รายงานประจำปี 2563
ANNUAL REPORT 2020

EMC

บริษัท อีเอ็มซี จำกัด (มหาชน) EMC PUBLIC COMPANY LIMITED

VISION

To be a leading construction and property development in Thailand by deliver performance to meet international standards under the concept of sustainability and improving the quality of life for the Thai people, Social Quality and to create the highest satisfaction of all stakeholders in all sectors, include of customers, business partners, employees, surrounded community to grow together.

MISSION

Continue creativity while modernize Products and Services, development with highly innovative function consistently. Accompany with organizational development and human resources will be driven companies to achieve business goals to deliver performance and service quality as well as to meet international standards under the transparent resources management and efficiency to contribute the highest effectiveness and verifiability.

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Summary of Financial Information

Consolidated financial statements						
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Total assets	2,896.54	(6.90)	3,111.08	(13.05)	3,578.01	22.72
Total liabilities	960.33	(22.28)	1,235.56	(27.62)	1,706.99	20.81
Shareholders' equity	1,936.21	3.24	1,875.52	0.24	1,871.02	24.51
Operating income	1,465.02	12.35	1,304.00	(46.16)	2,421.83	258.73
Gross profit	229.53	(64.09)	219.69	(64.09)	611.83	378.29
Net profit (loss)	60.70	2,377.55	2.45	(99.33)	368.36	154.57

Financial Ratio		2020	2019	2018
Gross Profit Margin	(%)	15.67	16.85	25.26
Net Profit Margin	(%)	4.14	0.19	15.21
Return on Equity	(%)	3.13	0.13	19.69
Return on Assets	(%)	2.10	0.08	10.30
Total Assets Turnover	(Times)	0.51	0.42	0.68
Debt to Equity Ratio	(Times)	0.66	0.66	0.91

Message from the Chairman

In 2020, the country's economic growth rate has slowed significantly from the previous year by the impact of international trade conflicts, COVID-19 outbreak, and drought problems. Construction industry and real estate business has been severely affected as well. The real estate business was also affected by the tightening of lending to developers and retail loans for the bank's residential buyers.

For the trend in 2021, the overall economic condition of the country has a chance to improve because all over the world including Thailand have vaccinated COVID-19 to their own people, causing the epidemic of COVID-19 to decline. More countries started opening and the industrial business sectors are beginning to move towards normal conditions. It is expected that both public and private investment will increase in the same direction. However, the construction industry and the real estate development business is still another challenging year for entrepreneurs who have to manage their businesses in both foreign and domestic economic situations that are not very favorable.

However, the company continues to strive to offer high quality construction services, deliver on time and bring new technology to support the work to be most effective in order to meet the needs of the public and private sectors. In addition, the company continues to strive to recruit and create new projects under the concept of quality of life development, along with environmental conservation to restore nature to society. The company has a long-term experience in the construction business with the dedication of the management and all employee, therefore the company will be able to overcome the obstacles and will continue to grow steadily in order to return the profit to shareholders sustainably.

The success of the company cannot be achieved without good support from all those involved. On behalf of the Board of Directors, we would like to thank the shareholders, financial supporters, business partners, mass media, public and private organizations and all the participants who have well supported the company over the past year. The company pledges to operate on a sustainable growth basis, and taking into account with the interests of all stakeholders and following the principles of corporate governance continuously.

