720,299)	(720,299)
Capital reserve for share – based payment transactions		13	-	-	6,479,964	-	6,479,964	-	-	-	6,479,964
Total comprehensive income (expense) for the year			-	-	-	(69,204,023)	(69,204,023)	(1,099,300)	(1,099,300)	1,139,598	(69,163,725)
Transfer to retained earnings (loss)			-	-	-	(1,099,300)	(1,099,300)	1,099,300	1,099,300	-	-
Balance as at December 31, 2020			335,763,906	545,232,125	6,479,964	(321,779,840)	565,696,155	-	-	35,713,755	601,409,910

ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES								
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY								
FOR THE YEAR ENDED DECEMBER 31, 2020								
			(Unit : Baht)					
			Separate financial statements					
					Retained earnings		Other components of shareholders' equity	
							Losses on	Total other
			Issued and paid	Share premium on			remeasurements of	components of
			share capital	ordinary shares	Unappropriated	Total	defined benefit plans	shareholders' equity
		Notes						Total
								shareholders'equity
Balance as at January 1, 2019			335,763,639	545,231,059	(86,927,370)	794,067,328	-	-
Changes in equity for the year 2019 :								
Increase capital		27	267	1,066	-	1,333	-	-
Total comprehensive income (expense) for the year			-	-	(65,676,105)	(65,676,105)	370,942	370,942
Transfer to retained earnings (loss)			-	-	370,942	370,942	(370,942)	(370,942)
Balance as at December 31, 2019			335,763,906	545,232,125	(152,232,533)	728,763,498	-	-
Changes in equity for the year 2020 :								
Total comprehensive income (expense) for the year			-	-	(84,651,137)	(84,651,137)	-	-
Balance as at December 31, 2020			335,763,906	545,232,125	(236,883,670)	644,112,361	-	-

ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES						
STATEMENTS OF CASH FLOWS						
FOR THE YEAR ENDED DECEMBER 31, 2020						
					(Unit : Baht)	
					Consolidated financial statements	
					Separate financial statements	
					2020	2019
					2020	2019
					Notes	(Restated)
CASH FLOWS FROM OPERATING ACTIVITIES :						
Profit (loss) before income tax expense					(58,708,722)	(120,186,136)
Adjusted to reconcile profit (loss) before income tax expense						
to net cash provided (paid)						
Adjusted financial costs					19,606,181	27,321,565
Adjusted interest received					(1,620,787)	(673,231)
Adjusted dividend					-	-
Adjusted trade and other receivables (increase) decrease					(7,994,036)	(10,154,791)
Adjusted inventories decrease					46,122,740	20,684,311
Adjusted other assets (increase) decrease					14,699,311	(12,189,312)
Adjusted trade and other payable increase					6,668,233	699,036
Adjusted other liabilities (decrease)					(7,196,490)	(36,981,966)
Depreciation and amortization					46,668,382	56,311,089
Adjusted with loss (profit) from fair value adjustment					102,009	(151,602)
Adjusted with loss (profit) from disposals of current financial assets					(149,832)	-
Adjustment by share (profit) loss from associates					1,046,141	(5,770,874)
Adjustment with expected credit loss (reversal)					(14,109,518)	(12,852,140)
Adjusted loss on value of goods (reversal)					(42,443,921)	(6,638,969)
Adjustment with loss from impairment of loans and accrued interest					-	-
Adjustment with loss from investment devaluation in subsidiaries					-	-
Adjusted other provisions for employee benefits					4,228,868	513,290
Adjusted gain (loss) from assets disposals					(1,940,104)	(9,646,311)
Adjustment with loss from impairment of assets					500,666	77,819,851
Adjustment with impairment loss of land held for development					-	91,328,852
Total adjust from reconciliation of gain (loss)					64,187,843	179,618,798
Net Cash Provided by (Used in) Operating					5,479,121	59,432,662
Interest receivable					1,601,676	722,114
Income tax refund (pay out)					(4,676,146)	(629,195)
Cash paid for employee benefits					(4,808,427)	(1,724,358)
Net Cash Provided by (Used in) Operating Activities					(2,403,776)	57,801,223

ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES						
STATEMENTS OF CASH FLOWS (CONTINUED)						
FOR THE YEAR ENDED DECEMBER 31, 2020						
					(Unit : Baht)	
					Consolidated financial statements	Separate financial statements
					2020	2019
						(Restated)
					2020	2019
					Notes	
<b>CASH FLOWS FROM INVESTING ACTIVITIES :</b>						
(Increase) decrease in restricted bank deposits					(1,183,426)	8,900,830
Cash paid for temporary investments					-	(142,100,000)
Cash received from disposal of temporary investment					-	283,002,242
Cash received for sale of current financial assets					8,273,059	-
Cash paid for purchase of investments in associates					(36,000,000)	-
Cash received deposits and sales of other long – term investments					-	37,000,000
Cash received from investment properties					1,965,000	10,785,143
Cash received from the sale of property, plant and equipment					106,729	793,006
Cash paid to purchase property, plant and equipment					(4,483,538)	(4,766,159)
Cash paid to purchase intangible assets					(262,450)	(48,860)
Cash received from loans to non - persons/companies					3,719,625	25,000,000
Cash paid for loans to non - persons/companies					(5,719,625)	(25,000,000)
Cash received from loans to related companies					2,000,000	-
Cash paid for loans to related companies					(3,350,000)	-
Dividend received					1,919,219	1,565,506
<b>Net Cash Provided by (Used in) Investing Activities</b>					<b>(33,015,407)</b>	<b>195,131,708</b>



ADVANCE CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES						
STATEMENTS OF CASH FLOWS (CONTINUED)						
FOR THE YEAR ENDED DECEMBER 31, 2020						
					(Unit : Baht)	
					Consolidated financial statements	Separate financial statements
					2020	2019
						(Restated)
					2020	2019
					Notes	
<b>CASH FLOWS FROM FINANCING ACTIVITIES :</b>						
Cash received from borrowings from related persons/companies					-	-
Cash paid to pay the financial institutions borrowings					(56,615,874)	(49,032,810)
Cash paid to pay the related person and parties borrowings					(2,250,000)	(1,000,000)
Cash received from borrowings from other person and bill of exchange					34,000,000	-
Cash paid by the lessee to reduce the amount for liability contract					(5,086,094)	(849,410)
Cash received from debentures					170,000,000	-
Cash paid to repay debentures					(190,199,880)	(100,000,120)
Increase capital					-	1,333
Payment of dividends to non-controlling interests					(720,299)	(3,361,400)
Interest paid					(20,331,725)	(21,040,753)
<b>Net Cash Provided by (Used in) Financing Activities</b>					<b>(71,203,872)</b>	<b>(175,283,160)</b>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>					<b>(106,623,055)</b>	<b>77,649,771</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	7				<b>123,425,562</b>	<b>45,775,791</b>
<b>CASH AND CASH EQUIVALENTS END OF PERIOD</b>	7				<b>16,802,507</b>	<b>123,425,562</b>
<b>Addition cash flow disclosures :</b>						
Non-cash are significant in the consolidated and separate financial statements are as follows:						
Right of use assets					16,980,756	-

## ADVANCED CONNECTION CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2020

#### 1. GENERAL INFORMATION

Advanced Connection Corporation Public Company Limited (“the Company”) is incorporated in Thailand, the registered office at 944 Mitrtown Office Tower Floor 16, Rama 4 Road, Wangmai Pathumwan, Bangkok.

The Company was listed on the Stock Exchange of Thailand on March 23, 1993.

The Company and its subsidiaries (“the Group”) has their principal activities in manufacturing and distributing ceiling fan, renting property, banquet and restaurant, property development, investment in alternative energy and financing.

#### 2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

##### 2.1 Basis for financial statements preparation

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”), including the related interpretations and guidelines promulgated by the Federation of Accounting Professions (“TFAC”) and the financial reporting requirements of the Securities and Exchange Commission.

The financial statements are presented in Thai Baht, which is the Group’s functional currency. The preparation of these financial statements is in Thai and English language and issued for Thai reporting purposes.

The preparation of the financial statements in conformity with Thai Financial Reporting Standards (“TFRS”) requires management to make judgments estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying amounts of assets and liabilities that are not readily apparent from other sources. Subsequent actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, and in the period of the revision and future periods, if the revision affects both current and future periods.

The financial statements in English language have been prepared from the statutory financial statements in Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

## 2.2 The spread of Coronavirus 2019.

The situation of the spread of Coronavirus 2019 (COVID-19). Nowadays continuously expanding. Causing the economic slowdown and affecting businesses and industries. Such situations may lead to instability and impact on the business environment. The management of the Company and its subsidiaries monitor the progress of the situation and assess the financial impact on the value of assets. Provisions for liabilities and contingent liabilities continuously. The management uses estimates and judgments when the situation has changed.

## 2.3 Principles of consolidation

The consolidated financial statements include the financial statements of Advanced Connection Corporation Public Company Limited and its subsidiaries which are under its control with more than 50 percent voting rights as follows:

Company	Nature of business	Percentage of holding (%)	
		December 31, 2020	December 31, 2019
<u>Direct Subsidiary Company</u>			
C.E.I. (Chiangmai) Co., Ltd.*	Banquet and restaurant	100	100
ACC Infra Co., Ltd.	Invest in business of electricity production from solar power	100	100
ACC Landmark Co., Ltd.	Property development	75	75
ACC Green Energy Co., Ltd.	Property development	100	100
Bangpakong Solar Power Co., Ltd.	Solar roof power plant	51	51
ACC Capital Co., Ltd.	Financing and factoring	100	100
<u>Indirect Subsidiary Company</u>			
Saraburi Solar Co., Ltd.	Production and distribution of electricity from solar power	100	100
<u>Direct Associated Company</u>			
W. Solar Co., Ltd.	Solar roof power plant	49	49
105 Solar Power Co., Ltd.	Solar roof power plant	44	44
<u>Indirect Associated Company</u>			
Premium energy corporation Co.,Ltd	Import-export coal fuel briquettes and all other forms of fuel	26	-

**\*C.E.I. (Chiangmai) Co., Ltd.**

According to the resolution of the Board of Directors of Advanced Connection Corporation Public Company Limited, no. 5/2020, on May 29, 2020, passed a resolution to shut down the operations of C.E.I (Chiang Mai). Company Limited "C.E.I" which has resolved to stop operating the business of C.E.I (Chiang Mai) Co., Ltd. "C.E.I" indefinitely which was a subsidiary of the company. Due to C.E.I run a restaurant, conference, and seminar that directly affected by the coronary epidemic situation 2019 (COVID-19). Which 90 percent of C.E.I's income came from tourists and conferences. The company was unable to estimate when the situation would return to normal. But C.E.I has lot of expenses of approximately Baht 1.80 million per month. The Board of Directors therefore resolved to shut down C.E.I operations and lay off staff.

Moreover, shutting down of business of C.E.I has significantly reduced the total revenue of the subsidiaries in the group. The company therefore has added new ways to earn income from businesses such as investing in the solar rooftop project.

Later, the Executive Committee Meeting of Advanced Connection Corporation Public Company Limited No. 12/2020.

On September 11, 2020, there was a resolution approving the opening of the business in the Khumkham Convention Center, which will open for operation on September 18, 2020. As for the restaurant business, Phlapphla agreed that it should be delayed because of the target customers are foreign tourists, who during this period are continually affected by the coronavirus disease (COVID-19) and cannot predict or assess the situation when it will end.

Significant transactions with subsidiary have been eliminated in the consolidated financial statements. The consolidated financial statements have been prepared with the same accounting policies for the separate financial statements for the same accounting transactions or accounting events.

Subsidiaries are an entity controlled by the Company. The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that significantly affect the amount of its returns. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within shareholders' equity in the consolidated statement of financial position.

### Associated companies

Associated companies are that entity in which the Group has significant influence, but not control, or joint control over the financial and operating policies. The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income (loss) of associate on an equity method, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of loss exceeds its investment in associate, the investment is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of associate.

## 3. New financial reporting standards

### 3.1 Financial reporting standards that became effective in the current period

During the period, the Group has adopted TFRS and interpretations of TFRS Revised (Revised 2019), and the number of new agreements, which are effective for fiscal period beginning on or after January 1, 2020. These TFRSs were aimed at alignment with the corresponding International Financial Reporting Standards. Most of them are explanations about accounting practices and the provision of accounting practices to standard users. The adoption of these TFRSs does not have any significant impact on the financial statements of the Company and its subsidiaries. However, the new financial reporting standards which have changed important principles are summarized below.

#### Financial reporting standards related to financial instruments

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

Financial reporting standards:

TFRS 7	Financial Instruments: Disclosures
TFRS 9	Financial Instruments

Accounting standard:

TAS 32	Financial Instruments: Presentation
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Financial Reporting Standard Interpretations:

TFRIC 16	Hedges of a Net Investment in a Foreign Operation
TFRIC 19	Extinguishing Financial Liabilities with Equity Instruments

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

This TFRS does not have any significant impact on the Company's financial statements.

## TFRS 16 Leases

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

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

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

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

### **Accounting Treatment Guidance on “Temporary relief measures on accounting alternatives in response to the impact of the COVID-19 situation”**

The Federation of Accounting Professions announced Accounting Treatment Guidance on “Temporary relief measures on accounting alternatives in response to the impact of the COVID-19 situation”. Its objectives are to alleviate some of the impact of applying certain financial reporting standards, and to provide clarification about accounting treatments during the period of uncertainty relating to this situation.

On April 22, 2020, the Accounting Treatment Guidance was announced in the Royal Gazette and it is effective for the financial statements prepared for reporting periods ending between January 1, 2020 and December 31, 2020.

The Company and its subsidiaries have elected to apply the following temporary relief measures on accounting alternatives:

- Not to take into account forward-looking information when determining expected credit losses, in cases where the Company and its subsidiaries uses a simplified approach to determine expected credit losses.
- Not to consider the COVID-19 situation as an indication that an asset may be impaired in accordance with TAS 36, Impairment of Assets

### 3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2021

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

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

## 4. CUMULATIVE EFFECTS OF CHANGES IN ACCOUNTING POLICIES DUE TO THE ADOPTION OF NEW FINANCIAL REPORTING STANDARDS

As described in Note 3.1 to the financial statements, during the current year, the Company has adopted the set of financial reporting standards related to financial instruments and TFRS16. The cumulative effect of initially applying these standards was recognised as an adjustment to retained earnings as at 1 January 2020. Therefore, the comparative information was not restated.

The change in accounting policy due to the introduction of financial reporting standards Financial instruments and TFRS 16, “Lease Agreement”, has no impact on early 2020 retained earnings.

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

(Unit: Baht)				
Consolidated				
	December 31, 2019	The effect of		January 1, 2020
		TFRS related to financial instruments	TFRS 16	
<b>Statement of financial position</b>				
<b>Assets</b>				
<b>Current assets</b>				
Temporary investments	8,321,356	(8,321,356)	-	-
Other current financial assets	-	8,321,356	-	8,321,356
<b>Non-current assets</b>				
Right-of-use assets	-	-	16,980,756	16,980,756
<b>Liabilities and shareholders' equity</b>				
<b>Current liabilities</b>				
Lease liabilities - current portion	(287,328)	-	(2,822,798)	(3,110,126)
<b>Non-current liabilities</b>				
Lease liabilities - net of current portion	(77,913)	-	(14,157,958)	(14,235,871)

	(Unit: Baht)			
	Separate			
	The effect of			
	December	TFRS related		January
	31, 2019	to financial	TFRS 16	1, 2020
		instruments		
Statement of financial position				
Assets				
Current assets				
Temporary investments	4,291,751	(4,291,751)	-	-
Other current financial assets	-	4,291,751	-	4,291,751
Non-current assets				
Right-of-use assets	-	-	14,390,417	14,390,417
Liabilities and shareholders' equity				
Current liabilities				
Lease liabilities - current portion	-	-	(2,452,893)	(2,452,893)
Non-current liabilities				
Lease liabilities - net of current portion	-	-	(11,937,524)	(11,937,524)



**a. Financial instruments**

The classifications, measurement basis and carrying values of financial assets in accordance with TFRS 9 as at January 1, 2020, and with the carrying amounts under the former basis, are as follows:

(Unit: Baht)

Consolidated					
Classification and measurement in accordance with TFRS 9					
	Carrying amounts under the former basis	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total
<b>Financial assets as at January 1, 2020</b>					
Cash and cash equivalents	123,425,562	-	-	123,425,562	123,425,562
Trade and other current receivables	32,272,036	-	-	32,272,036	32,272,036
Other current financial assets	8,321,356	8,321,356	-	-	8,321,356
<b>Total financial assets</b>	<b>164,018,954</b>	<b>8,321,356</b>	<b>-</b>	<b>155,697,598</b>	<b>164,018,954</b>

(Unit: Baht)

Separate					
Classification and measurement in accordance with TFRS 9					
	Carrying amounts under the former basis	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total
<b>Financial assets as at January 1, 2020</b>					
Cash and cash equivalents	15,750,110	-	-	15,750,110	15,750,110
Trade and other current receivables	2,364,403	-	-	2,364,403	2,364,403
Other current financial assets	4,291,751	4,291,751	-	-	4,291,751
Short-term loans	345,596,215	-	-	345,596,215	345,596,215
<b>Total financial assets</b>	<b>368,002,479</b>	<b>4,291,751</b>	<b>-</b>	<b>363,710,728</b>	<b>368,002,479</b>

As at January 1, 2020, the Company and its subsidiaries do not stipulations any financial liabilities to be measured at fair value through profit or loss.

## b. Leases

Upon initial application of TFRS 16 the Company and its subsidiaries recognised lease liabilities previously classified as operating leases at the present value of the remaining lease payments, discounted using the Company and its subsidiaries' incremental borrowing rate at January 1, 2020. For leases previously classified as finance leases, the Company and its subsidiaries recognised the carrying amount of the right-of-use assets and lease liabilities based on the carrying amounts of the lease assets and lease liabilities immediately before the date of initial application of TFRS 16.

	(Unit: Baht)	
	Consolidated	Separate
Operating lease commitments disclosed as at December 31, 2019	21,999,885	18,548,485
<u>Less</u> Short-term leases are recognized as an expense on a straight line.	(1,765,895)	(1,765,895)
<u>Less</u> Consideration service agreement	(226,390)	(171,990)
	20,007,600	16,610,600
<u>Less</u> Deferred interest expenses	(3,026,844)	(2,220,183)
Increase in lease liabilities due to TFRS 16 adoption	16,980,756	14,390,417
Liabilities under finance lease agreements as at December 31, 2019	365,241	-
Lease liabilities recognised as at January 1, 2020	17,345,997	14,390,417
The above lease liabilities comprise of:		
Current lease liabilities	3,110,126	2,452,893
Non-current lease liabilities	14,235,871	11,937,524
	17,345,997	14,390,417

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

	(Unit: Baht)	
	Consolidated	Separate
Land	887,736	-
Office building for rent	8,763,157	8,763,157
Vehicles	7,329,863	5,627,260
Total right-of-use assets	16,980,756	14,390,417

## 5. SIGNIFICANT ACCOUNTING POLICIES

### 5.1 Revenue recognition

#### *Revenue*

Revenue is measured at the fair value of the standalone selling price of each performance obligation in contracts.

Revenue from contracts with multiple elements are allocated by fair value of standalone selling price in each performance obligation. In case of contracts have both obligations to perform at point of time and overtime, difference from revenue recognition and performance obligations at the beginning of contracts is recognized as contract assets or contract liabilities and recognized over the contracts periods.

#### *Revenue from sale of real estate*

Revenue from sale of real estate is recognized at the point in time when control of residential condominium units is transferred to the customer, generally when the Group transfers the ownership (Freehold) to the customer.

Revenue is measured at the amount of the consideration received or receivable of residential condominium units after deducting discounts and consideration payable to a customer.

Sale of real estate contract, which includes provision for items without charge or the sales price includes the price of various premiums such as furniture and fixtures because the free of charge items are component parts of real estates, which are the main performance obligations under the contracts. In the event that the Group has not yet delivered any premiums to the customer, the Group has to adjust revenue from sale of real estate for premiums and record such value as deferred revenue from sale of real estate. The costs of provision for items without charge are recognized as part of cost of sale of real estate.

The Group makes payments such as registration fee for the transfer of real estates and common area fee to the juristic person of real estate projects on behalf of customers. If the Group receives distinct goods or services from the customer, the Group recognizes such payments as an expense when the distinct goods or services are consumed. But if not, such payments are recognized as a reduction of revenue.

#### *Revenue from sale of goods*

Revenue from sale of goods is recognized when control of the goods is transferred to customers, generally on delivery of goods.

### ***Revenue from sales of electricity***

Revenue from sales of electricity from solar power, including electricity tariff adders and fuel adjustment charges (Ft) and net of PEA operating charges, is recognized when the significant risks and rewards pass to the buyer and there are certainties that control has been transferred.