Mr. Chanachai Leenabanchong
Chairman of the Board

Board of Directors

01 Mr. Chanachai Leenabanchong

Chairman

02 Mr. Ratchai Pichayapoom

Vice Chairman

03 Mr. Voravit Leenabanchong

Vice Chairman

04 Mr. Vachara Pakdeemonthon

Vice Chairman

05 Sub.L.t. Matee Ittirivichai

Director

06 Miss Promart Hantra

Director

07 Miss Thaweesri Wikayathipat

Member of the Audit Committee and Independent Director

08 Dr. Yaowarin Srichainan

Member of the Audit Committee and Independent Director

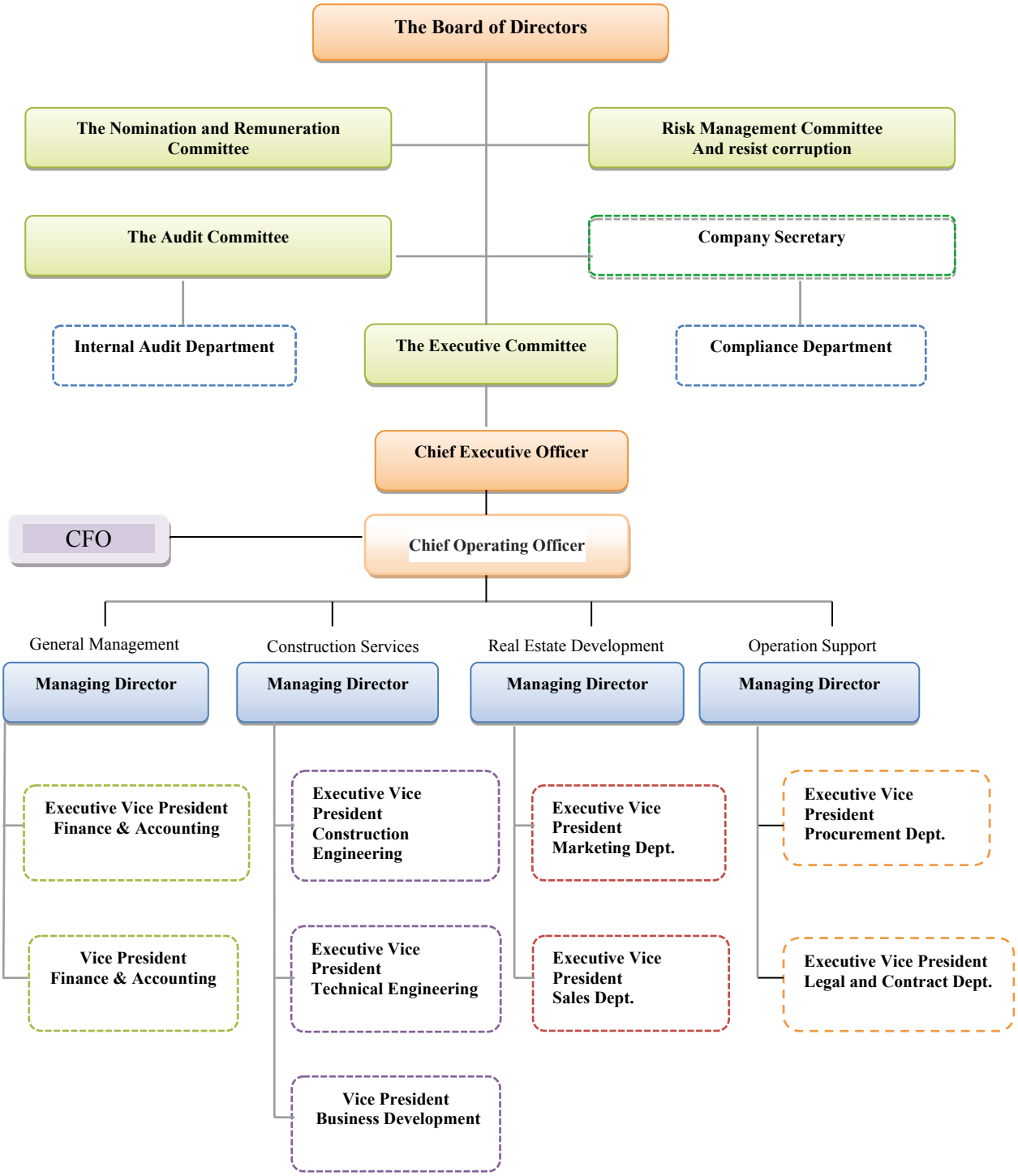
Mr. Pannatee Sriwongthai

09

Member of the Audit Committee and Independent Director

Organization Chart

Organization Chart of EMC Plc. As at December 31, 2020



General Information

1. Company Information

Company Name	:	EMC Public Company Limited
Head Office	:	28-30 Floor, ITF Tower, 140/66-67 Silom Road, Suriyawong, Bangrak, Bangkok 10500
Type of Business	:	Provide integrated civil and mechanical and electrical construction service, and real estate development.
Registration No.	:	0107538000321
Telephone	:	02-615-6100
Facsimile	:	02-615-6128 – 30
Website	:	www.emc.co.th
Registered Capital	:	12,650,632,144 Baht
Paid-up Capital	:	8,433,754,763 Baht
Par value	:	1 Baht per share

2. Juristic persons, which the Company holds more than 10% of shares

No.	Company Name	Shareholding portion	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
Subsidiary companies in real estate rental business and residential complex						
1	Sajja Bangsean Condominium Company Limited	100%	4,000,000	4,000,000	400,000	10
2	Rich Man Property Company Limited	100%	5,000,000	5,000,000	500,000	10
3	North Property Company Limited	100%	5,000,000	5,000,000	500,000	10
4	Siam Bangkok Development Company Limited	100%	20,000,000	20,000,000	2,000,000	10
5	Imperial Land Company Limited	100%	110,000,000	110,000,000	1,100,000	100
Subsidiary companies in government and state enterprises concession business for contract construction and civil work						

No.	Company Name	Shareholding portion	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
1	BR Construction Company Limited	51%	60,000,000	60,000,000	60,000	1,000
Associated company doing business of construction system engineering						
1	Sunken-EMC Company Limited	48%	40,000,000	40,000,000	400,000	100
2	Company joint venture Chiang Mai Daily and EMC Company Limited	51%	5,000,000	10,000,000	50,998	100

3. Other References

- **Company Registrar**
  - Thailand Securities Depository Co., Ltd.