No revenue is recognized if there is control or continuing management involvement with the goods or there are significant uncertainties regarding recovery of the consideration due.

Revenue from sales are measured at the amount of consideration received or expect to be received for delivered goods after deduction of returns and discounts, excluding value added tax.

For sale with warranties to assure that the goods complies with agree-upon specifications, the Group recognized the warranty according to TAS 37 “Provisions, Contingent Liabilities and Contingent Assets” consistent with its previous accounting treatment.

### ***Revenue from rendering of services***

The Group recognized services revenue over the contract period. Such recognition is on a straight-line basis according to the proportion of the rendered services over the contract period.

### ***Revenue from service of banquet and restaurant***

Revenue from service of banquet is recognized when services are rendered.

Revenue of food and beverages is recognized as revenue when food and beverages are sold.

### ***Rental income and its related services***

Rental income and its related services from an investment property are recognized on a straight-line basis over the term of the lease. Contingent rentals are recognized as income in the accounting period in which they are occurred. The related service income is recognized over the term of the lease.

### ***Advances received from customers***

Advances received from customers is classified as current liabilities and recognized as revenue when the Company transferred control over the goods to the customers. For the advances that contain a significant financing component, they include the interest expense accreted on the contract liability under the effective interest method. The Company uses practical expedient which is not adjust the consideration for any effects of a significant financing component if the period of financing is 12 months or less.

### ***Consideration payable to the customer***

The Group recognized for consideration payable to the customer as a reduction of the revenue.

***Interest income***

Interest income is recognized as interest accrues, based on the effective rate method.

***Other income***

Other income is recognized on an accrual basis.

***Dividends income***

Dividend income is recognized as income when the Group have right to receive dividend.

***Revenues from construction contract***

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. Revenues from construction contract will be recognized over time on an input method based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs.

When the outcome of a construction contract cannot be estimated reliably, revenue from construction contract is recognized only to the extent of contract costs incurred that it is probably will be recoverable.

***Contract loss***

When it is probable that total contract costs will exceed total contract revenue, the Company will recognize the expected loss on a contract in the statement of profit or loss and other comprehensive income.

***Unbilled construction revenues and unearned construction revenues***

The Company becomes entitled to invoice customers for construction based on achieving a series of performance – related milestones. When a particular milestone is reached the customer is sent a relevant statement of work signed by a third – party assessor and an invoice for the related milestone payment. The Company recognizes unbilled construction revenues as part of trade and other current receivable in the statement of financial position. Such amount will be classified as trade receivables which it is invoiced to the customer. If the milestone payment exceeds the revenue recognized to date under the input cost method, the Company recognizes different amount as unearned construction revenues in the statement of financial position.

***Work in progress***

Costs that relate to future activity on the contract are recognized as work in progress provided it is probable that they will be recovered.

## 5.2 Recognition of expenses

### *Finance costs*

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

The interest component of finance lease payments is recognized in the statement of comprehensive income using the effective interest rate method.

Expenses are recognized on an accrual basis.

## 5.3 Financial instruments

### Accounting policies adopted since 1 January 2020

The Company initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component, are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

### **Classification and measurement of financial assets**

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Company’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

### **Financial assets at amortised cost**

The Company measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

### **Financial assets at FVTPL**

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives and equity investments which the Company has not irrevocably elected to classify at FVOCI.

Dividends on equity investments are recognised as other income in profit or loss.

### **Classification and measurement of financial liabilities**

Except for derivative liabilities, at initial recognition the Company's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Company takes into account any discounts or premiums on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

### **Derecognition of financial instruments**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Company has transferred substantially all the risks and rewards of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

### **Impairment of financial assets**

The Company recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Company considers a significant increase in credit risk to have occurred when contractual payments are more than 30 days past due and considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

### **Offsetting of financial instruments**

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

### Accounting policies adopted before 1 January 2020

#### **Trade accounts receivable**

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

#### **Investments**

Investments in non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for impairment loss (if any).

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

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

## **5.4 Cash and cash equivalents**

Cash and cash equivalents are cash on hand, current deposits and savings deposits, cash at bank with an original maturity of 3 months and short-term investments with high liquidity excluded deposits at bank on obligation.

## **5.5 Inventories**

### Restaurant and cultural center

Inventories are valued at the lower of cost calculated by the first-in, first-out method or net realizable value.

### Manufacture and distribution of ceiling fan



Finished goods and work in process are valued at the lower of cost calculated by moving average or net realizable value. The costs of inventories comprise of the raw materials, direct labor, other direct costs and related production overheads, the latter being allocated on the basis of normal operating activities.

Raw materials are valued at the lower of cost calculated by moving average or net realizable value and are charged to production costs whenever consumed. The costs of raw materials comprise of the purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the normal course of business less the costs to make the sale.

The Group records allowance for devaluation of inventories for all deteriorated, damaged, obsolete and slow-moving inventories.

### **Cost of project development**

Cost of project development is stated at the lower of cost or net realizable value. Cost of project development is netted of cost of sales.

Project costs consist of the acquisition cost of land, construction costs, and borrowing for the project development.

The details of cost calculation

#### *Land*

Purchase of land, cost incurred in bringing of land and development cost are recorded by using the average method allocated basing on an area or salable area for each project.

#### *Construction*

Construction cost consists of

- 1) The design cost, cost of construction, public utility costs, and also direct costs relating to the project development. The cost is allocated basing on an area or salable area.
- 2) The costs of construction of houses are allocated basing on the actual cost for each incurred.

#### *Borrowing cost*

Interest expense and fee on loans funding a property development capitalized before the completion of development, is allocated basing on actual cost of land and construction incurred.

Net realisable value represents the estimated normal selling price less estimated costs to sell.

Direct selling expenses such as specific business tax and transfer fee are recognized when sale incurs.

The Group recognizes loss on diminution in value of projects in profit or loss.

In determining the cost of sales of property development, the anticipated total development costs (taking into account actual costs incurred to date) are attributed based on the basis of the salable area.

Cost of property development sold estimates these costs based on their business experience and revisit the estimations on a periodical basis.

## **5.6 Investments in associates**

Investments in associates, The separate financial statements of the Company are accounted for using the cost method and downgraded. Allowance for the expected credit loss on the investment (if any), which is presented as an impairment loss on the investment in the statement of comprehensive income.

Investments in associates in the consolidated financial statements Record by equity method

## **5.7 Investments in subsidiaries**

Investments in subsidiary companies in the separate financial statements are recorded under the cost method net by the allowance for impairment (if any) and the recognition of the change in the investment in profit or loss is recorded when the investment is disposed or the impairment of the investment incurred.

Investments in subsidiaries in the consolidated financial statements Recorded as equity method.

## **5.8 Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses of assets (if any).

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

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

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

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

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

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

	Useful life (years)
Machinery and equipment	5-10
Furniture and office equipment	3-5
Vehicles	5

No depreciation is provided on land or assets under construction.

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

### 5.9 Property, plant and equipment not used in operation

Property, plant and equipment not used in operation are stated at cost less accumulated depreciation and impairment losses of assets.

### 5.10 Land held for development

Land held for development is land that will be developed in the future stated at cost less allowance for impairment loss. The cost of land held for development comprises purchase of land, the cost incurred in bringing such land and other related costs.

Loss from impairment of assets is shown in the statement of comprehensive income.

### 5.11 Investment property

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

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

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

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

	Useful lives (Years)
Condominium	20

Depreciation is included in determining income and no depreciation is provided on land and construction in progress.

*Subsequent costs*

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

*Reclassification to property, plant and equipment*

When the use of an investment properties changes such that it is reclassified as property, plant and equipment, its carrying amount at the date of reclassification becomes its cost for subsequent accounting.

**5.12 Intangible assets**

Intangible assets are shown at cost less by accumulated amortized expense and allowance for impairment (if any) of that asset. Amortization is calculated over the cost of the assets less its residual value (if any). Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives are as follows:

	Useful lives (Years)
Computer Software	5

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

**5.13 Leases**

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

**The Company as a lessee**

Accounting policies adopted since 1 January 2020

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Company recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Company recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

**Right-of-use assets**

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

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

	Useful lives (Years)
Land and land improvements	25
Buildings and buildings improvements	3-6
Vehicles	5

If ownership of the leased asset is transferred to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### Lease liabilities

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

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

### Short-term leases and leases of low-value assets

A lease that has a lease term less than or equal to **12** months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

### Accounting policies adopted before 1 January 2020

Leases of property, plant or equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental

obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases is depreciated over the shorter of the useful life of the asset and the lease period.

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

#### **The Company as a lessor**

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee. Lease receivables from operating leases is recognised as income in profit or loss on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying assets and recognised as an expense over the lease term on the same basis as the lease income.

### **5.14 Impairment of non-financial assets**

Impairment of assets, the carrying amounts of the Group's assets are reviewed at each financial reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. An impairment loss is recognized whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognized in profit or loss.

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

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

### **5.15 Goodwill**

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets. The financial statements. Subsequent to initial recognition, goodwill is measured at cost less accumulated impairment losses. In respect of equity-accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment, and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted investee.

### **5.16 Dividends**

Dividend and interim dividend payment are recorded in the financial statements in the period in which they are approved by Shareholders' meeting and Board of Directors' meeting.

## 5.17 Provisions

A provision is recognized in the statement of financial position when the Group has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Significant judgments and estimates are as follows:

### *Commercial disputes and litigation*

The Group has contingent liabilities as a result of commercial disputes and litigation. The management has used judgment to assess the results of the commercial disputes and litigation and believes that no loss will result. Therefore, no provision is recorded as at the statement of financial position date. However, actual results could differ from the estimates.

## 5.18 Trade payables and other payables

Trade payables and other payables are stated at cost.

## 5.19 Employee benefits

### *Short-term benefits*

The Group recognizes salaries, wages, bonus and social security contribution as expenses when incurred.

### *Post-employment benefits – defined contribution plan*

The Group operates a provident fund that is a defined contribution plan. The assets of which are held in a separate trust fund. The provident fund is funded by payments from employees and the Group. Contributions to the provident fund are charged to the statement of comprehensive income in the period to which they relate.

### *Post-employment benefits – defined benefit plan*

The employee benefits liabilities for severance payment as the labor law is recognized as a charge to results of operations Group over the employee's service period. It is calculated by estimating the amount of future benefit earned by employees in return for service provided to the Group in the current and future periods, with such benefit being discounted to determine the present value. The reference point for setting the discount rate is the yield rate of government bonds as at the reporting date. The calculation is performed by actuarial technique using the Projected Unit Credit Method.

When the employee benefits are improved, the portion of the increased benefit relating to past service by employees is recognized in the statement of comprehensive income on a straight-line basis over the average year until the benefits become vested.

When the actuarial assumptions are changed, the Group recognizes all actuarial gains (losses) immediately in other comprehensive income.

### *Termination benefits*

The Group recognizes termination benefits as a liability and expense when the Group terminates the employment of an employee or group of employees before the normal retirement date.

## **5.20 Accounting for income tax**

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognized in profit or loss except to the extent that they relate to a business combination, or items recognized directly in equity or in other comprehensive income.

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

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and jointly-controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.



### 5.21 Share premium

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

### 5.22 Basic earnings (loss) per share / Diluted earnings (loss) per share

Earnings per share are calculated by dividing the net profit (loss) for the year by the weighted average number of ordinary shares issued during the year.

Dilute earnings per share is calculated by dividing the net profit (loss) for the year by the total of the weighted average number of ordinary shares issued during the year and the weighted average number of ordinary shares to be issue for conversion of all dilutive potential ordinary shares into ordinary shares.

### 5.23 The related parties and related companies

The related parties and related companies with the Group meant individuals or enterprises which have the controlling power over the Group or are controlled by Group either directly or indirectly, or under the same control with the Group. Furthermore, the related parties or related companies also meant the associated companies and the parties whose holding the shares with voting rights, either directly or indirectly, and have significant influence to the Group, important management, directors or the employees of the Group who have the power to plan and control the operations of the Group including the family members close to the said persons which could persuade or power to persuade to act in compliance with the said persons and business that the said persons have control power or significant influence, either directly or indirectly.

### 5.24 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applied a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measured fair value using valuation techniques that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

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

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

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

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

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

## 5.25 Significant use of accounting judgments and estimations

In the application of the Company's accounting policies described above, the management is required to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the statement of financial position and the reported amounts of revenue and expense during the reporting. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Although these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates. Significant accounting estimates are as follows:

### Revenue from contracts with customers

#### *Identification of performance obligations*

In identifying performance obligations, the management is required to use judgement regarding whether each promise to deliver goods or services is considered distinct, taking into consideration terms and conditions of the arrangement. In other words, if a good or service is separately identifiable from other promises in the contract and if the customer can benefit from it, it is accounted for separately.

#### *Determination of timing of revenue recognition*

In determining the timing of revenue recognition, the management is required to use judgement regarding whether performance obligations are satisfied over time or at a point in time, taking into consideration terms and conditions of the arrangement. The Group recognises revenue over time in the following circumstances:

- The customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs
- The entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date

Where the above criteria are not met, revenue is recognised at a point in time. Where revenue is recognised at a point in time, the management is required to determine when the performance obligation under the contract is satisfied.

### *Costs to obtain contracts*

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

### *Recognition and derecognition of assets and liabilities*

In considering whether to recognise or to derecognise assets or liabilities, the management is required to make judgment on whether significant risk and rewards of those assets or liabilities have been transferred, based on their best knowledge of the current events and assessments.

### **Leases**

#### *Determining the lease term with extension and termination options - The Group as a lessee*

In determining the lease term, the management is required to exercise judgment in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease, considering all relevant factors and circumstances that create an economic incentive for the Group to exercise either the extension or termination option. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

#### *Lease classification - The Group as a lessor*

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

#### *Allowance for expected credit losses of trade receivables and contract assets*

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

#### *Depreciation of property, plant and equipment and right-of-use assets and amortisation of intangible assets*

In determining depreciation of plant and equipment and right-of-use assets and amortisation of intangible assets, the management is required to make estimates of the useful lives and residual values (if any) and to review useful lives and residual values when there are any changes.

In addition, the property, plant and equipment, right-of-use assets and intangibles assets are subject to impairment if there is an indication they may be impaired, and impairment losses are recorded in the period when it is determined that their recoverable amount is lower than the carrying amount.

Indications include significant falls in the market value of assets or the future economic benefits of assets, significant changes in the overall business strategy impacting to the future utilization of assets,

significant negative industry or economic trends, significant loss of market share, and significant unfavourable regulatory and court decisions that impact the business.

The impairment analysis of property, plant and equipment, right-of-use assets and intangible assets requires management to make subjective judgments concerning estimates of cash flows to be generated by the assets or

the cash generating units and to choose a suitable discount rate in order to determine the present value of those cash flows. The cash flow estimates are based on currently available information about the operations and require management to make judgments regarding future market conditions and future revenues and expenses relevant to the assets or the cash generating units subject to the review. Events and factors that may significantly affect the estimates include, among others, competitive forces, changes in revenue growth trends, cost structures, changes in discount rates and specific industry or market sector conditions.

#### ***Deferred tax assets***

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

#### ***Post – employment benefits under defined benefit plans and other long – term employee benefits***

The obligation under defined benefit plan is determined based on actuarial valuations. Inherent within these calculations are assumptions as to discount rates, future salary incremental rate, mortality rates and other demographic factors. In determining the appropriate discount rate, management selects an interest rate that reflects the current economic situation. The mortality rate is based on publicly available mortality tables for the country. Actual post-retirement costs may ultimately differ from these estimates.

#### **Assets retirement obligation**

Provision for expenses to be incurred with respect to the retirement of networks located on lease area is set by using estimates of the present value of such expenses, based on the average of actual retirement expenses incurred in the past. Such provision is recorded as part of right-of-use assets and amortised over the estimated useful lives. However, the actual amounts incurred may differ from the estimated amounts.

The management used judgment to assess the effect of these matters and this involves evaluating the degree of probability that a loss will be incurred and the management's ability to make a reasonable estimate of the amount of that loss. Changes in the factors used in management's evaluation and unanticipated events may result in actual results differing from the estimates. However, if management believes that no significant loss will result, no related provision are recorded as at the end of reporting period.

### **5.26 Estimation**

In preparing financial statements Management makes judgments, estimates and perceived assumptions. and the measurement of assets, liabilities, income and expenses. Actual results may differ from our judgments.

Estimates and assumptions made by management.

The judgments, estimates and assumptions. Including important sources of information used in the preparation of financial statements same as used in the preparation of the financial statements for the year ended December 31, 2019.

## 6. TRANSACTIONS WITH RELATED COMPANIES

The Company has significant transactions with its related companies stated below. Those transactions are executed based on agreed upon bases which might be different from the bases used for transactions with unrelated companies.

Name	Type of Business	Type of Relationship
C.E.I. (Chiangmai) Co., Ltd.	Property for rent / Banquet and restaurant	Direct holding
ACC Infra Co., Ltd.	Invest in business of electricity production from solar power and construction service	Direct holding
ACC Landmark Co., Ltd.	Property development	Direct holding
ACC Green Energy Co., Ltd.	Property development	Direct holding
Bangpakong Solar Power Co., Ltd.	Solar roof power plant	Direct holding
ACC Capital Co., Ltd.	Financing and factoring	Direct holding
Saraburi Solar Co., Ltd.	Production and distribution of electricity from solar power and construction service	Indirect holding
W. Solar Co., Ltd.	Solar roof power plant	Direct associated company
105 Solar Power Co., Ltd.	Solar power plant on the roof of the building	Direct associated company
Premium Energy Corporation Co., Ltd.	Import – Export Coal, briquette fuel and all other forms of fuel	Indirect associated company
Prime Mansion Co., Ltd.	Real estate business	Shareholders of ACC Landmark Co., Ltd.
Wyncoast Industrial Park Public Co., Ltd.	Property for rent Type of factory building area	Shareholders of Bangpakong Solar Power Co., Ltd. and W. Solar Co., Ltd.
Procap Investments Co.,Ltd.	Technology licensor to build a solar power plant on the roof	Shareholders of Bangpakong Solar Power Co., Ltd.
Best House Chiangmai Co., Ltd.	Educational operations	Shareholders and/ or director of the related companies is the ex-immediate family of the Company's director.
Ampluss International Co., Ltd.	Real estate business	Shareholders and/ or director of the related companies is the ex-immediate family of the Company's director.
Khum Phaya Resort & Spa Co., Ltd.	Spa business	Shareholders and/ or director of the related companies is the ex-immediate family of the Company's director.
UAUC Co., Ltd.	Car rental business	The executive director of the Company and director of subsidiary is director of the related companies
M.J. Accounting and Services Co., Ltd.	Accounting Service	Director of the related companies is the immediate family of the Company's director.

The significant transactions with related companies for years ended December 31, 2020 and 2019 are as follows:

Revenues and expenses with related companies.

		(Unit: Baht)			
		For the years ended December 31			
		Consolidated		Separate	
	Pricing Policy	2020	2019	2020	2019
<b>Revenues from sales</b>					
Wyncoast Industrial Park Public Co., Ltd.	Agreement contract	6,576,291	9,894,122	-	-
Khum Phaya Resort & Spa Co., Ltd.	Market price	67,280	618,059	-	-
<b>Revenues from services</b>					
C.E.I. (Chiangmai) Co., Ltd.	Agreement contract	-	-	-	708,385
Bangpakong Solar Power Co., Ltd.	Agreement contract	-	-	275,560	251,590
Saraburi Solar Co., Ltd.	Agreement contract	-	-	180,000	450,000
Premium Energy Corporation Co., Ltd.	Agreement contract	210,000	-	210,000	-
<b>Rental income</b>					
Saraburi Solar Co., Ltd.	Agreement contract	-	-	1,200,000	-
<b>Interest income</b>					
C.E.I. (Chiangmai) Co., Ltd.	Agreement Interest rates	-	-	11,214,966	20,408,589
ACC Infra Co., Ltd.	Agreement Interest rates	-	-	-	5,803,216
ACC Green Energy Co., Ltd.	Agreement Interest rates	-	-	-	5,546,466
ACC Landmark Co., Ltd.	Agreement Interest rates	-	-	382,346	777,534
105 Solar Power Co., Ltd.	Agreement Interest rates	36,002	-	-	-
<b>Rental cost</b>					
Wyncoast Industrial Park Public Co., Ltd.	Agreement contract	690,522	670,111	-	-
Ampluss International Co., Ltd.	Agreement contract	-	355,900	-	-
<b>Cost of service</b>					
W. Solar Co., Ltd.	Agreement contract	241,482	-	-	-
Prime Mansion Co., Ltd.	Agreement contract	180,000	-	-	-
Khum Phaya Resort & Spa Co., Ltd.	Agreement contract	71,907	93,084	-	-
M.J. Accounting and Services Co., Ltd.	Agreement contract	-	80,000	-	-
UAUC Co., Ltd.	Agreement contract	168,000	-	-	-

		(Unit: Baht)			
		For the years ended December 31			
		Consolidated		Separate	
	Pricing Policy	2020	2019	2020	2019
<b>Interest</b>					
ACC Infra Co., Ltd.	Agreement Interest rates	-	-	591,086	-
Saraburi Solar Co., Ltd.	Agreement Interest rates	-	-	28,973	-
ACC Capital Co., Ltd.	Agreement Interest rates	-	-	6,584,487	799,377
Prime Mansion Co., Ltd.	Agreement Interest rates	126,370	289,983	-	-
<b>Right – of – use – UAUC Co., Ltd.</b>					
Lease*	Agreement contract	-	401,250	-	-
Interest paid on lease liabilities	Agreement contract	63,221	-	-	-
Depreciation of Right – of – use	Agreement contract	392,909	-	-	-

\* During the year 2020, the Company has adopted the Financial Reporting Standard No. 16 regarding lease agreements for the first time.