    62 The Stock Exchange of Thailand Building, Ratchadaphisek Road, Klongtoey, Bangkok 10110

    Telephone 02-229-2800 Facsimile 02-654-5427

    Call Center 02-229-2888 Website : www.tsd.co.th

- **Auditor**

  1. Mrs. Suwimol Krittayakian 2982
  2. Miss Somchintana Pholhiranrat 5599
  3. Mr Jumphaphat Phrai Rattanakorn 7645
  4. Mr Napruk Pisanuwong 7764
  5. Miss Supaporn Mangchit 8125
  6. Mr. Viroj Satchamathamnukul 5128

  DIA International Auditing Company Limited

  316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei Subdistrict, Khlong Toei District, Bangkok 10110

  Phone 02-259-6300

  Fax. 02-260-1553 WWW.diaaudit.com

- **Legal Counsels**
  - Srisamlan Law Office

40/131 Krittiya Village 3 Bangpood , Pakkret District, Nonthaburi 11120 Telephone 081-939-5330 Facsimile 02-938-7515-7

- Sathit Business Law Office Limited

  59 Soi Rattanathibet 28 Yaek 2, Bang Kraso Sub-district, Mueang Nonthaburi District, Nonthaburi Province 11120

- Asia Atney Law Office Company Limited

  339/1 The Spirit Condo Building, Srinakarin Road, Nong Bon Subdistrict, Prawet District, Bangkok 10250

Policy and Overall Business Operations

General information

History of EMC Public Company Limited ("the Company") was registered as a juristic person incorporated in Thailand in 1979, transformed into a public limited company on June 9, 1995 and listed on the Stock Exchange of Thailand. On May 15, 1996, with its registered office at 140/66-67 ITF Tower, 28-30th Floor, Silom Road, Suriyawong Sub-district, Bangrak District, Bangkok 10150, with the main business involved in construction. And real estate development business Operate the Company's main business and still maintain a comprehensive construction contractor business. By accepting construction work from government agencies and private sectors Service from the outset until the construction of the building is completed in a manner known as "One stop point", which includes work from the preparatory work, piling work, foundation work, soil protection, structural work Architecture Landscape architecture And system engineering work, including electrical systems, mechanical systems, sanitation work, elevator systems, air conditioning systems And various automation works in the building, etc.

The construction work of the company has been taken in accordance with the appropriate steps. Either in the event that the employer is a government agency, state enterprise, or the private sector, which procedures will be determined Different pricing methods, timeframe, implementation and construction conditions If the company has been selected through price negotiation And specify the construction conditions that are satisfied with all parties already Therefore finally hired to construct Generally, the company will be the main contractor for the construction. Construction specific May consider participating in the operation of a joint venture with other companies. Which caused the exchange of techniques in the work Learning and transferring new technology Knowledge of various fields Promote innovation development Which is considered to expand the working potential of the company To provide opportunities to participate in bidding for major projects in the government and private sectors in the future For the construction workers The company has a portion of its own daily workers. And the other part comes from the commissioning Subcontractors that have been properly registered with the company. And must meet the criteria set by the company The advantage in this section is that the workforce can be set according to the needs of each period appropriately. And bring effective cost control as well.

Vision and Mission of the company

The company's Board of Directors has determined the vision and mission of the company for the purpose and procedure of business operation. The details are as follow;

Vision

To be a leading construction and property development in Thailand by deliver performance to meet international standards under the concept of sustainability and improving the quality of life for the Thai people, Social Quality and to create the highest satisfaction of all stakeholders in all sectors, include of customers, business partners, employees, surrounded community to grow together.

Mission

Continue creativity while modernize Products and Services, development with highly innovative function consistently. Accompany with organizational development and human resources will be driven companies to achieve business goals to deliver performance and service quality as well as to meet international standards under the transparent resourcesmanagement and efficiency to contribute the highest effectiveness and verifiability.

The company has a business goal

In the past, the company has set a goal to be a leader in the construction and real estate development business in Thailand that delivers international standard and have steady income growth along with studying and developing products and services as well as innovation to meet and cover for real estate buyers in all genders, ages and levels under the concept of sustainability and improving the quality of life for Thai people. In addition, the company still focuses on accepting construction work in both the public and private sectors to create more stable income and sustainable growth every year as well as looking for partners who are ready to expand their investment base to neighboring countries as well.

Significant changes and development

The company has changed the management of shareholding structure with significant capital structure for the past 3 years as follows:

Year 2020 Important changes and developments

April - At the Board of Directors Meeting No. 2/2020 on March 13, 2020, the meeting resolved the ollowing important matters.

1. Approved to propose to the shareholders' meeting to acknowledge the non-allocation of legal reserve funds. And no dividend payment for the performance of the company For the fiscal year ended December 31, 2019 because the company still has accumulated losses.

2.Approved to propose to the shareholders' meeting to appoint 3 directors as follows:

1. Mr. Rattachai Phichayaphum Company Director

2. Ms. Yaowarin Srichainan Independent Director / Audit Committee

3. Ms. Taweesri Wikyathipat Independent Director / Audit Committee

Who are the directors who have to retire by rotation at this time Returned to being a director of the Company for another term.

3. Approved to propose to the 2020 Annual General Meeting of Shareholders to appoint an auditor. Name-Surname Certified Public Accountant No.