#### Management remuneration

		(Unit: Baht)			
		For the years ended December 31			
		Consolidated		Separate	
		2020	2019	2020	2019
Short-term benefits		13,686,678		11,384,845	
			13,008,520		11,537,020
Long-term benefits		480,949		432,885	
			375,761		341,182
Total		14,167,627		11,817,730	
			13,384,281		11,878,202

#### **Directors' remuneration**

Directors' remuneration represents benefits paid to the directors of the Group in accordance with Section 90 of the Public Company Limited Act, exclusive of salaries and related benefit payable to directors who hold executive positions.

In accordance with the resolution of the 2020 Annual General Meeting of Shareholders on April 28, 2020, the shareholders did not approved the directors' remuneration.

#### Agreement

##### **The Company**

The Company entered into a Board of Director consulting agreement with a shareholder for a period of 1 year starting from May 15, 2019 to May 15, 2020 at a monthly service of Baht 50,000.



### Saraburi Solar Co., Ltd.

The subsidiary entered into a lease and service agreement for vehicles used as a company car with UAUC Co., Ltd. for a period of 1 year starting from May 16, 2019 to May 15, 2020 with a monthly rental and service of Baht 50,000.

Later, On May 15, 2020, the subsidiary renew a lease and service agreement for vehicles used as a company car with UAUC Co., Ltd. for a period of 1 year starting from May 16, 2020 to May 15, 2021 with a monthly rental and service of Baht 50,000.

Management expects to renew the lease and service for the next three years.

### Bangpakong Solar Power Co., Ltd.

The subsidiary entered into the electricity sale agreement with Wyncoast Industrial Park Public Company Limited for a period of 25 years starting from February 1, 2017 to January 31, 2042 at the selling price of Baht 6.50 per unit and agreed to renew the selling price at the rate of 1.50% of selling price per unit every 3 years.

The subsidiary entered into an area service agreement with Wyncoast Industrial Park Public Company Limited for a period of 26 years and 4 months starting from October 1, 2015 to January 31, 2042 at the rate of 10% of monthly revenue from sale of electricity.

### Co-guarantee for liabilities with related companies

As at December 31, 2020, related companies had co-guaranteed liabilities as follows:

#### Subsidiary

ACC Infra Co., Ltd. and shareholders of Saraburi Solar Co., Ltd had pledged investment in the ordinary shares of the Saraburi Solar Co., Ltd. as collateral against for loan from financial institution of the Saraburi Solar Co., Ltd. In addition, ACC Infra Co., Ltd. had co-guaranteed for such loans without compensation (Note 21).

C.E.I. (Chiangmai) Co., Ltd. mortgaged its land with constructions as collateral against for debentures of the Company without compensation (Note 23).

The significant balances with related companies as at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Trade and other current receivables</b>				
Saraburi Solar Co., Ltd.	-	-	776,446	16,050
Bangpakong Solar Power Co., Ltd.	-	-	20,491	74,333
Khum Phaya Resort & Spa Co., Ltd.	37,590	37,590	-	-
Wyncoast Industrial Park Public Co., Ltd.	4,581,666	576,540	-	-
Procap Investments Co.,Ltd.	247,800	495,600	-	-
Shareholders of subsidiaries company	15,000	30,000	-	-
	<u>4,882,056</u>	<u>1,139,730</u>	<u>796,937</u>	<u>90,383</u>

The significant balances of loans to related companies as at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b><u>Loans to related companies</u></b>				
Loans to	1,350,206	-	448,009,058	430,792,921
<u>Less</u> Allowance for expected credit loss	-	-	(94,170,483)	(85,196,706)
	1,350,206	-	353,838,575	345,596,215
<u>Less</u> Portion due within one year	(1,350,206)	-	(3,055,168)	(345,596,215)
	-	-	350,783,407	-
<b><u>C.E.I. (Chiangmai) Co., Ltd. <sup>(1)</sup></u></b>				
<u>Principle</u>				
Beginning balance year	-	-	267,000,000	280,000,000
Increase during the year	-	-	9,100,000	-
Decrease during the year	-	-	-	(13,000,000)
Ending balance year	-	-	276,100,000	267,000,000
<u>Accrued interest</u>				
Beginning balance year	-	-	1,705,274	178,356
Increase during the year	-	-	20,408,589	11,214,966
Decrease during the year	-	-	(3,406,438)	(9,688,048)
Ending balance year	-	-	18,707,425	1,705,274
Net Principle and Accrued interest	-	-	294,807,425	268,705,274
<b><u>ACC Infra Co., Ltd.</u></b>				
<u>Principle</u>				
Beginning balance year	-	-	-	167,200,000
Increase during the year	-	-	-	-
Decrease during the year	-	-	-	(167,200,000)
Ending balance year	-	-	-	-
<u>Accrued interest</u>				
Beginning balance year	-	-	-	721,479
Increase during the year	-	-	-	5,803,217
Decrease during the year	-	-	-	(6,524,696)
Ending balance year	-	-	-	-
Net Principle and Accrued interest	-	-	-	-

(Unit: Baht)

**ACC Green Energy Co., Ltd.<sup>(2)</sup>**Principle

	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Beginning balance year	-	-	146,700,000	146,700,000
Increase during the year	-	-	-	-
Decrease during the year	-	-	(2,100,000)	-
Ending balance year	-	-	144,600,000	146,700,000

Accrued interest

Beginning balance year	-	-	5,546,466	-
Increase during the year	-	-	-	5,546,466
Decrease during the year	-	-	-	-
Ending balance year	-	-	5,546,466	5,546,466
Net Principle and Accrued interest	-	-	150,146,466	152,246,466
<u>Less</u> Allowance for expected credit loss *	-	-	(94,170,483)	(85,196,706)
Net Principle and Accrued interest	-	-	55,975,983	67,049,760

**ACC Landmark Co., Ltd.<sup>(3)</sup>**Principle

Beginning balance year	-	-	9,750,000	10,750,000
Increase during the year	-	-	-	-
Decrease during the year	-	-	(6,750,000)	(1,000,000)
Ending balance year	-	-	3,000,000	9,750,000

Accrued interest

Beginning balance year	-	-	91,181	94,672
Increase during the year	-	-	382,346	91,232
Decrease during the year	-	-	(418,360)	(94,723)
Ending balance year	-	-	55,167	91,181
Net Principle and Accrued interest	-	-	3,055,167	9,841,181

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>105 Solar Power Co., Ltd.<sup>(4)</sup></b>				
<u>Principle</u>				
Beginning balance year	-	-	-	-
Increase during the year	3,350,000	-	-	-
Decrease during the year	(2,000,000)	-	-	-
Ending balance year	1,350,000	-	-	-
<u>Accrued interest</u>				
Beginning balance year	-	-	-	-
Increase during the year	36,002	-	-	-
Decrease during the year	(35,796)	-	-	-
Ending balance year	206	-	-	-
Net Principle and Accrued interest	1,350,206	-	-	-
Grand Total	1,350,206	-	353,838,575	345,596,215

\* In year 2020, the Company considered the recoverable amount of loans and accrued interest, found that in the year 2019, the Company recorded an allowance for expected credit loss of Baht 8.97 million. The company has considered to stop recognition of interest income since January 1, 2020.

<sup>(1)</sup>As at December 31, 2020 and 2019, Loans to subsidiaries company is promissory note amount of 5, In amount of Baht 276.10 million and 267.00 million respectively, with the interest rate at 7.50 and 7.50 per annum respectively (January to June, 2019 no interest charged). As follow:

No.1 Short – term loan amount of Baht 267.00 million, due on call .

In year 2020, The Company's management has classified short-term loans to long term, by issued new promissory notes in amount of Baht 267.00 million at an interest rate 7.50 percent per annum, due on December 12, 2023.

No.2-5 Long – term loan amount of Baht 9.10 million, due on June 2022 – September 2023

<sup>(2)</sup>As at December 31, 2020 and 2019, Loan to the subsidiaries company is promissory notes in amount of Baht 144.60 million and 146.70 million respectively, due on call at the rate of 7.50 percent per annum and 7.50 percent per annum respectively (by January to June, 2019, no interest charged).

In 2020, The Company's management has classified short-term loans to long term, By issued new promissory note amount of Baht 144.60 million at an interest rate of 7.50 percent per annum, due on May 19, 2022.

<sup>(3)</sup>As at December 31, 2020 and 2019, Loan to the subsidiaries company is promissory notes in amount of Baht 3.00 million and 9.75 million respectively, due on call at the rate of 7.50 percent per annum and 7.50 percent per annum respectively (by January to June, 2019, Interest rate of 0.75 percent per annum).

<sup>(4)</sup>As at December 31, 2020, Loan to the associate company is promissory notes in amount of Baht 1.35 million, at an interest rate of 7.50 percent per annum, due on call.

The significant balances with related companies as at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Right-of-use - UAUC Co., Ltd.</b>				
Vehicle	1,333,824	-	-	-
<b>Trade and other current payables</b>				
Khum Phaya Resort & Spa Co., Ltd.	10,640	-	-	-
Ampluss International Co., Ltd.	159,540	159,540	-	-
Wyncoast Industrial Park Public Co., Ltd.	515,600	57,654	-	-
W. Solar Co., Ltd.	322,459	10,700	-	-
Subsidiary shareholders	506,369	361,498	196,167	50,770
	<u>1,514,608</u>	<u>589,392</u>	<u>196,167</u>	<u>50,770</u>

The significant balances of borrowings from related companies as at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b><u>Borrowings from related companies</u></b>				
Borrowings	1,000,000	3,250,000	115,692,600	85,453,082
<u>Less</u> Portion due within one year	<u>(1,000,000)</u>	<u>(3,250,000)</u>	<u>-</u>	<u>(85,453,082)</u>
	<u>-</u>	<u>-</u>	<u>115,692,600</u>	<u>-</u>
<b><u>ACC Infra Co., Ltd.<sup>(1)</sup></u></b>				
<b><u>Principle</u></b>				
Beginning balance year	-	-	-	-
Increase during the year	-	-	14,998,000	-
Decrease during the year	-	-	(3,100,000)	-
Ending balance year	-	-	<u>11,898,000</u>	-
<b><u>Accrued interest</u></b>				
Beginning balance year	-	-	-	-
Increase during the year	-	-	591,086	-
Decrease during the year	-	-	(134,055)	-
Ending balance year	-	-	<u>457,031</u>	-
Net Principle and Accrued interest	-	-	<u>12,355,031</u>	-

(Unit: Baht)

**ACC Capital Co., Ltd.<sup>(2)</sup>**Principle

	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Beginning balance year	-	-	85,000,000	-
Increase during the year	-	-	11,300,000	94,000,000
Decrease during the year	-	-	-	(9,000,000)
Ending balance year	-	-	96,300,000	85,000,000

Accrued interest

Beginning balance year	-	-	453,082	-
Increase during the year	-	-	6,584,487	799,377
Decrease during the year	-	-	-	(346,295)
Ending balance year	-	-	7,037,569	453,082

Net Principle and Accrued interest

-	-	103,337,569	85,453,082
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**Saraburi Solar Co., Ltd.<sup>(3)</sup>**Principle

Beginning balance year	-	-	-	-
Increase during the year	-	-	1,500,000	-
Decrease during the year	-	-	(1,500,000)	-
Ending balance year	-	-	-	-

Accrued interest

Beginning balance year	-	-	-	-
Increase during the year	-	-	28,973	-
Decrease during the year	-	-	(28,973)	-
Ending balance year	-	-	-	-

Net Principle and Accrued interest

-	-	-	-
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**Prime Mansion Co., Ltd.<sup>(4)</sup>**Principle

Beginning balance year	3,250,000	4,250,000	-	-
Increase during the year	-	-	-	-
Decrease during the year	(2,250,000)	(1,000,000)	-	-
Ending balance year	1,000,000	3,250,000	-	-

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Accrued interest</b>				
Beginning balance year	-	17,013	-	-
Increase during the year	126,370	289,983	-	-
Decrease during the year	(126,370)	(309,658)	-	-
Ending balance year	-	-	-	-
Net Principle and Accrued interest	1,000,000	3,250,000	-	-
Grand total	1,000,000	3,250,000	115,692,600	85,453,082

<sup>(1)</sup> As at December 31, 2020, Borrowings in form of promissory notes amount of 5, in amount of Baht 11.90 million at an interest rate of 7.50 percent per annum, due on June – July 2022.

<sup>(2)</sup> As at December 31, 2020, and 2019, Borrowings in form of promissory note in amount of 6, in amount of Baht 96.30 million and 85.00 million respectively, the interest is charged at the rate of 7.50 percent per annum and is unsecured as follow:

No. 1-4 Short – term borrowings in amount of Baht 87.00 million , due on call.

In year 2020, the Company classified the promissory notes as long – term borrowings since the Company issued 4 promissory notes in amount of Baht 87.00 million at an interest rate of 7.50 percent per annum, due on May 16, 2023.

No. 5-10 Long – term borrowings in amount of Baht 9.30 million, due on December 2022 and August – December 2023.

<sup>(3)</sup> As at December 31, 2020, Borrowings in form of a promissory note in amount of Baht 1.50 million at an interest rate of 7.50 percent per annum, due on May 26, 2022. On August 28, 2020, the company paid in full amount.

<sup>(4)</sup> As at December 31, 2020 and 2019, borrowings in form of a promissory note in amount of Baht 1.00 and 3.25 million at an interest rate of 7.50 percent per annum, due on call.

On January 6, 2020 and July 7, 2020, the company paid in amount of Baht 2.25 million.

## Additional information

### Purchase of land held for development

The Board of Directors' Meeting on August 14, 2015 passed a resolution to approve a feasibility study in the investment in land development and approve the deposit for guaranteeing such feasibility in the amount of Baht 150 million.

On August 17, 2015, the Company entered into a memorandum of understanding of feasibility study in the investment in land development with Thai Lanna Food and Cultural Center Co., Ltd. (“Thai Lanna”). The Company pledged the deposit as guarantee in the amount of Baht 150 million, in the case that the study were not satisfy, the Company had right to terminate such memorandum and refund all deposit without any obligation.

The Board of Directors' Meeting held on April 12, 2016 passed a resolution to approve a change in the investment pattern for downsizing their investment.

On April 20, 2016, ACC Landmark Co., Ltd. entered into the purchase agreement on an empty land with Thai Lanna in the agreement valued of Baht 180 million. Later, there was a change in the agreement value to Baht 140 million.

The Board of Directors' Meeting held on August 15, 2016 passed a resolution to approve the termination on purchase of land in according to the termination letter of Thai Lanna. Thai Lanna shall refunded including compensation from such termination in the amount of Baht 18 million.

On October 14, 2016, Thai Lanna had written notified the Company to transfer the ownership on land in according to the purchase agreement dated April 20, 2016.

The Board of Directors' Meeting held on October 18, 2016 passed a resolution to approve to process the memorandum or an agreement notifying Thai Lanna brought land to repay the compensation on the termination.

ACC Landmark Co., Ltd. transferred the right according to the mentioned purchase agreement to ACC Green Energy Co., Ltd.

On November 11, 2016, Thai Lanna had already transferred such ownership on land to ACC Green Energy Co., Ltd.

The Board of Directors' Meeting held on November 14, 2016 acknowledged and confirmed the debt settlement.

During that period of signing in the memorandum of understanding of feasibility study, an independent director of the Company was a member of family with the director and/or shareholder of Thai Lanna. Later at the period of entering the agreement and transfer the ownership on land, such person was not the director and/or shareholder of Thai Lanna.

Land held for development was appraised with the appraisal value of Baht 228.80 million by Tobtavee Appraisal and Services

Co., Ltd., an independent appraiser engaged by the Company, as per their appraisal report dated February 3, 2015.

Land held for development was appraised with the appraisal value of Baht 237.60 million by Tobtavee Appraisal and Services Co., Ltd., an independent appraiser engaged by the Company, as per their appraisal report dated November 27, 2018.

Land held for development was appraised with the appraisal value of Baht 60.50 million by 15 Business Advisory Co.,Ltd

an independent appraiser engaged by the Company, as per their appraisal report dated July 15, 2019.

Land held for development was appraised with the appraisal value of Baht 88.00 million by Knight Frank Charter (Thailand) Co.,Ltd. an independent appraiser engaged by the Company, as per their appraisal report dated August 9, 2019.

Land held for development was appraised with the appraisal value of Baht 66.00 million by S.L. Standard Appraisal Co.,Ltd.

an independent appraiser engaged by the Company, as per their appraisal report dated April 13, 2020



## 7. CASH AND CASH EQUIVALENTS

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Cash on hand	116,411	611,604	42,564	26,760
Cash at banks – saving accounts	16,150,954	122,666,667	4,653,729	15,687,955
Cash at banks – current accounts	514,052	144,291	34,693	33,395
Cash at banks – fixed deposits 3 months	21,090	3,000	2,000	2,000
Total	<u>16,802,507</u>	<u>123,425,562</u>	<u>4,732,986</u>	<u>15,750,110</u>

Savings have floating rates as set by the bank.

## 8. OTHER CURRENT FINANCIAL ASSET

The effect of initially applying TFRS 9 in the Group's financial instruments is described in Note 4. Due to the transition method chosen in applying TFRS 9, comparative information has not been restated to reflect the new requirements.

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Other current financial asset</b>				
Temporary investments	-	8,321,356	-	4,291,751
Investments in securities (mutual funds)				
Measured at fair value to profit or loss	96,120	-	20,306	-
Total	<u>96,120</u>	<u>8,321,356</u>	<u>20,306</u>	<u>4,291,751</u>

The fair value of investment in securities (mutual funds) is an active market quote for the same asset, which is Level 1.

## 9. TRADE AND OTHER CURRENT RECEIVABLES

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Trade receivables – related companies (Note 6)	4,619,256	614,130	-	-
Trade receivables – non – related companies	30,816,802	24,414,268	3,181,550	2,245,780
<u>Less</u> Allowance for doubtful accounts	(1,892,482)	(2,354,789)	-	-
Total trade receivables	33,543,576	22,673,609	3,181,550	2,245,780
Unbilled construction revenues	9,202,056	-	-	-
Other current receivables				
Other receivables – related companies (Note 6)	262,800	525,600	796,937	90,383
Other receivables – non – related companies	460,097	169,312	276,054	28,240
Prepaid for contractor	4,659,107	-	-	-
Advance payment under joint venture agreement	20,966,360	9,044,586	-	-
<u>Less</u> Allowance for expected credit loss	(14,712,896)	(141,071)	-	-
Total other current receivables	11,635,468	9,598,427	1,072,991	118,623
Total trade and other current receivables	54,381,100	32,272,036	4,254,541	2,364,403

Outstanding balances of receivable classified by ages are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Trade receivables				
Not yet due receivables	21,281,938	20,305,156	177,193	1,744,963
Overdue:				
Not over 3 months	9,433,905	2,688,272	2,728,596	455,399
Over 3 months up to 6 months	1,685,286	184,730	81,361	19,570
Over 6 months up to 12 months	1,480,697	1,724,728	162,290	9,898
Over 12 months	1,554,232	125,512	32,110	15,950
Total	35,436,058	25,028,398	3,181,550	2,245,780
<u>Less</u> Allowance for expected credit loss	(1,892,482)	(2,354,789)	-	-
Total trade receivables	33,543,576	22,673,609	3,181,550	2,245,780

As at December 31, 2020 and 2019 the Group had a minimum amount to be received in the future under operating leases, as follows:

	(Unit: Baht)	
	Consolidated / Separate	
	December 31, 2020	December 31, 2019
Minimum amount to be received in the future under operating leases in 1 year	144,000	144,000

Movements of allowance for doubtful accounts for years ended December 31, 2020 and 2019 were as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	2020	2019	2020	2019
Balance as at January 1,	2,495,860	15,573,000	-	14,000,000
<u>Add</u> Allowance for expected credit loss				
(Reversal)	14,571,825	-	-	-
<u>Less</u> Allowance for expected credit loss	(462,307)	(13,077,140)	-	(14,000,000)
Balance as at December 31,	16,605,378	2,495,860	-	-

#### Advance payment under joint venture agreement

##### **Saraburi Solar Co., Ltd. ("Subsidiary")**

On November 21, 2019 the subsidiary entered into the Joint Investment Agreement with Wealth Power Solution Co., Ltd. ("Wealth Power") to install the solar power generation system for a company. The significant terms of Joint Investment agreement are as follows:

#### 1. Operation Responsibility

##### 1.1 Wealth Power

- Design and install roof-top solar power plant system according to scope of works and details of the estimation.
- Survey, feasibility study, design the electrical and installation systems, including the engineering certifications, prepare supporting documents for agreement proposal until completion and also provide to support any expenses in relation to tools, other construction equipment and others regarding to project management.
- Provide related equipment including installation workforce until completion.
- Perform maintenance of solar power generation systems for guarantee period of 2 years as specified in the agreement.

##### 1.2 Subsidiary

- Co-operate for project management planning.
- Provide equipment, operation expenses related to installation for equipment used in the project provided by Wealth Power.

- Coordinate, follow-up, and debt collect as per work period.
- 2. Benefit sharing are basing on gross profit in the amount of Baht 43,000 per site at the proportion of 70% for Wealth Power and 30% for subsidiary.
- 3. Subsidiary pledge the deposit in the amount of Baht 2 million for guaranteeing the Joint Investment Agreement. Wealth Power will refund guarantee to the subsidiary without interest after the last date of work project delivered or within 15 days from the termination date.
- 4. The Joint Investment Agreement has a work period of 3 years.

During the year 2020, the subsidiary and Wealth Power are in the process of installation of 46 electricity generating systems. However, the installation work performed of the solar power generation system cannot be delivered to the principal as scheduled, which effected that Saraburi Solar has not yet received a return on investment.

The company has the details in implementing the above matters as follows:

- (1) Reasons that the work cannot be delivered to the employer as scheduled

Saraburi Solar Company Limited entered into an agreement to invest in the project to install the electricity production from solar cells at the base station of 365 base stations or total value 65.70 Million Baht for a company (buyer) on November 21, 2019 in the installation of the said system, the buyer is required to deliver the work of 30 base stations by December 31, 2019, but during the construction, the buyer has ordered many amendments and improvements to the construction plan. Causing the construction work that has already been done to be modified. In addition, construction began at the end of the year 2019. Many construction contractors leave work and do not come to work within the deadline causing the construction to be delayed. In which the buyer is well aware of the said problem. Therefore, the delivery period of the work for the 30 base stations was extended to within March 2020. At present, the construction has been completed and the electricity distribution system has been delivered to the buyer. Currently, the work is being inspected for the buyer.

- (2) Summary of the essence of the joint venture agreement and contract details How are each party responsible for not being able to deliver on schedule?

According to the joint investment agreement dated November 21, 2019, which has the following material points:

- (A) Wealth Power Solution Company Limited is responsible for the design, installation, and production of electricity in accordance with the scope of the buyer, engineering and maintenance work, procurement of contractors and various expenses related to project management and control.
- (B) Saraburi Solar Company Limited is responsible for project management plan, procure materials and equipment for use in the project administrative expenses related to the installation of materials and equipment used in the project according to the quantity and equipment list that is specified.
- (C) Income after deduction of gross expenses (before selling administrative expenses and not including maintenance fees, divided to 70 percent of Wealth Power Company Limited, divided to 30 percent of Saraburi Solar Company Limited.
- (D) In the case of a dispute under a joint investment agreement or have disputes arising out of projects from billing, payment, or other actions, the parties will jointly be responsible and resolve problems together and the costs incurred in relation to the dispute to the contract parties as appropriate.

For the responsibility of not being able to deliver the work as scheduled is a matter of other actions in which the contracting party is responsible and resolves the joint problems as stated in (D) If the buyer does not accept the work as delivered or accepting the assignment with the condition, Wealth Power Solution Company Limited and Saraburi Solar Company Limited must jointly solve the problem and jointly take responsibility as appropriate.

- (3) The risk that Saraburi Solar Company Limited will not receive return from investment And ways to take action to alleviate damage.

The risk that Saraburi Solar Company Limited will not receive return on investment. The only thing is that the buyer does not accept the assignment and terminates the contract. And as described in (1) Wealth Power Solution Company Limited has delivered work for 30 base stations and is in the process of being inspected by the buyer. In addition, construction and system installation for other base stations is still in operation. The buyer has not been terminated in anyway and in the process of negotiation to solve the construction problems between the buyer and Wealth Power Solutions Co., Ltd. Which will execute according to the contract. After completion of the contract and the buyer has accepted the work, Saraburi Solar Company Limited will receive approximately 9.42 percent of the investment return.

As for the guidelines for actions to alleviate the damage that may occur from the joint investment. The company, together with Saraburi Solar Company Limited and Wealth Power Solutions Company Limited, met with buyers to find solutions of problems arising from operations in the project. The buyer acknowledged all the problems and agreed to Saraburi Solar Co., Ltd. to construct and install a system of 100 base stations with a work value of approximately 19.56 million baht to alleviate the damage of Saraburi Solar Company Limited during negotiations to resolve the problems with Wealth Power Solution Company Limited. However, Wealth Power Solutions Company Limited did not follow the guidelines negotiated with the buyer. In according to the resolution of the Board of Directors meeting of Advance Connection Corporation Public Company Limited No. 5/2020 on May 29, 2020, the resolution for Saraburi Solar Company Limited terminate the agreement with Wealth Power Solution Co., Ltd. Due to Wealth Power Solution Co., Ltd. Breaches the investment agreement. In which the company will proceed with legal proceedings and the management estimated the difficulty of collection therefore decided to record the full provision for expected credit losses in amount of Baht 14.57 million.

## 10. LOANS TO

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Loans to</b>				
- Related companies (Note 6)	1,350,206	-	448,009,058	430,792,921
- Non - related persons/companies	87,850,566	85,831,662	85,831,662	85,831,662
<b>Total</b>	<b>89,200,772</b>	<b>85,831,662</b>	<b>533,840,720</b>	<b>516,624,583</b>
<u>Less</u> Allowance for expected credit loss				
- Related companies (Note 6)	-	-	(94,170,483)	(85,196,706)
- Non - related persons/companies	(85,831,662)	(85,831,662)	(85,831,662)	(85,831,662)
	<b>3,369,110</b>	<b>-</b>	<b>353,838,575</b>	<b>345,596,215</b>
<u>Less</u> Portion due within one year				
- Related companies (Note 6)	(1,350,206)	-	(3,055,168)	(345,596,215)
- Non - related persons/companies	(2,018,904)	-	-	-
	<b>(3,369,110)</b>	<b>-</b>	<b>(3,055,168)</b>	<b>(345,596,215)</b>
	<b>-</b>	<b>-</b>	<b>350,783,407</b>	<b>-</b>

### 10.1 Loan to non - related persons/companies

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Loan to	87,850,566	85,831,662	85,831,662	85,831,662
Factoring receivables	-	-	-	-
	<b>87,850,566</b>	<b>85,831,662</b>	<b>85,831,662</b>	<b>85,831,662</b>
<u>Less</u> Allowance for expected credit loss	(85,831,662)	(85,831,662)	(85,831,662)	(85,831,662)
<b>Net</b>	<b>2,018,904</b>	<b>-</b>	<b>-</b>	<b>-</b>

Movements of loans to non - related persons/companies during the year ended December 31, 2020 are as follows:

	(Unit: Baht)			
	Consolidated			
	January 1, 2020	Increase	(Decrease)	December 31, 2020
<u>Loan to non - related persons/companies</u>				
Principle	76,680,908	2,000,000	-	78,680,908
Accrued interest	9,150,754	18,904	-	9,169,658
	85,831,662	2,018,904	-	87,850,566
<u>Less</u> Allowance for expected credit loss	(85,831,662)	-	-	(85,831,662)
Net	-	2,018,904	-	2,018,904

	(Unit: Baht)			
	Separate			
	January 1, 2020	Increase	(Decrease)	December 31, 2020
<u>Loan to non – related companies</u>				
Principle	76,680,908	-	-	76,680,908
Accrued interest	9,150,754	-	-	9,150,754
	85,831,662	-	-	85,831,662
<u>Less</u> Allowance for expected credit loss	(85,831,662)	-	-	(85,831,662)
Net	-	-	-	-

Movements of Factoring receivables during the year ended December 31, 2020 are as follows:

	(Unit: Baht)			
	Consolidated			
	January 1, 2020	Increase	(Decrease)	December 31, 2020
<u>Factoring receivables</u>				
Principle	-	3,719,625	(3,719,625)	-
Accrued interest	-	145,439	(145,439)	-
Net	-	3,865,064	(3,865,064)	-

### 10.1.1 Loan to non - related persons/companies

#### **Loans to non – related companies**

In year 2009, the Company entered into a loan agreement with Tanyarungroengchai Rice Mill (Thailand) Co., Ltd. (“TRC”) in the amount of Baht 70 million. Later, in year 2010 The Company and TRC agreed to transfer accrued interest amounted of Baht 6.68 million to be a part of principal. However, TRC has defaulted on debt payments and negotiating to extend several times.

The long-term loan was guaranteed by ordinary shares of TRC of one shareholder in amount of 800,000 shares, at the par value of Baht 100 each and one of TRC’s management was joint guarantor.

The Company’s management assigned the lawyer filing to apply for payment in case that TRC submitted the Clarification of the Rehabilitation Petition to the Bankruptcy Court. However, the Company had already recorded the allowance for expected credit loss of such loan in the whole amount.

In year 2018, the Central Bankruptcy Court had ordered to approve the rehabilitation plan of TRC determining the Company receive debt repayment at the rate of 58.73% of acceptable principal, totaling of Baht 98.37 million, within the 15 year rehabilitation plan as follows:

- For the 1<sup>st</sup> - 15<sup>th</sup> year, the acceptable amount according to the rehabilitation plan was totaling of Baht 5.27 million.
- The final payment was Baht 93.10 million.

Currently, account receivable / planner has filed an objection to the judgment of the Court of Appeal for Specialized Cases with the Central Bankruptcy Court. The case is therefore under consideration by the Supreme Court.

#### **Loans to non – related persons**

As of December 31, 2020, the subsidiary has loans to non - related persons. The loan agreement on December 9, 2020 is due within 6 months at an interest rate of 15% per annum and the non - related person has mortgaged the apartment of 70.13 square at a totaling of Baht 2 million to company.

### 10.1.2 Factoring receivables

As of December 31, 2020, the subsidiary company has factoring loan receivables. with recourse to a private company

in the amount of 3.41 million baht at an interest rate of 13 percent per year due on October 6, 2020

The private company requested an extension of the payment period to October 31, 2020, with an interest rate of 13 percent per annum. On November 3, 2020, the company has received the full amount.



## 11. INVENTORIES

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Restaurant and cultural center</b>				
Food and beverage	328,226	603,919	-	-
Supplies	190,652	180,452	-	-
	518,878	784,371	-	-
<b>Manufacture and distribution of ceiling fan</b>				
Finished goods	1,692,827	43,621,892	1,692,827	43,621,892
Work in process	-	1,267,506	-	1,267,506
Raw materials	-	1,220,788	-	1,220,788
	1,692,827	46,110,186	1,692,827	46,110,186
<b>Cost of property development</b>				
Land and houses	49,547,760	53,099,891	-	-
<b>Construction contractor</b>				
Raw materials and supplies	2,112,243	-	-	-
Total Inventories	53,871,708	99,994,448	1,692,827	46,110,186
<u>Less</u> Allowances for obsolete of inventories	(2,373,452)	(44,817,373)	(1,692,827)	(44,799,063)
Inventories – net	51,498,256	55,177,075	-	1,311,123

For years ended December 31, 2020 and 2019, the movements of allowances for obsolete of inventories are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	2020	2019	2020	2019
Beginning balance as at January 1	44,817,373	50,089,342	44,799,063	50,071,032
Increase	680,625	-	-	-
Reversal / disposed of during the year	(43,124,546)	(5,271,969)	(43,106,236)	(5,271,969)
Ending balance as at December 31	2,373,452	44,817,373	1,692,827	44,799,063

Allowances for obsolete of inventories was shown in cost of sale in statements of comprehensive income.

According to the resolution of the Board of Directors Meeting No. 10/2020 on November 11, 2020, it was resolved to approve the auction to sell all ceiling fans and LED lamps at a price of not less than 4,000,000 baht. In December 2020, the company received the results for the winning bidders. The Company and the winning bidder have entered into an agreement to buy and sell ceiling fans and LED lamps at a price of 5.10 million baht, whereby the purchaser agrees to pay the cheque dated 3 times in advance as follows:

1<sup>st</sup> installment: 40% of the selling price, totaling Baht 2.18 million, check dated in advance dated December 18, 2020, the company has received the full amount.

2<sup>nd</sup> installment: 30% of the selling price, totaling Baht 1.64 million, check dated in advance dated February 28, 2021

3<sup>rd</sup> installment: 30% of the selling price, totaling Baht 1.64 million, check dated in advance dated April 30, 2021.

The buyer agrees to receive all products on December 30, 2020 at the company's warehouse building. The buyer will complete the removal of the goods from the Company's warehouse by April 30, 2021.

## 12. OTHER CURRENT ASSETS

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Deposits at financial institution				
with commitment	590,200	590,200	-	-
Prepaid prosecution fee	-	10,309,278	-	10,309,278
Prepaid expenses	1,246,153	1,432,893	311,309	731,203
Other supplies	-	950,831	-	-
Vat added tax pending for credit	2,164,139	3,912,749	1,408,901	3,470,171
Others	1,382,526	450,278	12,732	-
	<u>5,383,018</u>	<u>17,646,229</u>	<u>1,732,942</u>	<u>14,510,652</u>

### Deposits at financial institution with commitment

As at December 31, 2020 and 2019, bank deposits with restrictions on the use of collateral, issuance of letters of guarantee for electricity usage, etc.

### Prepaid prosecution fee

On December 20, 2019, the Company entered into the agreement of conduct a case with a law firm to provide lawyers to prosecute

- 1) Director and the former director of the Company who approved the transactions incurred during the year 2013 to 2018 which were specially audited
- 2) Third parties.

The Company agreed to pay the prosecution and case conducting expenses as follow:

- 1) the prosecution expense of Baht 15 million is a lump sum payment and nondeductible for any tax determined for 3 installment as follow:

1<sup>st</sup> installment: Baht 10 million will be paid within December 23, 2019 (The company paid the whole amount in 2019)

2<sup>nd</sup> installment: Baht 2.50 million will be paid on the date of filing a lawsuit (The company paid the whole amount in 2020)

- 3<sup>rd</sup> installment: Baht 2.50 million will be paid on the date that the court issue an order (The company paid the whole amount in 2020)
- 2) the case conducting expenses at the rate of 10% of the amounts that the Company would receive from the defendants.

The company has the details in implementing the above matters as follows

- 1) The background of the event and the cause of hiring a legal consultant

The company would like to inform that on June 14, 2018, a shareholder of the company sent a letter to the chairman of the audit committee requesting to appoint a new managing director. And check to see if there is fraud in the administration and benefit to the major shareholders of the company. The Chairman of the Audit Committee is of the opinion that the matter of fraud investigation and the benefit of the major shareholders as according to the shareholder's complaint. It is an important duty of the company to manage the investigation to get the facts that there is a fraud. Or is there any benefit to the major shareholder as according to the complaint? The chairman of the audit committee then proposed to the meeting of the audit committee and the board of directors at that time investigate the said matter. But did not received cooperation from the audit committee and the board of directors. The audit committee and the board of directors only acknowledge the complaint without inspection in any way. The chairman of the audit committee has to hire an outside law firm to check the facts regarding the matter under the complaint which appears from the examination of the external law firm that in land trading in Ko Sire Phuket, one of the audit committee of the company while purchasing land (currently resigned) has a relationship with the directors and shareholders of the landowner company that the company has entered into for sale and purchase transactions. By living together, husband and wife have children together and live in the same house. But the said audit committee concealed the relationship and did not notify the company. The said act is a violation of the law. The Chairman of the Audit Committee therefore sent a letter to the relevant department informing the behavior of the said audit committee based on the facts obtained from the examination of the external law office. At present, the Company has prosecuted the said audit committee and all relevant parties. (Note 37)

- 2) In according to the Executive Committee Meeting of Advanced Connection Corporation Public Company Limited on October 8, 2019, it was resolved to approve the payment of legal advisory fees to legal advisory firm. This was caused by an independent director who hired a legal advisory firm between October 2, 2018 and June 24, 2019, in amounting of 316 items, totaling of Baht 3.83 million, which was personally hired without going through the procurement process and was not presented to the meeting of the Audit Committee and the Board of Directors between October 2, 2018 and May 15, 2019.

The expenses are related to the operations of the Group and are truly beneficial to the Group. And how to proceed with unrelated expenses. (if any)

The expenses between October 2, 2018 to June 24, 2019, in the amount of 316 transactions, totaling 3.83 million baht. The company has completed the examination before paying the service fee to the external law office. All expenses are relevant and beneficial to the company's operations, once the violation has been detected and the behavior of the former audit committee has been reported to the relevant department, Causing the major shareholder who is related to the said former audit committee sent an agent to contact

the company to be a stock trading coordinator in order to pay the debt to the company which the company needs to receive legal advice from the law firm in a meeting to discuss the trading of

shares. Joint meetings between the company and shareholder representatives Preparation of contracts and documents, which, if the transaction is successful, the company will receive the full repayment. Expenses in the amount of 316 items, totaling amount of Baht 3.83 million, therefore, there is no case not related to the company's operations.

The investigation of complaints about corruption and the benefit of major shareholders it is an important job that the company has to arrange for an inspection as soon as possible. But the facts in this case, it appears that the shareholders have complained to the Chairman of the Audit Committee since 14 June 2018, but the audit committee and the board of directors at that time ignore the disregard for arranging for an inspection soon enough, leave the matter behind until November 2018, and there is still no hiring to investigate the complaint. This is the case that the company does not provide hiring to conduct an investigation, despite the fact that this matter is important and may have an impact on the company's status and operations. The Chairman of the Audit Committee has to hire an external law firm to conduct an audit by himself. Which is managing out-of-order work. And it appears later that this management has made the company aware of the violations of the law of the former audit committee which conceals the relationship with the directors and shareholders of the landowner company around Ko Sirey, Phuket. In which the company entered into a sales contract. The result of out-of-order management of the chairman of the audit committee is therefore beneficial to the company. The company must therefore compensate the chairman of the audit committee to return to the chairman of the audit committee. The case is not normal procurement of the company's business. But is an out-of-order job management that is beneficial company (company). If the audit committee and the board of directors at that time perform duties with prudence, prudence and honesty by providing a prompt review of complaints which will not cause the management of out-of-order work in this case at all. The current audit committee and board of directors has instructed all employees to strictly abide by the company's procurement regulations and methods. That is, in procurement of all types of materials and equipment, procurement officers must have a price comparison from at least 3 vendors. Propose to the supervisor for approval respectively. Once approved, the Board of Directors is authorized to approve it. If violations are considered a serious disciplinary offense and fired from work by not paying compensation.