Mrs. Suwimol Chrityakierne	2982
Ms. Somchintana Phonhirunrat	5599
Mr. Jumpadprai Rattanakorn	7645
Mr. Napruk Phitsanuwong	7764
Ms. Supaporn Mangchit	8125
Mr. Wiroj Sajjathanukul	5128

Audit fee rate: 2,640,000.00 baht (two million six hundred and forty thousand baht only)

4. Approved to propose to the shareholders' meeting to consider the remuneration for the Board of Directors and the Audit Committee for the year 2020 in an amount not exceeding 4,000,000 baht as follows: Meeting allowance

- Chairman of the Board of Directors, Chairman of the Nomination and Remuneration Committee, Chairman of the Audit Committee Will receive a meeting allowance of 30,000 baht per meeting attendance

- Director of the Company, Member of the Nomination and Remuneration Committee, Member of the Audit Committee Will receive a meeting allowance of 20,000 baht per meeting attendance

Other remuneration of the board

- Not more than 1% of net profit

- For directors who are in the agenda for less than a year To be paid according to the period of service in that year

5. Approved to propose to the Annual General Meeting of Shareholders to consider and approve the amendment of Clause 3 of the Memorandum of Association of the Company from the original 67 items to 69 items (due to an error in sorting clause 66, no text by I would like to amend the number of objectives of the Company from Article 67 to Article 66) as follows:

67. Business farming, gardening, farming, agriculture

68. To engage in the business of raising pets, aquatic animals and livestock.

69. Business forestry, forestry and forest plantation

- The Company held the 2019 Annual General Meeting of Shareholders at the Meeting Room, Warehouse of EMC Public Company Limited, No. 14/15 Soi Krungthep Kreetha 31, Krungthep Kreetha Road, Prawet Subdistrict, Prawet District, Bangkok. The shareholders' meeting has passed a resolution approving as proposed by the Board of Directors.

November - EMC Public Company Limited would like to inform that Mr. Kritsana Sa-Sangsang has resigned from Director position With effect from 30 November 2020 onwards, the company reserves the position until finding suitable people. Replaced the position of director

Year 2019 Important changes and developments

January - EMC Public Company Limited would like to announce that on December 27, 2018, contract was signed with the Treasury Department for the construction and management of residential projects in accordance with the government's policy "Baan Khon Thai Pracha Rat".

With details as follows

- Joint venture with Chiang Mai Daily Company Limited and EM Public Company Limited

Established date: 16 October 2018

Joint venture partners Investment proportion: - EMC Public Company Limited, investment proportion 51%

- Chiang Mai Daily Company Limited, a 49% shareholding

Joined the auction Construction and management of housing projects in accordance with the government's policy "Baan Thai People Pracharat" on state land, plot number registration no. 1745, important documents for the land, Nor.Sor.No. 40/2473, Amount 4846/9480. Land number 1, survey page - Chang Phueak Subdistrict, Mueang District, Chiang Mai Province The land area is approximately 15 rai 0 ngan 96 square wah (hereinafter referred to as "the project") in order to submit the project bidding documents of the project owner. Undertake any negotiation and make necessary agreements relating to the conditions of the bidding for the said project and perform the work and carry out the responsibilities of the contract parties Each party contract signed by a joint venture With the project owner and proceed to sell the said project, the project value is approximately 822 million baht

The company would like to inform you that The joint venture, Chiang Mai Daily Company Limited and EMC Public Company Limited, won the bid in the said project.

March - The Board of Directors Meeting No. 2/2019, held on March 20, 2019, passed a resolution entitled

Important as follows

1. Approval to propose to the shareholders' meeting for acknowledgment of non-legal reserve allocation and

No dividend payment for the company's operating results For the fiscal year ending 31 December 2018, because the company still has accumulated losses

2. Approval to propose to the shareholders' meeting to consider and appoint 3 directors as follows:

1. Mr. Worawit Leenabanchong, Director

2. Mr. Panthee Sriwongthai Independent Director / Department of Audit

3. Acting Lieutenant Colonel Methi Itthiwichai, Director

Which is a director that has to resign according to this agenda Return to the position of director of Company for another term

3. Approval to propose to the shareholders' meeting to consider and approve the reduction of the company's registered capital And amend the company's memorandum of association, item 4. Subject: To comply with the capital reduction With details as follows

3.1 Resolve to propose that the shareholders' meeting consider and approve the reduction of the company's registered capital from 15,180,632,144 baht to 12,650,632,144 baht by canceling the registered ordinary shares that have not been issued and offer for sale 2,530,000,000 shares with a par value of 1 baht per share, which are ordinary shares reserved for the capital increase of the General Mandate which will be due on April 27, 2018, in order to comply with the provisions of the Public Company Limited Act Which requires the company to reduce the registered capital by canceling registered shares that have not been issued Before the company can increase the company's capital By presenting it to the shareholders' meeting for further approval.