### 13. INVESTMENT IN ASSOCIATED COMPANY

The movement of investment in associated company during the years ended December 31, 2020 is as follows:

	(Unit: Baht)	
	Consolidated (Equity method)	Separate (Cost method)
Balance as at January 1, 2020	60,796,478	53,199,890
Additional investment	36,000,000	-
Share of profit (loss) in associated companies	(1,046,131)	-
Equity from share – based payment	6,479,964	-
Dividend	(1,919,219)	-
Balance as at December 31, 2020	100,311,092	53,199,890

Investment in associated companies as at December 31, 2020 and 2019 consisted of:

		Percentage of investment	(Unit: Baht)							
Associated companies	Business type		Paid-up share capital		Equity method		Cost method		Dividend	
			December	December	December	December	December	December	December	December
			31, 2020	31, 2019	31, 2020	31, 2019	31, 2020	31, 2019	31, 2020	31, 2019
W. Solar Co., Ltd.	Solar roof power plant	49	80,000,000	80,000,000	42,375,733	42,635,737	39,199,980	39,199,980	348,390	1,144,086
105 Solar Power Co., Ltd.	Solar roof power plant	44	39,000,000	39,000,000	18,130,901	18,160,741	14,000,000	14,000,000	1,570,828	421,410
Premium Energy Corporation Co., Ltd.	Sale and service of coal sorting	26	140,000,000	-	39,804,458	-	36,000,000	-	-	-
					100,311,092	60,796,478	89,199,980	53,199,980	1,919,218	1,565,496

The financial information presented in the financial statements of associates and joint ventures are summarized as follows:

(Unit: Baht)

Name	Consolidated									
	Paid-up share capital		Total Assets		Total Liabilities		Total Revenues for		Profit (loss) for	
	As at	As at	As at	As at	As at	As at	years	years	years	years
	December	December	December	December	December	December	ended	ended	ended	ended
	31, 2020	31, 2019	31, 2020	31, 2019	31, 2020	31, 2019	December	December	December	December
							31, 2020	31, 2019	31, 2020	31, 2019
W. Solar Co., Ltd	80,000,000	80,000,000	81,250,148	81,930,907	955,136	1,105,276	80,295,012	13,292,383	180,381	2,425,944
105 Solar Power Co., Ltd.	39,000,000	39,000,000	43,567,642	41,392,107	2,667,120	452,655	40,900,522	2,640,323	3,502,248	1,427,411
Premium energy corporation Co., Ltd.	140,000,000	-	344,482,068	-	256,625,627	-	317,835,815	-	15,037,999	-

### 105 Solar Power Co., Ltd.

On December 23, 2015, the Company entered into a memorandum of understanding with Wyncoast Industrial Park Public Company Limited ("Wyncoast") to purchase the ordinary shares of 105 Solar Power Co., Ltd. ("105 Solar"), which operate the solar roof power plant in the amount of Baht 19.89 million, represent 51 percent shareholding. The Company paid for the ordinary shares purchased in the amount of Baht 14 million and the Company will pay for the remaining amount of Baht 5.89 million, when commercial operation date of 105 Solar (COD) will be started. Wyncoast will transfer the share ownership within 14 days from the received date of full payment.

On August 24, 2017, the Company cancelled to invest in 105 Solar due to the project delayed. The Company informed Wyncoast the intention canceling the investment in 105 Solar and asked Wyncoast paying back the share subscription in 105 Solar. The Company reclassified the account "Advance payment for investment" to "other receivables".

During the year 2018, the Company have not yet received from Wyncoast, therefore, the Company considered to provide the allowance for doubtful account in full amount.

On August 9, 2019, the Company entered into the memorandum of withdrawal the lawsuit against Wyncoast which Wyncoast agree to transfer ordinary share of 105 Solar in the amount of 1.73 million shares at par value of Baht 10 to the Company for the repayment of principal with interest. Consequently, the Company have 44.36 percent shareholding of paid-up share capital in 105 Solar Power Co., Ltd.

The Board of Directors on November 21, 2019. Approved to the payment of quarter dividends at a price of 0.24 baht per share in the amount of 0.95 million baht and appropriated legal reserve of Baht 0.05 million.

The Board of Directors of the Company held on May 21, 2020, approved an interim dividend payment of Baht 0.05 per share amount of Baht 0.20 million and legal reserve of Baht 0.09 million.

The Board of Directors of the Company held on August 20, 2020, approved an interim dividend payment of Baht 0.858 per share amount of Baht 3.35 million and legal reserve of Baht 0.19 million.

### W. Solar Co., Ltd

According to the resolution of the Annual General Meeting of Shareholders of the Company held on April 19, 2019. Approved to the payment of quarter dividends at a price of 0.05 baht per share in the amount of 0.43 million baht and appropriated legal reserve of 0.02 million baht.

The Board of Directors' meeting held on November 21, 2019. Approved to the payment of quarter dividends at a price of 0.24 baht per share in the amount of 1.90 million baht and appropriated legal reserve of 0.10 million baht.

The Board of Directors' meeting held on May 21, 2020, approved an interim dividend payment of 0.065 baht per share, amount of Baht 0.52 million and legal reserve of 0.03 million baht.

The Board of Directors of the Company held on August 20, 2020, approved an interim dividend payment of Baht 0.024 per share amount of Baht 0.19 million and legal reserve of 0.01 million baht.

### **Premium energy corporation Co., Ltd.**

According to the resolution of the Board of Directors Meeting No. 4/2020, on February 25, 2020, passed a resolution to approve the purchase of ordinary shares of Premium Energy Co., Ltd, which operates the business of coal distribution and services. In which the company will purchase the investment in Premium Energy Company Corporation Limited at par price of 360,000 shares in the amount of Baht 36.00 million, representing 36 percent of the registered capital from the former shareholders of Premium Energy Corporation Limited with payment payments as follows:

- 1) On March 2, 2020, a deposit of 10.00 million baht was pledged with the ordinary shares of Premium Energy Corporation Limited as guarantee.
- 2) Pay 26.00 million baht on March 10, 2020. In this regard, the company has already paid the full amount

On September 18, 2020, the buyer has submitted a letter of intention to purchase 360,000 shares of Premium Energy Corporation Co., Ltd. from ACC Infra Co., Ltd.

On September 21, 2020, in accordance with the resolution of the Board of Directors Meeting of Advance Connection Corporation Public Company Limited No. 8/2020, resolved to approve the tender offer of the buyer.

On October 9, 2020, the Company sent a letter accepting the purchase of shares of buyer.

On February 11, 2021, ACC Infra Company Limited and the purchaser have entered into an agreement to purchase and sell 360,000 shares of Premium Energy Corporation Company Limited at the price of Baht 39.00 million with the payment conditions as follows:

- 1) Deposit of Baht 1.00 million paid by cashier's check dated February 11, 2021 (the company has received the full amount).
- 2) The rest of Baht 38.00 million within March 10, 2021.



#### 14. INVESTMENTS IN SUBSIDIARIES

Investment in subsidiaries in the separate financial statements as at December 31, 2020 and 2019 which are stated at cost are as follow:

(Unit: Thousand Baht)							
Subsidiaries	Percentage of shareholdin g	Paid – up share capital		Cost		Dividend	
		December		December		December	
		31, 2020	31, 2019	31, 2020	31, 2019	31, 2020	31, 2019
C.E.I. (Chiangmai) Co., Ltd.	100	200,000	200,000	200,000	200,000	-	-
ACC Infra Co., Ltd.	100	330,000	330,000	330,000	330,000	-	-
ACC Landmark Co., Ltd.	75	50,000	50,000	37,500	37,500	-	-
ACC Green Energy Co., Ltd.	100	3,250	3,250	3,250	3,250	-	-
Bangpakong Solar Power Co., Ltd.	51	49,000	49,000	24,990	24,990	750	3,499
ACC Capital Co., Ltd.	100	100,000	100,000	100,000	100,000	-	-
Total				695,740	695,740	750	3,499
Less Allowance for impairment				(183,243)	(157,870)		
Net book value				512,497	537,870		

During the year 2020, the Company considered the recoverable amount of investment in the subsidiary found that in the year 2019, the Company recorded an allowance for impairment of Baht 8.78 million. The Company corrected errors in the separate financial statements for the current period.

##### C.E.I. (Chiangmai) Co., Ltd.

According to the resolution of the Board of Directors of Advanced Connection Corporation Public Company Limited, no. 5/2020, on May 29, 2020, passed a resolution to shut down the operations of C.E.I (Chiang Mai). Company Limited "C.E.I" which has resolved to stop operating the business of C.E.I (Chiang Mai) Co., Ltd. "C.E.I" indefinitely which was a subsidiary of the company. Due to C.E.I run a restaurant, conference, and seminar that directly affected by the coronary epidemic situation 2019 (COVID-19). Which 90% of C.E.I's income came from tourists and conferences. The company was unable to estimate when the situation would return to normal. But C.E.I has lot of expenses of approximately 1.80 million baht per month. The Board of Directors therefore resolved to shut down C.E.I operations and lay off staff.

C. E.I. (Chiang Mai) Co., Ltd. has stopped operating the business as described above. From April 1, 2020.

Later, the Executive Committee Meeting of Advanced Connection Corporation Public Company Limited No. 12/2020

On September 11, 2020, there was a resolution approving the opening of the business in the Khumkham Convention Center, which will open for operation on September 18, 2020. As for the restaurant business, Phlapphla agreed that it should be delayed because of the target customers are foreign tourists, who during this period are continually affected by the coronavirus disease (COVID-19) and cannot predict or assess the situation when it will end.

#### **ACC Green Energy Co., Ltd.**

On February 27, 2019, the Company entered into the purchase and sale agreement on ordinary shares of ACC Green Energy Co., Ltd. (“ACC Green Energy”) who possess land held for development (Note 19) with other party ( “the Buyer”) in the amount of 1,000,000 shares, equivalent to 100% shareholding, and the agreement value of Baht 185 million, which divided into 2 parts as follow:

- 1) Purchase price of shares in the amount of Baht 38.30 million;
- 2) The liabilities which ACC Green Energy obliged to the Company in the amount of Baht 146.70 million.

The Buyer agrees to pay a deposit in the amount of Baht 37 million, which has a payment term as follow:

- 1) The Buyer pay a deposit of Baht 10 million at the date of purchase and sale agreement;
- 2) The Buyer agrees to pay a deposit of Baht 27 million within 30 days since the date of purchase and sale agreement.

The Buyer agrees to pay the remaining of Baht 148 million within 120 days since the date of purchase and sale agreement including transfer the ownership of shares purchased and sale.

The parties agree that the duty of the Company in transferring the ownership of shares purchased and sale depends on the completion of all condition as follow:

- 1) The Company has already complied with the requirements by the rights and duties of the debenture issuer and the debenture holders.
- 2) The Board of Directors’ Meeting pass a resolution to approve the Company sell shares including land held for development to the Buyer.

On June 5, 2019, the Company made a letter to the Buyer to pay the remaining of Baht 148 million within June 27, 2019 and will receive the ownership in shares of ACC Green Energy. If the Buyer does not comply, the Company assumes that the Buyer break the agreement and the Company will use the right to forfeit the deposit.

On June 20, 2019, the Buyer had written to extend the period of such purchase and sale agreement on ordinary shares formerly due on June 26, 2019 to be due on December 26, 2019.

On June 24, 2019, the Company did not allow those extension period but approached the payment for the remaining, which in the case that the Buyer do not proceed, the Company will forfeit the deposit of Baht 37 million.

On June 26, 2019, the Company released the mortgage on land held for development of ACC Green Energy Company Limited which used as collateral for the debentures of the Company.

On July 25, 2019, the Company forfeited all deposit from the Buyer and recorded as other income in the statement of comprehensive income and loss for the third quarter 2019.

On October 30, 2019, the Buyer had written to confirm to purchase ordinary shares at the original price and conditions by requesting to extend the payment period for the remaining amount of Baht 148 million detailed as follow:

- 1) payment for shares of Baht 10 million within December 20, 2019;
- 2) payment for shares of Baht 10 million within March 10, 2020;
- 3) payment for the remaining of Baht 128 million including transfer the ownership of shares purchased in according to the agreement within May 31, 2020

On November 8, 2019, the Company had written to notified the Buyer in relation to the right to forfeit the deposit and approached the Buyer negotiated to revise condition and term on November 19, 2019, by this way, the Buyer has to provide the financial supporting evidences such as the bank statement for the 1-past year and evidence of source of fund for this payment.

On November 15, 2019, the Buyer notified that they purpose to purchase ordinary shares and negotiate to revise condition and term by requesting to postpone to the end of December 2019.

On November 29, 2019, the Company issued a letter to terminate the purchase and sale agreement on ordinary shares dated February 27, 2019 and forfeited the deposit. The buyer will not receive the rights to purchase shares of ACC Green Energy before other interested parties. In the case that, there are other interested parties propose to satisfy the Company, the company will determine selling shares by not waiting to negotiate conditions with the Buyer.

#### **ACC Infra Co., Ltd.**

During the year 2019, the Company invested in the new ordinary shares of ACC Infra Co., Ltd. in the amount of Baht 230 million. Extraordinary general meeting of shareholders of ACC Infra Co., Ltd. on 18 November 2019. Special resolution to increase the capital from the original amount of 100 million baht to 330 million baht by issuing 23 million new ordinary shares with a par value of 10 baht per share.

The subsidiary company has already registered the said increase in authorized share capital with the Ministry of Commerce on November 26, 2019.

#### **Bangpakong Solar Power Co., Ltd.**

The Ordinary General Meeting of Shareholders held on April 19, 2020, passed a resolution to approve the dividend payment at the amount of Baht 0.25 per share, totalling Baht 1.23 million and set a legal reserve in the amount of Baht 0.16 million.

The Ordinary General Meeting of Shareholders held on April 10, 2020, passed a resolution to approve the dividend payment at the amount of Baht 0.35 per share, totalling Baht 1.71 million and set a legal reserve in the amount of Baht 0.10 million.

The Ordinary General Meeting of Shareholders held on April 10, 2020, passed a resolution to approve the dividend payment at the amount of Baht 0.80 per share, totalling Baht 3.92 million and set a legal reserve in the amount of Baht 0.31 million.

The Board of Directors' Meeting held on June 19, 2020, passed a resolution to approve the interim dividend payment at the amount of Baht 0.14 per share, totalling Baht 0.69 million.

The Board of Directors' Meeting held on August 20, 2020, passed a resolution to approve the interim dividend payment at the amount of Baht 0.16 per share, totalling Baht 0.78 million. and set a legal reserve in the amount of Baht 0.08 million.

## 15. INVESTMENT PROPERTY

Movement for the year ended December 31, 2020 and 2019 is as follows.

	(Unit: Baht)		
	Consolidated / Separate		
	Buildings and utilities	Condominium	Total
<b>Cost</b>			
Balance as at January 1, 2019	8,800	19,757,420	19,766,220
Purchase	282,078	-	282,078
Transfer in (out)	-	(13,299,803)	(13,299,803)
Disposal / Written off	-	-	-
Balance as at December 31, 2019	290,878	6,457,617	6,748,495
Purchase	-	-	-
Transfer in (out)	(141,079)	(1,704,270)	(1,845,349)
Disposal / Written off	-	-	-
Balance as at December 31, 2020	149,799	4,753,347	4,903,146
<b>Accumulated depreciation</b>			
Balance as at January 1, 2019	4,819	19,215,628	19,220,447
Depreciation for the year	3,920	151,185	155,105
Transfer (in) out	-	(13,299,797)	(13,299,797)
Balance as at December 31, 2019	8,739	6,067,016	6,075,755
Depreciation for the year	45,720	151,599	197,319
Transfer (in) out	(23,302)	(1,704,269)	(1,727,571)
Disposal / Written off	-	-	-
Balance as at December 31, 2020	31,157	4,514,346	4,545,503
<b>Net book value as at December 31, 2019</b>	282,139	390,601	672,740
<b>Net book value as at December 31, 2020</b>	118,642	239,001	357,643

Depreciation included in the statement of comprehensive income for the year:

Ended December 31, 2019	155,105
Ended December 31, 2020	197,319

The cost of assets that have been fully calculated for depreciation and still in use as at December 31, 2020 and 2019 of the consolidated financial statements and the separate financial statements amounted to 1.74 million baht and 3.41 million baht.

## 16. PROPERTY, PLANT AND EQUIPMENT

### 16.1 Property, plant and equipment used in the operation

Movement for the year ended December 31, 2020 and 2019 is as follows.

								(Unit: Baht)
Consolidated								
	Land	Buildings and utilities	Solar panel	Machinery and plant equipment	Office equipment	Vehicle	Work in progress	Total
<b>Cost</b>								
Balance as at January 1, 2019	194,652,212	552,502,712	410,649,517	67,407,107	50,577,291	7,450,438	-	1,283,239,277
Purchase	-	187,103	-	61,000	831,278	-	3,732,678	4,812,059
Transfer in (out)	-	-	-	-	(255,823)	(1,883,000)	(287,678)	(2,426,501)
Balance as at December 31, 2019	194,652,212	552,689,815	410,649,517	67,468,107	51,152,746	5,567,438	3,445,000	1,285,624,835
Purchase	-	5,598	-	1,482,534	1,623,115	-	1,372,290	4,483,537
Disposals during the year	-	(5,623,568)	-	-	(1,082,883)	(1,127,802)	-	(7,834,253)
Transfer in	41,702,782	266,092,627	-	-	16,161,988	-	-	323,957,397
(Transfer out) (Note 16.2)	(194,652,212)	(315,713,212)	-	-	(47,895,510)	-	(4,750,000)	(563,010,934)
Balance as at December 31, 2020	41,702,782	497,451,260	410,649,517	68,950,641	19,959,456	4,439,636	67,290	1,043,220,582
<b>Accumulated depreciation</b>								
Balance as at January 1, 2019	11,077,941	161,849,242	101,305,060	38,738,630	39,636,199	4,184,407	-	356,791,479
Depreciation for the year	2,297,576	31,504,941	8,951,409	6,060,429	7,256,204	879,770	-	56,950,329
(Restated)	-	-	-	-	(156,365)	(1,159,293)	-	(1,315,658)
Transfer (in) out	-	-	-	-	(156,365)	(1,159,293)	-	(1,315,658)
Balance as at December 31, 2019 (Restated)	13,375,517	193,354,183	110,256,469	44,799,059	46,736,038	3,904,884	-	412,426,150
Depreciation for the year	571,255	17,610,779	4,328,975	6,201,377	1,146,699	489,107	-	30,348,192
Disposals during the year	-	(4,422,342)	-	-	(953,536)	(1,127,798)	-	(6,503,676)
Transfer in	-	110,283,977	-	-	15,296,758	-	-	125,580,735
(Transfer out) (Note 16.2)	(13,946,772)	(123,769,674)	-	-	(44,641,074)	-	-	(182,357,520)
Balance as at December 31, 2020	-	193,056,923	114,585,444	51,000,436	17,584,885	3,266,193	-	379,493,881

(Unit: Baht)							
Consolidated							
Land	Buildings and utilities	Solar panel	Machinery and plant equipment	Office equipment	Vehicle	Work in progress	Total
-	1,201,226	139,614,000	-	115,504	-	-	140,930,730
-	-	80,541,396	-	-	-	-	80,541,396
-	-	-	-	-	-	-	-
-	1,201,226	220,155,396	-	115,504	-	-	221,472,126
-	-	-	500,666	-	-	-	500,666
-	(1,201,226)	-	-	(115,504)	-	-	(1,316,730)
-	-	220,155,396	500,666	-	-	-	220,656,062
181,276,695	358,134,406	80,237,652	22,669,048	4,301,204	1,662,554	3,445,000	651,726,559
41,702,782	304,394,337	75,908,677	17,449,539	2,374,571	1,173,443	67,290	443,070,639
Comprehensive income for the year:							
							56,950,329
							30,348,192

(Unit: Baht)

	Separate					Total
	Buildings and utilities	Machinery and plant equipment	Office equipment	Vehicle	Work in progress	
<b>Cost</b>						
Balance as at January 1, 2019	5,623,568	1,922,929	3,055,168	6,051,439	-	16,653,104
Purchase	-	-	198,070	-	3,732,679	3,930,749
Transfer in (out)	-	-	(255,823)	(1,883,000)	(287,679)	(2,426,502)
Balance as at December 31, 2019	5,623,568	1,922,929	2,997,415	4,168,439	3,445,000	18,157,351
Purchase	-	-	1,502,221	-	1,305,000	2,807,221
Disposal / Written off	(5,623,568)	-	(1,082,883)	(1,127,802)	-	(7,834,253)
Transfer in (out)	4,750,000	-	-	-	(4,750,000)	-
Balance as at December 31, 2020	4,750,000	1,922,929	3,416,753	3,040,637	-	13,130,319
<b>Accumulated depreciation</b>						
Balance as at January 1, 2019	3,361,020	1,254,315	1,783,211	3,798,403	-	10,196,949
Depreciation for the year	1,061,322	83,861	573,100	659,971	-	2,378,254
Transfer (in) out	-	-	(156,365)	(1,159,293)	-	(1,315,658)
Balance as at December 31, 2019	4,422,342	1,338,176	2,199,946	3,299,081	-	11,259,545
Depreciation for the year	842,364	84,087	654,270	269,307	-	1,850,028
Disposal / Written off	(4,422,342)	-	(953,536)	(1,127,798)	-	(6,503,676)
Transfer (in) out	-	-	-	-	-	-
Balance as at December 31, 2020	842,364	1,422,263	1,900,680	2,440,590	-	6,605,897

**Allowance for impairment**

Balance as at January 1, 2019	1,201,226	-	115,504	-	-	1,316,730
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(Unit: Baht)					
Separate					
Buildings and utilities	Machinery and plant equipment	Office equipment	Vehicle	Work in progress	Total
-	-		-	-	-
-	-	-	-	-	-
1,201,226	-	115,504	-	-	1,316,730
-	500,666	-	-	-	500,666
(1,201,226)	-	(115,504)	-	-	(1,316,730)
-	500,666	-	-	-	500,666
-	584,753	681,965	869,358	3,445,000	5,581,076
3,907,636	-	1,516,073	600,047	-	6,023,756

**Depreciation included in the statement of comprehensive income for the year:**

Ended December 31, 2019	2,378,254
Ended December 31, 2020	1,850,028

The total cost of assets calculated for depreciation and still in use as at December 31, 2020 and 2019 of the consolidated financial statements amounted to 118.67 million baht and 2.24 million baht, respectively, and the separate financial statements amounted to 6.82 million baht and 2.24 million baht, respectively.