- As EMC Public Company Limited issued and offered the 4,216,877,381 units of EMC-W6 warrants, with the exercise rights scheduled for every 15 days. Of the month of April and October of each year throughout the term of the warrants not exceeding 5 years (the last due date is 15 October 2023)

The company would like to inform the details regarding the exercise of the right to purchase ordinary shares as according to the warrants. For the first exercise period on 12 April 2019

April

- The Board of Directors Meeting No. 3/2019 of EMC Public Company Limited (the "Company") which

Meeting on 4 April 2019, resolved to enter into the asset disposition transaction It is a redemption of the "Sea Side by North Beach Resort" project and the "Palmio" project, as well as all buildings and land. To persons not associated with the company

Entering into the said transaction Is a transaction of acquisition or disposition of assets under the Notification of the Capital Market Supervisory Board No. ThorJor. And the announcement of the Stock Exchange of Thailand Subject: Disclosure of information and operations of listed companies regarding acquisition or disposition of assets 2004 ("Announcement of Acquisition or Disposal of Assets "). This transaction is worth 590 million baht. With the transaction size equal to 16.49 percent of the total value of consideration Based on the consolidated financial statements of the company as of 31 December 2018

The company has made an asset acquisition or disposal transaction during the past 6 months and the maximum transaction size is 3.16 percent of total assets. Based on the net tangible asset value criteria When combined with this transaction, there is a cumulative transaction size of 19.65 of total assets.

Therefore, the total transaction size in the past 6 months of the company Is higher than 15% but lower than 50%. The said transaction is considered a Class 2 transaction under the Notification of Acquisition or Disposal of Assets.

- The 2019 Annual General Meeting of Shareholders has considered the appointment of directors who are retired Re-election for another term

1. Mr. Worawit Leenabanchong
2. Mr. Panthee Sriwongthai
3. Mr. Matee Itthiriwichai

September - As EMC Public Company Limited issued and offered the warrants to purchase shares EMC-W6 is 4,216,877,381 units, with the exercise date on the 15th of April and October of each year throughout the term of the warrants no more than 5 years (the last due date Is October 15, 2023)

The company would like to inform the details regarding the exercise of the right to purchase ordinary shares as according to the warrants. (Schedule for the 2nd exercise on 15 October 2019)

October - Mr. Paiboon Thongrai, director of the company Died on October 6, 2019, however

Board of directors Will proceed to consider appointing suitable persons To hold the position instead of being vacant

Year 2018 ***Significant changes and development***

March - The Board of Directors Meeting No. 2/2018 held on 28 February 2018, approved the appointment of directors to replace the resigned directors with a resolution to appoint Mr. Paiboon Thongra-ar to be a director of the company to replace Miss Neeranuch Na Ranong.

April -The Annual General Meeting of Shareholders for the year 2018 approved the increase of the registered capital of the Company by allocating the newly issued ordinary shares of the Company as a General Mandate by issuing new ordinary shares in the amount not exceeding 2,530,000,000 shares with a par value of 1 baht and issuing 4,216,877,381 new ordinary shares to support the issuance of warrants to purchase ordinary shares of the Company No. 6 ("No. 6 Warrants" or "EMC-W6") 4,216,877,381 units

May - Mr. Bunthan Sumetvanich resigned from the position of director of the company effective from 30 April 2018.

October - The Board of Directors' Meeting No. 6/2018 held on 16 October 2018 approved the establishment of a joint venture. The details are as follows :

- **Joint Venture Chiang Mai Rai Wan Limited and EMC Public Company Limited**

Date of establishment: 16 October 2018

Joint venture and investment proportion: - EMC Public Company Limited, 51% investment proportion.

- Chiang Mai Rai Wan Company Limited, 49% investment proportion.

Objective: To prepare and submit initial qualification documents for eligible candidates bid for the construction and management of residential projects in accordance with the government's policy. “Ban Kon Thai Pracharat” project, In the parcel of land registration number Chor Mor.1745, important book for land Nor Sor Lor No. 40/2473 Ra-wang 4846/9480, land No. 1 Survey page - Chang Phueak Subdistrict, Mueang District, Chiang Mai. The land area is approximately 15 rai 0 ngan 96 wa (here in after referred to as "the project") to submit the bidding documents for the project of the project owner perform any negotiation and make necessary contracts related to the conditions of the bidding for such projects and perform the work and take part in the responsibility of the parties each party according to the contract signed by the joint venture with the project owner and the sale of such project. The project value is approximately 822 million baht.

The relationship between the Company and the Joint Venture partner does not qualify as a connected person that must perform their duties in accordance with the Notification of the Capital Market Supervisory Board TorJor 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand, Re: Disclosure of Information and Practice of Listed Companies Concerning Connected Transactions,2003 .

After completion of the construction and sale of the project done, the Company will proceed the cancellation a register of the joint venture and inform the SET.

November - The Company has informed the results of the issuance of warrants to purchase ordinary shares of the Company No. 6 ("Warrants No. 6" or "EMC-W6") amount 4,216,877,381 units allocated amount 4,216,746,892 units.

December - Warrants to purchase ordinary shares of the Company No. 6 ("Warrants No. 6" or "EMC-W6") start trading on the Stock Exchange of Thailand.

- EMC Public Company Limited ("Company") would like to inform that the Company has joined the investment with Moon Shot Venture Capital Company Limited which is not a connected person of the company. By establishing a joint venture company (collectively called "Joint Venture Company") which is in accordance with the resolution of the meeting The Board of Directors of the Company No. 7/2018 held on 14 November 2018 with the following details:

1. Moon Shot Venture Capital Company Limited

Business type

Funds that invest in the industry and specialized technology.

Registered capital

5,000,000 baht consisting of 50,000 ordinary shares with a par value of 100 baht per share.

Shareholding proportion

The company will hold 10.00% of the total shares of the company by Moon Shoot Venture Capital Company Limited will increase the registered capital to 1,000,000,000 baht

Committee

(1) Mr. Thammarat Saengchan

The joint venture with the aforementioned investor is considered an acquisition of assets of the company according to the announcement of the Board of Directors Capital Market Tor.Jor. 20/2551 Re: Criteria for making significant transactions that are considered acquisition or disposal of assets and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of the Company Registered in the acquisition or disposal of assets, 2004 (collectively referred to as "the announcement of the acquisition or disposition of items") which has the highest transaction size equal to 3.16 percent according to the calculation method to the total value of consideration criteria, calculated from the consolidated financial statements of the company, the review version for the 6 months ended on June 30, 2018 and when calculating the total the size of the company's asset acquisition transaction that occurred during the past 6 months. The company has transaction size according to criteria total value of return 3.16% according to the announcement of the acquisition or disposition. Therefore, the entering the transaction it is not considered as an asset acquisition transaction

which causes the company to have a duty to report and disclose the information Transaction to the Stock Exchange of Thailand ("The Stock Exchange") or must be approved to enter the transaction from any shareholder meeting of the company.

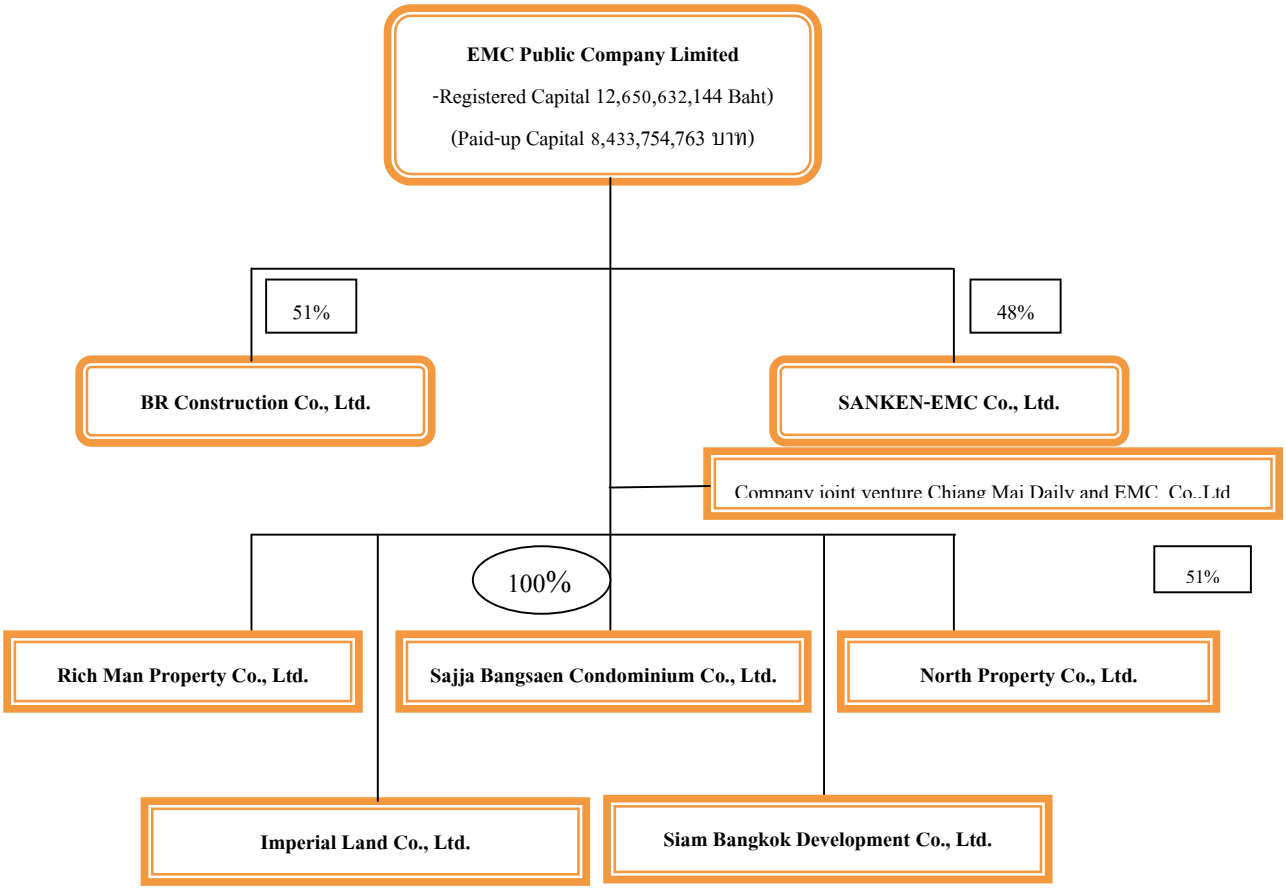
- EMC Public Company Limited would like to inform that on December 27, 2018, the Agreement was signed with the Treasury Department in the construction and management of residential projects in accordance with the government's policy " Ban KonThai Pracharat" Project, Chiangmai Province.