Saraburi Solar Co., Ltd. mortgages leasehold rights to land Office building Building Machinery and equipment for generating electricity from solar energy to be used as collateral for loans from financial institutions (Note 21). The Company has assessed assets as described in Note 39.

C.E.I. (Chiangmai) Co., Ltd. mortgages the land and building. As collateral for the issuance of debentures of the Company (Note 23)

## 16.1 Property, plant and equipment not used in operations

Movement for the year ended December 31, 2020 is as follows.

(Unit: Baht)

	Consolidated			
	Land and land improvement	Buildings and building improvements	Office equipment	Total
<b>Cost</b>				
Balance as at January 1, 2020	-	-	-	-
Purchase	-	-	-	-
Transfer in (Note 16.1)	194,652,212	315,713,212	47,895,510	558,260,934
(Transfer out)	(41,702,782)	(261,342,627)	(16,161,988)	(319,207,397)
Balance as at December 31, 2020	152,949,430	54,370,585	31,733,522	239,053,537
<b>Accumulated depreciation</b>				
Balance as at January 1, 2020	-	-	-	-
Depreciation for the year	1,726,321	8,256,310	778,804	10,761,435
Transfer in (Note 16.1)	13,946,772	123,769,674	44,641,074	182,357,520
(Transfer out)	-	(110,283,977)	(15,296,758)	(125,580,735)
Balance as at December 31, 2020	15,673,093	21,742,007	30,123,120	67,538,220
<b>Net book value as at December 31, 2020</b>	137,276,337	32,628,578	1,610,402	171,515,317

### Depreciation included in the statement of comprehensive income for the year:

Ended December 31, 2020	10,761,435
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The cost of assets which have been fully depreciated and are still in use as of December 31, 2020 of the consolidated financial statements are Baht 27.36 million.

According to the resolution of the Board of Directors of Advanced Connection Corporation Public Company Limited, no. 5/2020, on May 29, 2020, passed a resolution to shut down the operations of C.E.I (Chiang Mai). Company Limited "C.E.I." which has resolved to stop operating the business of C.E.I (Chiang Mai) Co., Ltd. "C.E.I." indefinitely which was a subsidiary of the company. Due to C.E.I run a restaurant, conference, and seminar that directly affected by the coronary epidemic situation 2019 (COVID-19). Which 90% of C.E.I's income came from tourists and conferences. The company was unable to estimate when the situation would return to normal. But C.E.I has lot of expenses of approximately 1.80 million baht per month. The Board of Directors therefore resolved to shut down C.E.I operations and lay off staff.

C. E.I. (Chiang Mai) Co., Ltd. has stopped operating the business as described above. From April 1, 2020.

During the year 2020, the Company has estimated liabilities from layoffs amount of Baht 4.71 million. Later on July 3, 2020, the company has paid in full.

During the 2<sup>nd</sup> quarter of 2020, the Company classifies the entire amount of property, plant and equipment of C. E.I. (Chiang Mai) Co., Ltd. as the non – operating assets from the cessation of business.

According to the Executive Committee Meeting of Advanced Connection Corporation Public Company Limited No. 12/2020, on September 11, 2020, there was a resolution approving the opening of the business in the Khumkham Convention Center, which will open for operation on September 18, 2020. As for the restaurant business, Phlapphla agreed that it should be delayed because of the target customers are foreign tourists, who during this period are continually affected by the coronavirus disease (COVID-19) and cannot predict or assess the situation when it will end.

During the 3<sup>rd</sup> quarter of 2020, the Company classifies the entire amount of property, plant and equipment of C. E.I. (Chiang Mai) Co., Ltd. in the seminar center as assets used in operation. C.E.I. (Chiangmai) Co., Ltd. mortgaged its land as collateral against debentures of the Company (Note 23).

## 17. RIGHT-OF-USE ASSETS

Movement for the year ended December 31, 2020 is as follows.

	(Unit: Baht)			
	Consolidated			
	Land	Office building for rent	Vehicle	Total
<b>Cost</b>				
Net book value as at December 31, 2019	-	-	-	-
Adjustments from the introduction of IFRS 16 (Note 4)	887,736	8,763,157	7,329,863	16,980,756
Purchase	-	5,944,276	4,210,962	10,155,238
Transfer in (out)	-	-	-	-
Disposal / Written off	-	-	-	-
Balance as at December 31, 2020	887,736	14,707,433	11,540,825	27,135,994
<b>Accumulated depreciation</b>				
Balance as at January 1, 2020	-	-	-	-
Purchase	50,728	2,967,166	1,997,261	5,015,155
Transfer (in) out	-	-	-	-
Balance as at December 31, 2020	50,728	2,967,166	1,997,261	5,015,155
<b>Net book value as at December 31, 2020</b>	<b>837,008</b>	<b>11,740,267</b>	<b>9,543,564</b>	<b>22,120,839</b>
<b>Depreciation included in the statement of comprehensive income for the year:</b>				
Ended December 31, 2020				5,015,155
				(Unit: Baht)

	Seperate		
	Office building for rent	Vehicle	Total
<b><u>Cost</u></b>			
Net book value as at December 31, 2019	-	-	-
Adjustments from the introduction of IFRS 16 (Note 4)	8,763,157	5,627,260	14,390,417
Purchase	-	-	-
Transfer in (out)	-	-	-
Balance as at December 31, 2020	<u>8,763,157</u>	<u>5,627,260</u>	<u>14,390,417</u>
<b><u>Accumulated depreciation</u></b>			
Balance as at January 1, 2020	-	-	-
Purchase	1,481,097	1,225,205	2,706,302
Transfer (in) out	-	-	-
Balance as at December 31, 2020	<u>1,481,097</u>	<u>1,225,205</u>	<u>2,706,302</u>
<b>Net book value as at December 31, 2020</b>	<u>7,282,060</u>	<u>4,402,055</u>	<u>11,684,115</u>
<b>Amortization included in the statements of comprehensive income for the year:</b>			
Ended December 31, 2020			<u>2,706,302</u>

## 18. OTHER INTANGIBLE ASSETS

Movement for the year ended December 31, 2020 and 2019 is as follows.

	(Unit: Baht)	
	Consolidated	Separate
	Software	Software
<b><u>Cost</u></b>		
Balance as at January 1, 2019	2,445,223	1,007,123
Purchase	55,060	30,900
Transfer in (out)	-	-
Disposal / Written off	-	-
Balance as at December 31, 2019	2,500,283	1,038,023
Purchase	262,450	194,450
Transfer in (out)	-	-
Disposal / Written off	-	-
Balance as at December 31, 2020	2,762,733	1,232,473
<b><u>Accumulated depreciation</u></b>		
Balance as at January 1, 2019	1,373,094	659,788
Purchase	396,446	194,310
Transfer in (out)	-	-
Disposal / Written off	-	-
Balance as at December 31, 2019	1,769,540	854,098
Purchase	346,281	185,905
Transfer in (out)	-	-
Disposal / Written off	-	-
Balance as at December 31, 2020	2,115,821	1,040,003
<b>Net book value as at December 31, 2019</b>	730,743	183,925
<b>Net book value as at December 31, 2020</b>	646,912	192,470
<b>Amortization expenses included in the statement of comprehensive income for the year:</b>		
Ended December 31, 2019	396,446	194,310
Ended December 31, 2020	346,281	185,905

The cost of assets that have been fully amortized and remain in use as at December 31, 2020 and 2019 of the consolidated financial statements amounted to 1.53 million baht and 0.49 million baht, respectively, and the separate financial statements amounted to 0.97 million baht and 0.04 million baht, respectively.

## 19. OTHER NON – CURRENT ASSETS

As at December 31, 2020 and 2019 are consist of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Deposits at financial institution with commitment	7,196,888	6,013,461	-	-
Land held for development:				
- Land	146,807,352	146,807,352	-	-
- Impairment	(91,328,852)	(91,328,852)	-	-
Others	2,313,538	4,755,148	1,689,315	2,010,600
Total	<u>64,988,926</u>	<u>66,247,109</u>	<u>1,689,315</u>	<u>2,010,600</u>

### Deposits at financial institution with commitment

As at 31 December 2020 and 2019, restricted bank deposits are used to secure borrowings from financial institutions (Note 21) and guarantees construction

### Land held for development

As at December 31, 2020 and 2019, the land held for development has net realizable value amount of Baht 55.48 million according to the report of the value which is a fair value at level 2 of fair value hierarchy.

### **ACC Green Energy Co., Ltd.**

ACC Green Energy Co., Ltd. (“ACC Green Energy”), had their purpose is processing on land to be the allocated land and sell in the future. At the present, the Group has postponed such development on land due to the property in Phuket is slowing down.

On April 11, 2018, ACC Green Energy mortgaged such land as collateral for issuance of debentures of the Company with KTB Securities (Thailand) Co., Ltd. (as the bondholders' representative (Note 23).

On February 27, 2019, the Company entered into the purchase and sale agreement on share of ACC Green Energy Co., Ltd. (Note 14) who process land held for development.

On June 26, 2019, the Company released the mortgage on land used as collateral for issuance of debentures of the Company (Note 23).

### **Appraisal report**

The Executive Board of Directors' Meeting of the Company held on July 18, 2019 passed a resolution to approve the subsidiary engage 15 Business Advisory Co.,Ltd, an independent appraiser, to appraise land located at Koh Siray, Rassada, Muang, Phuket with its cost of Baht 146.81 million. The appraiser reported the market value of Baht 60.50 million based on market comparison in accordance with professional standards of the Valuers Association of Thailand as per their appraisal reports dated July 15, 2019, which the Executive Board of Directors received the appraisal report on August 9, 2019, and discussed with the appraiser regarding to the significant difference of appraisal value but the appraiser still insists on that appraisal value. The Executive Board of Directors of the Company considered basing on

conservative approach and agreed that the subsidiary recognized an allowance for devaluation in land held for development and loss from devaluation in land held for development of Baht 91.33 million in the statement of comprehensive income for the year ended December 31, 2019.

In this regard, the company has the details in implementing the above matters as follows, 15 Business Advisory Co.,Ltd and Knight Frank Charter (Thailand) Company Limited, the appraiser of land awaiting development in Ko Sirey Island area in Phuket, the ownership of ACC Green Energy Company Limited is an expert in valuation of assets. Valuation of assets for this item details appear in the report of property valuation and a letter explaining the details of asset valuation methods of both companies that use similar assumptions and valuation methods, which are using market valuation principles or Market Value. In accordance with the guidelines set forth in the Professional Standards and Ethics of the property valuation in Thailand which requires the appraiser to consider the market value based on the maximum and best utilization criteria by using market data obtained from local searches and other general sources be compared under the Market Approach In accordance with the legal requirements of this plot of land that is located in the Yellow Zone area "Residential category is less dense" that allows the construction of single-family houses, townhouses, etc. And this plot is still under the announcement of the Ministry of Natural Resources and Environment

"On the use of land / buildings With the distance from the coastline and the slope (Area 3 and 8 have a shortening range of 200 - 400 meters / 8% - 10% slope) which can construct a building not higher than 16 meters, equivalent to an area of 8.5 rai of total 11 rai awaiting development. And the construction of buildings not higher than 23 meters, representing an area of approximately 2.5 rai of the total area of 11 rai. Due to the physical condition and location of the land Assemble marketing data and legal requirements As shown in the asset valuation report And a letter explaining the details of the valuation methods of the appraiser as studied herein Appraiser, 15 Business Consultants Limited, appraised at a total value of 60,500,000.- baht and appraiser Knight Frank Chartered (Thailand) Company Limited, with a total valuation of 88,000,000.- baht. Therefore, when both assessors are experts with expertise using principles and methods of assessment in accordance with professional standards and ethics including the legal requirements for the valuation of land awaiting development in Ko Sirey area Phuket. The company therefore has no opinions or arguments regarding the assumptions and methods of appraising the property as well as the true value of the said property is different from the appraiser in anyway.

When evaluating the property value of land awaiting development in Ko Sirey area Phuket of the appraisal company follows the standards and professional ethics in the valuation of assets as discussed above. The Company therefore set up an allowance for impairment of these three assets based on conservative as shown in the financial statements for the year 2019 ending 31 December 2019, which is sufficient.

Later, during the year 2020, the company hired S.L. standard appraisal Co., Ltd, the appraiser of land awaiting development in Ko Sirey Island area in Phuket. The appraiser reported the market value of Baht 66 million based on market comparison in accordance with professional standards of the Valuers Association of Thailand as per their appraisal reports dated 13 April, 2020, which has a market value close to the appraisal report of the 15 Business Advisory Co., Ltd.

According to conservative, the Company has not reversed the provision for impairment of assets.

## 20. TRADE AND OTHER CURRENT PAYABLES

As at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Trade payable – related companies (Note 6)	333,099	68,354	-	-
Trade payable – non – related companies	1,903,286	4,149,176	398,652	2,216,347
Prepaid cheque	943,719	109,673	115,065	53,096
Asset payable – non – related companies	-	3,107	-	-
Other current payable:				
- Other payable – related companies (Note 6)	1,181,509	521,038	196,167	50,770
- Other payable – non – related companies	4,929,170	5,535,224	-	-
- Withholding tax	564,599	663,147	533,344	623,460
- Revenue department payables	1,661,832	1,627,755	-	-
- Accrued expenses	8,843,697	8,280,194	4,218,207	5,060,368
- Undue Output Vat	46,921	302,020	3,479	2,063
- Dividend payable	2,602,643	2,602,644	2,602,643	2,602,644
Total trade and other current payables	<u>23,010,475</u>	<u>23,862,332</u>	<u>8,067,557</u>	<u>10,608,748</u>



## 21. BORROWINGS

As at December 31, 2020 and 2019 are as follows:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Borrowings from – related companies (Note 6)	1,000,000	3,250,000	115,692,600	85,453,082
Borrowings from – non – related persons	33,804,823	-	33,804,823	-
Borrowings from – financial institutions	86,818,030	143,433,904	-	-
	121,622,853	146,683,904	149,497,423	85,453,082
<u>Less</u> Portion due within one year				
Borrowings from – related companies (Note 6)	(1,000,000)	(3,250,000)	-	(85,453,082)
Borrowings from – non – related persons	(33,804,823)	-	(33,804,823)	-
Borrowings from – financial institutions	(60,471,097)	(56,030,771)	-	-
	(95,275,920)	(59,280,771)	(33,804,823)	(85,453,082)
	26,346,933	87,403,133	115,692,600	-

### 21.1 Borrowings from – non – related persons

Movements of loans from – non – related persons during the year ended December 31, 2020 are as follows:

	(Unit: Baht)
	Consolidated / Separate
Balance as at January 1, 2020	-
<u>Add</u> Additional loan during year	34,000,000
<u>Less</u> Payment during year	-
<u>Less</u> Deferred financial fees	(195,177)
Balance as at December 31, 2020	33,804,823

#### Bill of exchange

On December 31, 2020, the Company has entered into a loan agreement from 9 unrelated persons amounting to Baht 34.00 million, at the interest rate of 6.40 percent per annum, due on June 25, 2021, and it is intended to be used as working capital in the business by using the land of the subsidiary (Note 16) as collateral.

## 21.2 Borrowings from – financial institutions

Borrowings from – financial institutions as at December 31, 2020 and 2019 are as follows:

		(Unit: Baht)	
		Consolidated	
Interest rate		December 31,	December 31,
(% per annum)	Repayment	2020	2019
MLR	Monthly repayments Installment payment starts Installments 1 - 49 per month 4.70 - 5.20 MB. The remaining amount is to be repaid in the 50th installment.	86,818,030	143,433,904
<u>Less</u>	Portion due within one year	(60,471,097)	(56,030,771)
Long - term Borrowings - net of current portion		26,346,933	87,403,133

Movements of borrowings from – financial institutions during the year ended December 31, 2020 are as follows:

	(Unit: Baht)
	Consolidated
Balance as at January 1, 2020	143,433,904
<u>Add</u> Increase	-
<u>Less</u> Payment	(56,615,874)
Balance as at December 31, 2020	86,818,030

### Collateral

Saraburi Solar Co., Ltd. has pledged saving account and mortgaged land lease, office building, constructions, machine and equipment using for manufacturing solar power (Note 17) and also transferred their claims on receivables from the production and sell of electricity. In addition, ACC Infra Co., Ltd. and shareholder of Saraburi Solar Co., Ltd. has pledged investment in the ordinary shares of the Saraburi Solar Co., Ltd. as collateral against for loan from financial institution.

In addition, ACC Infra Co., Ltd. had co-guaranteed for such loans.(Note 14)

## 22. LIABILITIES UNDER FINANCE LEASE AGREEMENTS

Movement for the year ended December 31, 2020 and 2019 is as follows:

	(Unit: Baht)	
	Consolidate	
	December 31, 2020	December 31, 2019
Balance as at December 31,	365,241	630,682
Impact of the adoption of Thai Financial Reporting Standard No. 16 (Note 4)	16,980,756	-
Balance as at January 1,	17,345,997	630,682
Increase in liabilities under lease agreements	11,178,000	-
Increased from interest	(1,022,762)	-
Payment	(4,848,938)	(265,441)
Balance as at December 31,	22,652,297	365,241
<u>Less</u> Portion due within one year	(5,712,743)	(287,328)
Liabilities under lease agreements - net of current portion	16,939,554	77,913

	(Unit: Baht)	
	Seperate	
	December 31, 2020	December 31, 2019
Balance as at December 31,	-	-
Impact of the adoption of Thai Financial Reporting Standard No. 16 (Note 4)	14,390,417	-
Balance as at January 1,	14,390,417	-
Payment	(2,452,894)	-
Balance as at December 31,	11,937,523	-
<u>Less</u> Portion due within one year	(2,518,367)	-
Liabilities under lease agreements - net of current portion	9,419,156	-

The Company and subsidiaries have obligations to be paid minimum rental under lease as follows:

	(Unit: Baht)			
	Consolidate		Separate	
	December	December	December	December
	31, 2020	31, 2019	31, 2020	31, 2019
Within 1 year	6,737,748	287,328	3,110,400	-
Over 1 year less than 3 years	11,664,000	95,748	6,220,800	-
Over 3 years less than 5 years	5,919,200	-	4,169,000	-
Over 5 years	1,150,000	-	-	-
	25,470,948	383,076	13,500,200	-
<u>Less</u> Future interest of lease	(2,818,651)	(17,835)	(1,562,677)	-
Present value of lease liabilities	22,652,297	365,241	11,937,523	-

Expenses for the years ended December 31, 2020 regarding lease agreements recognized in the following items in comprehensive profit or loss.

	(Unit : Baht)	
	Consolidate	Separate
Depreciation of the usage rights assets	5,015,155	2,706,302
Interest expenses from liabilities under lease agreements	769,602	657,507
Expenses related to short-term lease agreements	3,204,929	3,204,929
Expenses relating to the contract are considered as a service contract.	2,056,068	1,835,668
	11,045,754	8,404,406

## 23. DEBENTURES

As at December 31, 2020 and 2019 consist of:

	(Unit : Baht)			
	Consolidated		Separate	
	December	December	December	December
	31, 2020	31, 2019	31, 2020	31, 2019
Debentures	135,000,000	155,199,880	135,000,000	155,199,880
<u>Less</u> Deferred arrangement fee for debentures	(1,630,322)	(2,771,723)	(1,630,322)	(2,771,723)
Debentures – net of arrangement fee	133,369,678	152,428,157	133,369,678	152,428,157
<u>Less</u> Portion due within one year	(133,369,678)	(152,428,157)	(133,369,678)	(152,428,157)
Debentures – net of current portion	-	-	-	-

Movements of the debentures during the year ended December 31, 2020 are as follows:

	(Unit : Baht)	
	Consolidated	Separate
Balance as at January 1, 2020	155,199,880	155,199,880
<u>Add</u> Additional loan during year	170,000,000	135,000,000
<u>Less</u> Payment during year	(190,199,880)	(155,199,880)
	135,000,000	135,000,000
<u>Less</u> Deferred issuance fees	(1,630,322)	(1,630,322)
Balance as at December 31, 2020	133,369,678	133,369,678

### The Company

The Ordinary General Shareholders' Meeting of the Company held on April 25, 2017, passed a resolution to approve an issuance and offering of the Company's debentures for all types with the total amount not exceeding Baht 1,000 million or equivalence in other currencies. The issuance of debentures is intended for use in business operations.