Business Operations of Subsidiary Companies

At present, as at December 31, 2019 the Group consists of subsidiaries and associated companies. As the following diagram

Shareholding structure of the company

Shareholding Structure



BR construction Company Limited has registered as the company limited in Thailand on the date of 22nd December 1978 conducting its business in the field of public concession and states enterprises for the subcontractor work and all types of construction work. Presently, the company does not operate.

SANKEN- EMC Company Limited is the joint venture by the company, Sanken Setzubi Kyoko Company Limited and Mr. Sumeth Jaito, settled up at 10th September 2013 with the proportion of shareholding at 48%, 49% and 3% respectively, in order to undertake subcontractor works for engineering system for general buildings and industrial plants.

Richman Property Company Limited has registered as a company limited in Thailand at 22nd February 2010 to operate the real estate development in Chonburi Province.

North Property Company Limited has registered as a company limited in Thailand at 22nd February 2010 to operate the real estate development in Chonburi Province.

Sajja Bangsean Condominium Company Limited has registered as a company limited in Thailand at 22nd June 2007 to operate the real estate development in Chonburi Province.

Siam Bangkok Development Company Limited has registered as a company limited in Thailand at 26th December 2007 to operate the real estate development in Chonburi Province.

Imperial Land Company Limited has registered as a company limited in Thailand at 27th May 1991 to operate the real estate development in Yoawarach, namely Station 1 @ China Town.

Business operations of subsidiaries and associates

No.	Company Name	Office Location	Shareholding portion of the Company	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
Subsidiary companies in real estate rental business and residential complex							
1	Sajja Bangsean Condominium Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	4,000,000	4,000,000	400,000	10
2	Rich Man Property Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	5,000,000	5,000,000	500,000	10
3	North Property	140/66 ITF Tower,	100%	4,000,000	4,000,000	400,000	10

No.	Company Name	Office Location	Shareholding portion of the Company	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
	Company Limited	Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok					
4	Siam Bangkok development Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	20,000,000	20,000,000	2,000,000	10
5	Imperial Land Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	110,000,000	110,000,000	1,100,000	100
Subsidiary companies in government and state enterprises concession business for contract construction and civil work							
1	BR Construction Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	51%	60,000,000	60,000,000	60,000	1,000
Associate company in contract construction of system engineering construction business							
1	Sanken - EMC Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	48%	40,000,000	40,000,000	400,000	100
2	Company joint venture Chiang Mai Daily and EMC Co.,Ltd	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	51%	5,000,000	10,000,000	50,998	100

Relationships with the business group of the major shareholders.

The main business of the Company is not related to other major business operations of the major shareholders.

Nature of Business

History

EMC Public Co., Ltd. ("EMC" or "the Company"), formerly named EMC Engineering Ltd., Part., was founded on April 4, 1979. The business was later expanded and registered under the named EMC Co., Ltd. on March 1, 1988 with an initial registered capital of 2,000,000 baht. Objectives of the Company establishment were to provide construction contracting services in civil construction and installation of electrical and plumbing systems.

EMC was transformed into a public company on June 9, 1995 and listed on the Stock Exchange of Thailand on May 15, 1996 in Property Development sector.

In August 2014 the Company has expanded its business by investing into the real estate development for residences and commerce. The Company has a strong intention to develop the residential projects under the notion of sustainability and quality of life improvement for Thai people. Building the qualified residences for qualified society and ultimately satisfying customers. The Company has followed the meeting's resolution which is to approve to expand investment in real estate development business in the horizontal line such as single house, town house, commercial buildings, department stores and so on. And the vertical line, such as condominium and so on. Since the Company forecasts the business will make a huge profits which is in accordance with the current business operation, i.e. the Company conducts its business in area of subcontracting of skyscraper, condominium, department store, stadium and others including the installation of all internal system in the buildings with experiences and expertise in construction area over than 40 years enabling the potentiality of the Company to expand its business and becoming the real estate developer. The Company has prepared managers and experienced individuals in the real estate business to take part in the team strengthening the Company and constituting the potentiality for real estate business. All of these results in the business extension and exploiting the resources and manpower of the Company to earn higher incomes. And ultimately, the remuneration shall return to our shareholders.

Currently, the Company has registered capital of 12,650,632,144 THB and paid-up capital of 8,433,754,763 THB.