As at December 31, 2020, the balance of the debentures issued by the Company is Baht 135 million. Such debentures were offered to investors by private placement. The debentures pay interest every 3 months. Significant details are as follows:

Time	Issue date	Units	Par value per unit (Baht)	Total value (Million Baht)	Interest rate (% per annum)	Maturity date
<u>Registered holders of Debentures unsubordinated and unsecured debentures, which do not have a debenture holders' representative.*</u>						
	September 30,					
1/2020	2020	135,000	1,000	135	6.40	June 25, 2021
1/2018	April 5, 2018	300,000	1,000	300	5.80	October 5, 2020

On April 2 - 4, 2018, the Company offered the secured debenture No. 1/2018, in the amount of 300,000 units at par value of Baht 1,000 per unit, totaling of Baht 300 million, for offering to the investor following the notification of the Capital Market Supervisory Board. The maturity period of debentures is 2 years and 6 months, due on October 5, 2020, with interest charged at the rate of 5.8% per annum, payable every 3 months. The issuance of such debentures is aimed to repay the existing debt. C.E.I. (Chiangmai) Co., Ltd. mortgaged its land and buildings and ACC Green Energy Co., Ltd. mortgaged its empty land as collateral against for debentures of the Company.

The Debenture Holders' Meeting held on May 16, 2019 passed the resolutions to approve the change in collaterals, amendment in conditions and terms of collateral and determination to partial redemption of debentures before due.

On June 26, 2019 the Company released the mortgage on land used as collateral of ACC Green Energy Company Limited and partially repaid for the redemption of debentures of Baht 100 million including the interest specified in the conditions and terms of debentures to the holders on July 5, 2019.

On September 30, 2020, the Company issued and offered for sale of 9 – month short – term debentures in the amount of Baht 135 million, which offered to investors in a private placement, the debentures pay interest every 3 months. With buildings to secure the debentures of the company. C.E.I. (Chiang Mai) Company Limited has mortgaged land and buildings to secure the debentures of the company.

On October 5, 2020, the company repaid the redemption of debentures and releases the mortgage land and buildings of C.E.I. (Chiang Mai) Company Limited.

### Subsidiary Company

\*On June 5, 2020, ACC Infra Company Limited issued and offered short – term debentures with collateral of 35 million baht to 1 debenture holder, with the important details as follows:

Time	Issue date	Units	Par value per unit (Baht)	Total value (Million Baht)	Interest rate (% per annum)	Maturity date
<u>Registered holders of Debentures unsubordinated and unsecured debentures, which do not have a debenture holders' representative.*</u>						
1/2020	June 5, 2018	35,000	1,000	35	5.50	September 3, 2020

\*Advanced Connection Corporation Public Company Limited jointly guarantees

### Redemption before maturity

The bondholders have the necessary funds before the bond matures. Therefore requesting the issuer to pay for

the redemption of some of the debentures before the maturity date by paying the redemption of the debentures to the bondholders.

### The 1<sup>st</sup>

On July 21, 2020, ACC Infra Company Limited (“Subsidiary”) and the bond holders entered into a memorandum of agreement to repay the debentures prior to their maturity. With important details as follows

1. Subsidiary agrees to make partial payment of the early redemption of the debentures to the bondholders. On the \date of this memorandum of Baht 24 million, the Subsidiary and the bondholders agree to change the interest rate and make payment to the bondholders. At the rate of 1.50 percent per year.
2. Subsidiary will pay the remaining principal amount of 11 million baht and pay interest at the interest rate of 5.50% per annum on the maturity date of 3 September 2020.

On July 21, 2020, ACC Infra Company Limited has paid a partial redemption of the debentures in amount of Baht 24 million.

### The 2<sup>nd</sup>

On July 23, 2020, ACC Infra Company Limited and the debenture holders made a memorandum of agreement

to pay the debentures before their redemption. With important details as follows

1. Subsidiary agrees to make partial payment of the early redemption of the debentures to the bondholders.

On the date of this memorandum of Baht 5 million, the Subsidiary and the bondholders agree to change the interest rate and make payment to the bondholders. At the rate of 1.50 percent per year.

2. Subsidiary will pay the remaining principal amount of Baht 6 million and pay interest at the interest rate of 5.50 percent per year on the maturity date of September 3, 2020.

On July 23, 2020, ACC Infra Company Limited has paid a partial redemption of the debentures amounting to Baht 5 million.

#### The 3<sup>rd</sup>

On August 18, 2020, ACC Infra Company Limited and the bond holders entered into a memorandum of agreement to repay the debentures prior to their maturity. With important details as follows:

The subsidiary agrees to pay the early redemption of the debentures. On the date of this memorandum of agreement amounting to Baht 6 million by the subsidiary and the bondholders agree. Change interest rates and pay to bondholders. For the said bonds at the rate of 1.50 percent per year.

On August 18, 2020, the subsidiary has fully paid off the redemption of the debentures.

## 24. OTHER CURRENT LIABILITIES

As at December 31, 2020 and 2019 consisted of:

	(Unit: Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Advances received from customers	956,054	2,613,627	41,433	124,928
Retention	146,629	-	-	-
Others	86,204	128,540	-	-
Total	1,188,887	2,742,167	41,433	124,928

## 25. EMPLOYEE BENEFITS OBLIGATION

Movements of the present value of employee benefits obligation and employee benefit expenses for the years ended December 31, 2020 and 2019 included in the statement of profit or loss and other comprehensive income are as follows:

	(Unit : Baht)			
	Consolidated		Seperate	
	For the years ended		For the years ended	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Employee benefits obligation at beginning of years	2,179,224	4,079,734	1,918,523	2,971,323
<b>Amounts recognized in profit or loss:</b>				
Current service cost and interest cost	4,228,868	942,920	668,023	704,054
Amendments to the Post Employee Benefit Scheme	-	(429,631)	-	(544,032)
<b>Recognized in other comprehensive income:</b>				
(Gain) loss from actuarial assumptions	1,099,311	(689,441)	-	(370,942)
Benefits paid during the years	(4,808,427)	(1,724,358)	(102,087)	(841,880)
Employee benefits obligation at ending of years	<u>2,698,976</u>	<u>2,179,224</u>	<u>2,484,459</u>	<u>1,918,523</u>

Long-term employee benefit expenses are included in the statement of income and other comprehensive income are as follows:

	(Unit : Baht)			
	Consolidated		Seperate	
	For the years ended		For the years ended	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
<b>Recognized in profit or loss:</b>				
Current service cost and interest cost	4,228,868	942,920	668,023	704,054
Past service costs	-	(429,631)	-	(544,032)
Reduced debt from retirement and layoffs	(4,808,427)	(1,724,358)	(102,087)	(841,880)
Total	<u>(579,559)</u>	<u>(1,211,069)</u>	<u>565,936</u>	<u>(681,858)</u>
<b>Recognized in other comprehensive income:</b>				
(Gain) loss from actuarial assumptions	(1,099,311)	(689,441)	-	(370,942)



Principal actuarial assumptions at the valuation date are as follows:

	Consolidated	
	December 31, 2020	December 31, 2019
Discount rate (% per annum)	0.92 – 2.62	0.50 – 2.03
Average salary increase rate (% per annum)	4.36 – 7.79	0.50 – 7.79
Turnover Rate	Follow with employees' age	Follow with employees' age
Retirement age	60 years old	60 years old

	Seperate	
	December 31, 2020	December 31, 2019
Discount rate (% per annum)	1.71	1.71
Average salary increase rate (% per annum)	7.79	7.79
Turnover Rate	Follow with employees' age	Follow with employees' age
Retirement age	60 years old	60 years old

The result of sensitivity analysis for significant assumptions that affect the present value of the long – term employee benefit obligations as at December 31, 2020 are summarized below:

(Unit : Baht)

	Change of the present value of the employee benefit obligations increase (decrease)			
	Consolidated		Seperate	
	Increase 0.50%	Decrease 0.50%	Increase 0.50%	Decrease 0.50%
Discount rate	(147,439)	137,674	(133,870)	124,893
Salary increase rate	143,497	(151,943)	128,652	(136,554)
Turnover rate	(181,479)	169,433	(161,663)	150,711

The sensitivity analysis presented above may not be representative of the actual change in employee benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

As at December 31, 2020, the maturity analyses of undiscounted cash flows of benefit payments are as follows:

(Unit : Baht)

	Consolidated	Seperate
Within 1 year	-	-
Over 1 and up to 5 years	295,259	295,259
Over 5 years	6,275,518	6,275,518

## 26. DEFERRED TAX LIABILITIES

As at December 31, 2020 and 2019 consisted of:

	(Unit : Baht)	
	Consolidated	
	For the years ended	
	2020	2019
Deferred tax assets	-	-
Deferred tax liabilities	24,789,096	19,513,227
Deferred tax assets and liabilities - net	24,789,096	19,513,227

Movement of deferred tax assets and the deferred tax liabilities during the year 2020 and 2019 are as follows:

	(Unit : Baht)				
	Consolidated				
	Recorded as (expense) / income in				As at
	As at January		Other	Shareholders'	December
	1, 2020	Profit or loss	comprehensiv e income	equity	31, 2020
<b>Deferred tax assets:</b>					
Deferred income in accounting	-	-	-	-	-
Total deferred tax assets	-	-	-	-	-
<b>Deferred tax liabilities:</b>					
Adding to the temporary investment	(9,618)	9,618	-	-	-
Adding to the depreciation of assets	(19,503,609)	(5,285,487)	-	-	(24,789,096)
Total deferred tax liabilities	(19,513,227)	(5,275,869)	-	-	(24,789,096)

	(Unit : Baht)				
	Seperate				
	Recorded as (expense) / income in				As at
	As at January		Other	Shareholders'	December
	1, 2020	Profit or loss	comprehensiv e income	equity	31, 2020
<b>Deferred tax assets:</b>					
Deferred income in accounting	15,300	(15,300)	-	-	-
Total deferred tax assets	15,300	(15,300)	-	-	-
<b>Deferred tax liabilities:</b>					
Adding to the temporary investment	(101,685)	92,067	-	-	(9,618)
Adding to the depreciation of assets	(12,587,762)	(6,915,847)	-	-	(19,503,609)
Total deferred tax liabilities	(12,689,447)	(6,823,780)	-	-	(19,513,227)

### Income tax recognized in the statement of income

Income tax expenses for the years ended December 31, 2020 and 2019 are as follows:

	(Unit : Baht)			
	Consolidated		Seperate	
	2020	2019	2020	2019
<b>Current income tax:</b>				
Income tax expenses for the year	4,079,834	4,821,782	-	4,339,299
<b>Deferred tax:</b>				
Expenses (income), deferred income tax on temporary differences and reversals of temporary differences.	5,275,869	6,839,080	-	-
	<u>9,355,703</u>	<u>11,660,862</u>	<u>-</u>	<u>4,339,299</u>

### Corporate income tax payable

Movements of corporate income tax payable during the year ended December 31, 2020 are as follows:

	(Unit : Baht)			
	Consolidated		Seperate	
	2020	2019	2020	2019
Balance as at January 1	4,491,156	-	4,014,243	-
Expenses (income), deferred income tax	4,079,834	4,821,782	-	4,339,299
Paying corporate income tax in the middle of the year paid during the year	(4,302,246)	-	(3,332,093)	-
Corporate income tax is withholding with exercising rights	(373,899)	(330,626)	-	(325,056)
Balance as at December 31	<u>3,894,845</u>	<u>4,491,156</u>	<u>682,150</u>	<u>4,014,243</u>

# Reconciliation of effective tax rate

(Unit : Baht)

	Consolidated	
	Business granted income tax exemption	Business liable for income tax
	2020	2020
Profit (loss) before tax	31,955,974	(90,664,696)
Tax rate	20%	20%
Current income tax expense as tax rate	6,391,195	(18,132,939)
Tax implications for:		
Expenses not deductible for tax purposes	138,614	25,199,851
Income that is not considered an additional deductible income / expense	(4,231,500)	(23,004,584)
Expenses that are not considered an expense / additional deductible income	3,345	6,447,997
Tax loss benefit brought forward	-	(147,760)
Effects of elimination entries on consolidation	-	(8,308,580)
Corporate income tax exemption	(2,301,654)	-
Tax loss not recognized as deferred tax	-	22,025,850
Movement in temporary differences	4,300,327	975,541
Total	(2,090,868)	23,188,315
Income tax expenses reported in the income statement	4,300,327	5,055,376

	(Unit : Baht)	
	Separate	
	Business liable for income tax	
	2020	2019
Profit (loss) before tax	(84,651,137)	(61,336,806)
Tax rate	20%	20%
Current income tax expense as tax rate	(16,930,227)	(12,267,361)
Tax implications for:		
Expenses not deductible for tax purposes	21,939,353	14,669,440
Revenues not treated as revenues / Expenses that are deductible are added.	(21,439,205)	2,950,039
Revenues granted income tax exemption	-	(1,012,819)
Expenses not deductible for tax purposes / Additional deductible income	6,448,430	-
Tax loss not recognized as deferred tax	9,981,649	-
Total	16,930,227	16,606,660
Income tax expenses reported in the income statement	-	4,339,299

Deferred tax assets (liabilities) arising from temporary differences and unused tax losses that have not been recognized in the financial statements were as follows:

	(Unit : Baht)			
	Consolidated		Separate	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Loss carry forward	38,655,488	16,777,398	9,981,649	-
Employee benefit obligations	539,795	435,845	496,892	383,705
<b>Deferred tax assets - Net</b>	<b>39,195,283</b>	<b>17,213,243</b>	<b>10,478,541</b>	<b>383,705</b>

As at December 31, 2020 and 2019, The consolidated financial statement has deductible temporary differences totaling Baht 39.20 million and 17.21 million respectively, (Separate: Baht 10.48 million and 0.38 million respectively).

On which deferred tax assets have not been recognized as the Company's management considers that there is uncertainty whether the Company will have sufficient future taxable income to utilize such items and/or they might not be used to offset taxable income in the future.

The Group had temporary differences mainly arising from the unutilized tax losses carry forward which have not been recognized as deferred tax assets in the statement of financial position as following:

	(Unit : Baht)			
	For the years ended December 31			
	Consolidated		Separate	
	2020	2019	2020	2019
Loss carry forward	193,277,438	83,886,991	49,908,247	-

## 1. SHARE CAPITAL

On April 25, 2019, warrant ACC-W1 was exercised to purchase of 1,066 ordinary share with a par value of Baht 1.25 each, totaling of Baht 1,332.50.

The Company registered the change in its paid-up share capital with the Ministry of Commerce on June 27, 2019.

## 2. LEGAL RESERVE

According to the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any) until the reserve reaches 10 percent of the registered share capital. The statutory reserve could not be used for dividend payment.

## 3. BASIC EARNINGS (LOSS) PER SHARE

Basic earnings (loss) per share is calculated by dividing earnings (loss) for the years ended December 31, 2020 and 2019 attributable to equity holders of the Company (excluding other comprehensive income) by the number of issued and paid-up ordinary shares during year.

	(Unit: Baht/Share)			
	For the years ended December 31			
	Consolidated		Separate	
	2020	2019	2020	2019
Profit (loss) of parent Company for year	(69,204,023)	(133,992,593)	(84,651,137)	(65,676,105)
The number of issued and paid – up ordinary shares	1,343,055,623	1,343,054,557	1,343,055,623	1,343,054,557
Effect of shares issued	-	733	-	733
The number of ordinary shares by the weighted average method	1,343,055,623	1,343,055,290	1,343,055,623	1,343,055,290
Basis Earnings (loss) per share (Baht: Share)	(0.0515)	(0.0998)	(0.0630)	(0.0489)

## 4. SEGMENT INFORMATION

Operating segment information is reported in a manner consistent manner in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as the directors of the Group.

The Group operated the business primarily in manufacturing and distributing ceiling fan, renting property, banquet and restaurant, property development, investment in alternative energy and financing and in a single geographic area. Based on the types of activities, the operating income and expenses.

Details of information classified by operating segments of the Company and its subsidiaries. For the years ended December 31, 2020 and 2019 are as follows:

(Unit: Thousand Baht)

Consolidated																
For the years ended December 31																
Ceiling fan		Renting property		Banquet and restaurant *		Property development		Construction contractor		Financing		Alternative energy		Total		
2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	
Revenues from sales and services																
11,678	13,798	144	159	19,100	96,946	6,000	15,050	17,385	-	256	298	98,552	101,464	153,115	227,715	
Gross profit (loss)																
10,309	10,641	(53)	4	(3,721)	14,661	1,767	3,140	1,378	-	256	298	68,612	64,395	78,548	93,139	
Unallocated income and expenses:																
Other income														3,269	67,478	
Distribution costs														(7,592)	(15,952)	
Administrative expense														(112,282)	(243,300)	
Finance costs														(19,606)	(27,322)	
Share of profits from investments in associates														(1,046)	5,771	
Profit (loss) before income tax expense														(58,709)	(120,186)	
Tax expenses														(9,356)	(11,661)	
Profit (loss) for year														(65,065)	(131,847)	
Assets classified by business segments of the Company and its subsidiaries as at December 31, 2020 and 2019 are as follows:														December 31, 2020	December 31, 2019	
Property, plant and equipment														443,070	651,727	
Other assets														491,646	365,464	
Total assets														934,716	1,017,191	

\* The Group stopped operating due to the situation of Covid – 19 (from April 1, 2020). As mentioned in Note 16.2

### Gross profit for each segment

Geography is based on sales minus cost of sales. This is calculated based on the gross profit of the Group of company and its subsidiaries. Other assets Most of them consist of cash and cash equivalents, trade receivable, inventories and others.

### Major customers

For the years ended December 31, 2020, the Group has revenue from 1 major customers in the amount of Baht 0.04 million from renting property sector (year 2019: in 1 major customers total amount of Baht 0.11 million) and from 2 major customer in the amount of Baht 25.15 million from the alternative energy sector (year 2019: in 2 major customers total amount of Baht 26.09 million).

## 27. BENEFICIAL PRIVILEGES FROM INVESTMENT PROMOTION

Saraburi Solar Co., Ltd. and Bangpakong Solar Power Co., Ltd.

The subsidiary received a promotion certificate under the Investment Promotion Act B.E.2520 for its business involving produced of electricity from solar power. The major privileges granted to the Company are as follows:

- 1) Exemption from import duty on machinery as approved by the Board of Investment.
- 2) Exemption from corporate income tax on net profit derived from the operation of promoted business for a period of 8 years from the date operation income is first derived.
- 3) A 50% reduction in the normal income tax on the net profit derived from certain operations for a period of 5 years, commencing from the expiry date of No.2.
- 4) Exemption from income tax on dividend received from the operations of promoted business.
- 5) An allowance to double deduct the transportation, electricity and water expense for a period of 10 year from the date income is first derived
- 6) An allowance to deduct 25% of investment in infrastructure in addition to normal depreciation.
- 7) Others as specified in the promotional certificate.

Consequently, the subsidiary has to comply with terms and conditions stipulated in the promotion certificate.

## 28. COMMITMENTS AND CONTINGENT LIABILITIES

### 31.1 Obligation of credit lines for loans from financial institutions

		Consolidated					
		December 31, 2020			December 31, 2019		
	Currency (Unit)	Credit lines	Credit Used	Credit remain	Credit lines	Credit Used	Credit remain
Long – term borrowings	Million Baht	228.00	228.00	-	228.00	228.00	-
Letter of guarantee	Million Baht	1.79	1.77	0.02	0.69	0.69	-
Factoring	Million Baht	30.00	-	30.00	-	-	-



## 29. EXPENSES BY NATURE

Significant expenses by nature of expense for years ended December 31, 2020 and 2019 are as follow:

	(Unit: Baht)			
	For the years ended December 31			
	Consolidated		Seperate	
	2020	2019	2020	2019
Change in finished goods and work in process	7,903,305	(21,560,338)	1,311,123	(32,921,320)
Raw material and consumables used	7,524,244		251,179	234,769
		29,807,761		
Salary, wages and other employee benefits	42,670,121			
		56,354,485	22,416,751	22,246,881
Depreciation and amortization	46,668,382	56,311,089	4,939,554	2,733,269
				3,249,970
Loss on impairment of assets	500,666	94,578,822	25,873,316	
	19,401,528		6,017,629	
Allowance for expected credit loss		75,809,020		74,886,160
	36,177,571			
Consulting, service and other fee		23,447,086	28,750,786	13,683,926

## 30. PROVIDENT FUND

The Company and its employees jointly registered a provident fund scheme under the Provident Fund Act B.E. 2530. The Fund is contributed to by both the employees and the Company. The Fund is managed by BBL Asset Management Company Limited and will be paid to the employees upon termination in accordance with the rules of the Fund. In the year 2020, the Group contributed in the consolidated financial statements were of Baht 0.67 million (Year 2019: Baht 0.62 million) and in the separate financial statements, were of Baht 0.24 million (Year 2019: Baht 0.58 million).

## 31. FINANCIAL INSTRUMENT

The Company's major financial instruments consist of cash and cash equivalents, trade and other receivables, bank deposits with guarantee obligations, other financial assets, loans to, trade payables and other payables, borrowings, debentures and liabilities under lease agreements. The Company has risks associated with these financial instruments and has a risk management policy as follows:

### *Policy on financial risk management*

The Group is exposed to normal risk regarding to the change of market interest rate and currency exchange rate and non-performance of contractual obligations by counter parties. The Group will consider to use appropriate financial instruments when it considers necessary to manage such risks. However, the Group has no policy to use financial instruments for speculating or for trading.

### ***Liquidity Risk***

The Company exposed to normal business risks from changes in market interest rates and non – performance of contractual obligation by counterparties. The Company does not issue derivative financial instruments for speculative or trading purpose.

### ***Risk on credit provision***

The Group is exposed to credit risk primarily with respect to trade accounts receivable. The Group manages the risk

by adopting appropriate credit control policies and procedures and therefore do not expect to incur material financial losses. In addition, The Group does not have high concentrations of credit risk since they have a large customer base.

The maximum exposure to credit risk is limited to the carrying amounts of trade accounts receivable and notes receivable as stated in the statement of financial position.

### ***Risk on interest rate***

Interest rate risk is occurred from changes in market interest rates which will affect the results of the Group operations and its cash flows. The Group exposure to interest rate risk relates to their cash at banks and loans. However, since most of the Company's financial assets and liabilities bear floating interest rates or fixed

interest rates which are close to the market rate, the interest rate risk is expected to be minimal

### ***Determination of fair values***

#### **Fair Value**

The fair value is the price at which an orderly transaction to sell an asset or to transfer a liability would take place between market participants at the measurement date. Fair values have been determined for measurement

and/or disclosure purposes based on the following methods (when applicable, further information about

the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability).

Financial assets and liabilities that are due in the short term are stated at estimated fair value based on the carrying amount shown in the statement of financial position, the carrying amount and the fair value of each type of financial assets and liabilities as at December 31, 2020 can be shown as follows:

(Unit : Million Baht)

	Consolidated					Seperate				
	2020					2020				
	Fair Value through Profit or Loss	Fair Value through Other Comprehensive Income	Amortized Cost	Total book value	Fair Value	Fair Value through Profit or Loss	Fair Value through Other Comprehensive Income	Amortized Cost	Total book value	Fair Value
Financial assets:										
Cash and cash equivalents	-	-	16.80	16.80	16.80	-	-	4.73	4.73	4.73
Trade and other current receivables	-	-	54.38	54.38	54.38	-	-	4.25	4.25	4.25
Loans	-	-	3.37	3.37	3.37	-	-	353.84	353.84	353.84
Other financial assets	0.10	-	-	0.10	0.10	0.02	-	-	0.02	0.02
Trade and other current payable	-	-	23.01	23.01	23.01	-	-	8.07	8.07	8.07
Borrowings	-	-	121.62	121.62	121.62	-	-	149.50	149.50	149.50
Debenture	-	-	133.37	133.37	133.37	-	-	133.37	133.37	133.37

As at December 31, 2020 and 2019, significant financial assets and liabilities can be classified by interest rate type. And for fixed-rate financial assets and liabilities, they can be classified by maturity date or when the interest rate is reset. (If the date of the new interest rate is set first) as follows:

	(Unit : Million Baht)													
	Consolidated													
	Fixed interest rate						Floating interest bearing		Non – interest bearing		Total		Effective rate of interest	
	Within 1 year		More than 1 year to 5 years		More than 5 years									
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
	(% per annum)(% per annum)													
Financial assets:														
Cash and cash equivalents	0.02	-	-	-	-	-	16.15	122.67	0.63	0.76	16.80	123.43		
Trade and other current receivables	-	-	-	-	-	-	-	-	54.38	32.27	54.38	32.27	-	-
Deposits at financial institution with commitment	1.08	0.67	-	-	-	-	7.11	6.01	-	-	8.19	6.68		
Temporary investments	-	-	-	-	-	-	-	-	-	8.32	-	8.32	-	-
Other financial assets	-	-	-	-	-	-	-	-	0.10	-	0.10	-	-	-
Loans to – non - related companies	3.37	-	-	-	-	-	-	-	-	-	3.37	-	7.50	0.75 – 7.50
Financial liabilities:														
Borrowings	-	-	-	-	-	-	121.62	146.68	-	-	121.62	146.68	MLR	MLR
Trade and other current payable	-	-	-	-	-	-	-	-	22.93	23.86	22.93	23.86	-	-
Debentures and bills of exchange	167.47	152.43	-	-	-	-	-	-	-	-	167.47	152.43	5.50 – 6.40	5.50
Liabilities lease agreements	5.71	0.29	16.11	0.07	0.83	-	-	-	-	-	22.65	0.36	0.379 – 0.502	0.379 – 0.502

(Unit : Million Baht)

	Seperate													
	Fixed interest rate													
	Within 1 year		More than 1 year to 5 years		More than 5 years		Floating interest bearing		Non – interest bearing		Total		Effective rate of interest	
													2020	2019
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
													(% per annum)	(% per annum)
Financial assets:														
Cash and cash equivalents	-	-	-	-	-	-	4.65	15.69	0.08	0.06	4.73	15.75		
Trade and other current receivables	-	-	-	-	-	-	-	-	4.25	2.36	4.25	2.36	-	-
Deposits at financial institution with commitment	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Temporary investments	-	-	-	-	-	-	-	-	-	4.29	-	4.29	-	-
Other non – current assets	-	-	-	-	-	-	-	-	0.02	-	0.02	-	-	-
Loans to – related companies	353.84	345.60	-	-	-	-	-	-	-	-	353.84	345.60	7.50	0.75 - 7.50
Financial liabilities:														
Trade and other current payable	-	-	-	-	-	-	-	-	8.07	10.61	8.07	10.61	-	-
Long – term borrowings	33.44	85.45	115.69	-	-	-	-	-	-	-	149.13	85.45	7.50	7.50
Debenture	167.47	152.43	-	-	-	-	-	-	-	-	167.47	152.43	5.50 – 6.40	5.50
Liabilities lease agreements	2.52	-	9.42	-	-	-	-	-	-	-	11.94	-	0.379-0.502	0.379-0.502

### *Risk on exchange rate*

The Group has a foreign currency risks in respect of the sales purchase transactions. The Group Company manages

its exposure to foreign currency risk by natural balancing net position of receipt and payment of the foreign currency transactions. In each period, The Group seeks to reduce the risk on net position by entering into forward exchange contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at December 31, 2020 and 2019, the outstanding balances of the Group's financial assets and liabilities denominated in foreign currencies which did not perform the forward contract so as hedge against risk of currencies are as follows:

### 32. FAIR VALUE ESTIMATION

The following table shows financial assets and liabilities that are measured at fair value. But not including items where the fair value is close to the book value.

(Unit: Million Baht)								
	Consolidated							
	Level 1		Level 2		Level 3		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
Assets as at December 31,								
Other financial assets	0.10	8.32	-	-	-	-	0.10	8.32
Property, plant and equipment	-	-	752.59	752.59	-	-	752.59	752.59
Land held for development	-	-	60.50	60.50	-	-	60.50	60.50
Debentures and bills of exchange	167.47	152.43	-	-	-	-	167.47	152.43

(Unit: Million baht)								
	Seperate							
	Level 1		Level 2		Level 3		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
Assets as at December 31,								
Other financial assets	0.02	4.29	-	-	-	-	0.02	4.29
Debentures and bills of exchange	167.47	152.43	-	-	-	-	167.47	152.43

### 33. LITIGATION IN PROGRESS

### 1<sup>st</sup> Case

The Company has filed a lawsuit against the authorized director of the purchase of Koh Sirey Land, Phuket Province and the list of extensions and improvements to the Pub Pla building, Photo gallery of “Jao Nai Muang Nueng”, Loi Kathong’s dock of C.E.I (Chiang Mai) Company Limited is a criminal case to the Phra Khanong criminal court. It is a Black Case number 269/2563 for an offense of being a director who does not perform his duty with liability, cautious, and faithful causing the damaged for the company and also a dishonest act in order to find unlawful benefits for yourself and others. Which is an offense under the Securities Act B.E. 1992, Section 89/7, 281/2, 311, 314 and 315, accompanying the Criminal Code Section 83, 84 and 86 with 9 persons and juristic persons which are consisting of 5 (five) former company directors, 3 (three) other related persons and 1 (one) juristic person on January 23, 2020

On March 23, 2020, the Court made an appointment for a preliminary hearing of the prosecution and to postpone the case, the defendant's lawyer questioned the plaintiff on the date July 20, 2020 and appoint an additional hearing for the plaintiff on July 27, 2020. The court scheduled a hearing on August 18, 2020.

On August 18, 2020, the Court of First Instance dismissed the case.

The company is currently in the process of filing an appeal of the judgment of the First Instance Court and will submit an appeal within November 16, 2020.

### 2<sup>nd</sup> Case

On July 17, 2020, one former director and 2 related persons are plaintiffs against the Company and 7 directors amount of 3 case to the Criminal Court in the offense of jointly prosecuting false (From the lawsuit filed by the company in the 1<sup>st</sup> case.) damages Baht 50.00 million per person, totaling Baht 150.00 million with interest at 7.50% per year, the court scheduled a data inquiry on September 14, 2020.

On September 14, 2020, the court scheduled a hearing for the information against the plaintiff, and to postpone the case to hear the results on March 23, 2021.

The Company has not recorded this liability in the financial statements as the management considers that there is no damage to the Company.

### 3<sup>rd</sup> Case

On April 1, 2020, the Central Labor Court has an appointment with the Company (Court accepted the lawsuit on February 11, 2020 to arrange a mediation consider and testify on June 12, 2020, according to a former director and one of the company's employees prosecuting and claiming damages for unfair termination of employment which the total amount approximately of 5.16 million baht with interest at 7.50% per year. The Company has not recorded such liability in the financial statements since the former director and employee has made a resignation letter, issued dated on May 30, 2018.

On June 12, 2020, the court appointed an investigation of the data. The Company denied an indictment and executing a counterclaim for the former directors and employees of the Company to claim

compensation for the offense of being a director. And the top management fails to perform duties responsibly caution and honesty causing the company to be damaged and to act in a dishonest way for the benefit which should not be legally for themselves or others in the amount of 123.61 million baht plus interest 7.50% per year to the Central Labor Court. In this regard, the court has counted the testimony of the defendants on October 14, 2020 and the testimony on October 15 – 16, 2020.

On October 14, 2020, the court scheduled a hearing for the information against the plaintiff, and both sides have already negotiated each party wishes to withdraw the prosecution and the defendant's counterclaim to settle this case without being attracted to civil or criminal cases in connection with labor contracts anymore. By the court to postpone the appointment to hear the outcome of the negotiations on November 4, 2020, and cancel the appointment of examination of the testimony on October 15-16, 2020. On November 4, 2020, the court has issued an order allowing the case to be withdrawn.

#### 34. SIGNIFICANT INFORMATION OF CONSTRUCTION CONTRACTS

As of December 31, 2020, the company has accrued income from the installation of solar rooftop systems. Included in the value of work done but not yet due in the financial statements are detailed as follows.

	(หน่วย : บาท)	
	Consolidated	
	2563	2562
Cost of the project to date	15,854,344	-
Profit (loss) recognized to date	1,530,872	-
Project work costs incurred, adjusted with profit. (loss) recognized to date	17,385,216	-
<u>Less</u> annuity billed from the employer.	(8,183,160)	-
Contract revenues the remaining – Net	9,202,056	-

#### 35. CORRECTION OF ERRORS

During the year 2019, the company hired RPV Valuation Company Limited, an independent appraiser, to evaluate the company's assets with details as follows:

Saraburi Solar Co., Ltd. ("Saraburi Solar") hires an appraiser to appraise the value of assets in the Solar Farm Project, consisting of leasehold rights with the construction of solar panel installation bases machinery and equipment.

CEI (Chiang Mai) Co.,Ltd. ("CEI Chiang Mai") hires an appraiser for the Khum Khan Tok Project, consisting of land, buildings and equipment.

In order to calculate the value of the recoverable assets comparing to the book value for consideration of the adequacy of the allowance for impairment of assets. However, the appraiser is not the main appraiser approved by the securities and exchange commission and the stock market.

The company has the operation details in the above matters as follows:

For the assets in the Solar Farm Project of Saraburi Solar Company Limited, which has been appraised by RPV valuation Co.,Ltd, the financial information used in the valuation of the Solar Farm Project is based on the burden of various obligations the company has with its partners Such as the power purchase agreement between the company and the Provincial Electricity Authority Lease agreements for land used in the Solar Farm Project, etc., together with the value of buildings and various equipment used in electricity generation And then



use the property valuation by Income approach which is a method of appraising assets that the appraiser deems appropriate to the Solar Farm Project. This method of property appraisal is one of the accredited methods that is recognized and accepted in the property appraisal profession in Thailand.

For the assets in Khum KhanToke Project of the company C.E.I. Chiang Mai Company Limited, RPV valuation Co., Ltd, the appraiser uses the valuation methodology based on the Market Value Approach, which is a valuation method in accordance with the standards and professional ethics in the valuation of assets in Thailand.

Even that the main appraiser of the appraiser (RPV Valuation Company Limited) is not the main appraiser approved by the Securities and Exchange Commission But the appraisal company has been approved by the Securities and Exchange Commission to be a company to evaluate the property value in the capital market The approval period is until 5 December 2020 and the main assessor is the senior appraiser of the Thai Appraisers Association. And the Thai Independent Appraisers Association Has the right to evaluate the property value according to the professional ethics standards of both such associations when the main appraiser evaluated the assets of the Solar Farm Project and Khum Khan Toke Project in accordance with standards and professional ethics in asset valuation and the appraiser (RPV Valuation Co., Ltd. has prepared a property valuation report as per the appraisal of the main appraiser, can be summarized as follows:

	(Unit: Thousand Baht)	
	Values	Date
Solar Farm Project	230,200,000	December 27, 2019
Khum Khan Tok Project	527,870,000	January 2, 2020

Informing the company, the company therefore has no opinions or arguments regarding the assumptions and methods of appraising the property as well as the true value of the assets of both projects is different from the appraiser in anyway.

During the year 2020, the company hired SL Standard Appraisal Company Limited, an independent appraiser used to conduct asset appraisal for the new company to calculate the value of the property that is expected to be returned In this regard, the appraiser (SL Standard Appraisal Company Limited) has prepared a report on the appraisal value of the assets of the main appraiser, informing the company Can be summarized as follows:

	(Unit: Thousand Baht)	
	Values	Date
Solar Farm Project	257,440,000	April 20, 2020
Khum Khan Tok Project	522,390,000	April 15, 2020

When the appraisal of the assets of the Solar Farm Project and the Khum Khantoke Project of the appraiser meets the standards and professional ethics in the valuation of the property as discussed above shows that the Solar Farm Project of Saraburi Solar Company Limited has a recoverable value lower than the book value, so the Company considers an allowance for impairment of the Solar Farm Project assets as at December 31, 2019, In accordance with conservatism. The company therefore uses the fair value as reported by the appraiser RPV Valuation Company Limited in determining the recoverable amount.

Therefore, the Company has made retroactive adjustments to the prior year's financial statements presented as comparative information. The cumulative effect of the adjustment from the consideration of the recoverable amount is shown as the retroactive adjustment in the statement of changes in shareholders' equity.

The effect of error correction restated financial statements presented below:

(Unit: Baht)			
	As previously reported, as at December 31, 2019	Restate	Balance after renovation, as at 31 December 2019
<b>Statement of Financial Position</b>			
<b>Asset</b>			
<b>Current asset</b>			
Property, plant and equipment (decrease)	724,679,412	(72,952,853)	651,726,559
<b>Current liabilities</b>			
Deferred income tax liabilities increased	15,337,988	4,175,239	19,513,227
<b>Non – current liabilities</b>			
<b>Shareholders' equity</b>			
Retained earnings (decrease)	(174,348,425)	(77,128,092)	(251,476,517)

Statement of comprehensive income for the years ended December 31, 2019

(Unit: Baht)			
	As previously reported, as at December 31, 2019	Restate	Balance after renovation, as at December 31, 2019
Cost of sales and service costs (decrease)	142,164,521	(7,588,544)	134,575,977
Income tax expenses increased	7,485,623	4,175,239	11,660,862
Administrative expenses increased	162,758,175	80,541,397	243,299,572
Increased net profit (loss)	(56,864,501)	(77,128,092)	(133,992,593)
Increased basic earnings (loss) per share (baht / share)	(0.0423)	(0.0575)	(0.0998)

### 36. CAPITAL MANAGEMENT

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

As at December 31, 2020 and 2019, in the consolidated financial statements, debt to equity ratio is 0.55 : 1.00 and 0.53 : 1.00 respectively and the separate financial statements, debt to equity ratio is 0.48 : 1.00 and 0.35 : 1.00 respectively.

### 37. RECLASSIFICATION

Transaction in the 2019 financial statements have been reclassified to conform with the notification of the department of business development dated on December 26, 2019 regarding the determination of the condensed items in the financial statements 2019.

### **38. APPROVAL OF FINANCIAL STATEMENT**

These financial statements have been approved for issue by the Company's Board of Directors on March 1, 2021.

## Other Information

Details of Director in Subsidiaries and Related Companies As on December 31, 2019 as flow:



### Subsidiaries:

1. C.E.I (Chieng Mai) Company Limited. (“CEI”)
  - Mr. Thitisak Skulkroo “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  - Mr. Saowapak Sakulromevilas “Appointed as “Authorized Director”
  
2. ACC Infra Company Limited. (“ACC I”) Change name form ACC Electric Company Limited.
  - Mr. Thitisak ) Skulkroo “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  - Mrs. Supin Siripoke “Appointed as “Authorized Director”
  - Mr. Thanakit Achariyasombat “Appointed as “Authorized Director”
  
3. ACC Landmark Company Limited. (ACC L”)
  - Mrs. Ngamnij Ruangsorn “Appointed as “Authorized Director”
  - Mr. Thitisak Skulkroo “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  
4. ACC Green Energy Company Limited. (“ACC G”)
  - Mr. Thitisak ) Skulkroo “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  
5. Acc Capital Company Limited. (“ACC C”)
  - Mr. Thitisak Skulkroo “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  - Mr. Kittu Kanokudomsap “Appointed as “Authorized Director”
  - Mr. Vichien Uasanguankul “Appointed as “Authorized Director”
  - Mr. Nuttapong Saengthongkham “Appointed as “Authorized Director”
  
6. Bangpakong Solar Power Company Limited. (“BSP”)
  - Miss Yupaporn Yuchoukan “Appointed as “Authorized Director”
  - Mr. Akarit lound-udomkul “Appointed as “Authorized Director”
  - Mr. Angoon Phimpkorn “Appointed as “Authorized Director”
  - Mrs. Supin Siripoke “Appointed as “Authorized Director”

7. Saraburi Solar Company Limited. (“SSL”)

- |                               |                                     |
|-------------------------------|-------------------------------------|
| ● Mr. Thitisak Skulkroo       | “Appointed as “Authorized Director” |
| ● Mr. Angoon Phimphkorn       | “Appointed as “Authorized Director” |
| ● Mrs. Supin Siripoke         | “Appointed as “Authorized Director” |
| ● Mr. Peerapong Wainipitapong | “Appointed as “Authorized Director” |

❖ **Associated Companies:**

1. W. Solar Company Limited. (“W.Solar”) (Percent of investment 49 % of share Capital)

- |                               |                                     |
|-------------------------------|-------------------------------------|
| ● Miss Yupaporn Yuchoukan     | “Appointed as “Authorized Director” |
| ● Mr. Jal Chamikor            | “Appointed as “Authorized Director” |
| ● Mr. Chaithawat Saowapon     | “Appointed as “Authorized Director” |
| ● Miss. Koranun Sukonritikorn | “Appointed as “Authorized Director” |
| ● Mr. Angoon Phimphkorn       | “Appointed as “Authorized Director” |
| ● Mrs. Supin Siripoke         | “Appointed as “Authorized Director” |
| ● Mr. kitti Kanokudomsap      | “Appointed as “Authorized Director” |
| ● Mr. Peerapong Wainipitapong | “Appointed as “Authorized Director” |

2. 105 Solar Company Limited. (“105.Solar”) (Percent of investment 44.36 % of share Capital)

- |                            |                                     |
|----------------------------|-------------------------------------|
| ● Miss Yupaporn Yuchoukan  | “Appointed as “Authorized Director” |
| ● Mr. Akarit Iound-udomkul | “Appointed as “Authorized Director” |
| ● Mr. Angoon Phimphkorn    | “Appointed as “Authorized Director” |
| ● Mrs. Supin Siripoke      | “Appointed as “Authorized Director” |



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