Revenue Structure

The revenue structure of EMC Public Company Limited for 3 years is as follows:-

Description	Consolidated					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenues						
Revenue from construction	1,345.74	91.86	940.45	72.12	1,645.35	67.90
Revenue from sales of residential condominium unit	50.68	3.46	236.53	18.14	507.59	21.00
Rental and Leasehold Revenue	1.03	0.07	2.23	0.17	16.50	0.68
Other revenue	13.42	0.92	18.57	1.42		
Project consultant fees					-	-
Interest income	1.39	0.09	2.24	0.17	2.88	0.12
Others	52.76	3.60	103.98	7.98	249.15	10.30
Total Revenues	**1,465.02**	100	**1,304.00**	**100**	**2,421.83**	**100**
Revenue increase (decrease) ratio		12.35		-46.16		258.73

Description	Separate Financial Statements					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenues						
Revenue from construction	1,345.74	94.54	940.45	71.78	1,645.35	68.93
Revenue from sales of residential condominium unit	11.73	0.82	208.65	15.92	421.47	17.66
Rental and Leasehold Revenue	7.31	0.51	13.01	0.99	13.01	0.54
Other revenue	8.32	0.58				
Project consultant fees			16.49	1.26	11.28	0.47
Interest income	6.53	0.46	32.99	2.52	65.06	2.73
Others	43.77	3.09	98.64	7.53	230.72	9.67
Total Revenues	**1,423.40**	100	**1,310.23**	100	**2,386.89**	**100**
Revenue increase (decrease) ratio		8.64		-45.11		261.98

Business Overview

The company's business operation is divided into two main categories as follows.

1. ***Construction Business***
2. ***Real Estate Business***

1. Construction Business

Type of business

The company's type of business is divided into two main categories such as general construction and electrical and mechanical engineering. The details are as follows :

1.1 General Construction

To provide services regarding contracting for construction of skyscrapers and industrial construction. The details are as follows :

A) Building Construction

The company renders one-stop service of building construction which covers designing and construction. The company has experiences in construction of economic buildings, sport complexes, educational institutes, accommodation buildings, hospitals, retail business buildings and facilities in industrial factories and residences.

B) Industrial Construction

Industrial construction shall be in form of turn-key projects. The company provides services of designing, construction and system planning necessary to usage in factories such as sanitary system and electrical system that the company has experiences in food industrial construction, petrochemical construction, polyester construction and so on.

C) Civil Construction

Civil construction is of work of public sector such as barrage construction, waterway construction, soil destruction prevention, roadway construction, etc.

1.2 Electrical and Mechanical Engineering

The company provides services of installing public utilities with a design, installing electrical system, plumbing system and ventilation system for several buildings such as hotel, hospital, condominium, office, shopping mall and industrial factory.

A) Electrical system

The company has a competency to serve installing various electrical system in form of full packaging to satisfy the needs of customers. Services of electrical system is composed of

- Electrical system installation
- Fire alarm system and fire prevention system installation
- Sound system installation
- Communication and Telecommunication system installation
- MATV installation
- CCTV installation
- Lighting protection system installation
- Installation of intelligent building systems or automatic control system

B) Plumbing and Sanitary System

The company provides services of plumbing and sanitary system covering a design and installation of waste water treatment system in accommodation buildings, offices and industrial factories. Such services is composed of

- Water heating system, water cooler system and drinking water system installation
- Fire extinction system installation
- Sewerage system installation
- Waste water treatment system installation
- Gutter system installation
- Sanitary system installation

C. Air Conditioning and Ventilation System

Services of Air Conditioning and Ventilation System are composed of

- Cooler system installation in buildings and factories
- Air conditioning system installation
- Air conditioner's air diffusion system installation
- Air piping system installation
- Temperature controlling system installation
- Air filter system installation

Project Awarded and Construction in 2016-2020

No.	Project Name	Project Location	Contract Value	Work Percentage
1	Thammasat University Rangsit Campus	Thammasat University	370,183,523	68.98
2	iFactory in The Forest	Plaeng Yao District, Chachoengsao Province	570,710,280	100.00
3	Taksin Hospital Medical Office	Somdet Chao Phraya Road , Khlong San District	1,950,503,382	11.54
4	Amazon Factory and Infrastructure	Wangnoi District, Phra Nakhonsi Ayutthaya Province	1,058,000,000	41.13
Total			**3,949,397,185**	

Note :

- *Civil - Construction*
- *M&E - Building assembly system*

Marketing Strategy and Competition

1. Competitive strategy

The strategy for marketing and competition

In order to achieve business objectives, the Company has set the marketing strategy and competition by business line as follows :

1. Comprehensive construction company

The company has received a variety of construction works consisting of high-rise buildings office building various factory buildings result in the company being a source of executives and expert engineers. Which has the potential to push the work of the company and the development of work efficiency starting to be able to save costs and reduce costs according to the policies laid down from the complete construction experience, the Company is ready to enter the bidding for large-scale projects or turnkey contracting work. There is also a policy to expand construction work in various forms such as small shopping malls in the form of a community mall, hospital buildings. Including industrial buildings from the original high-rise buildings in the form of condominiums and hotels In order to reduce operational risks.

2. Thailand's leading system contractor company

EMC is a leading contractor for electrical, mechanical and sanitation system engineering. Its credentials and achievements in system works have earned acceptability across the nation. The Company focuses on efficient and quality works with punctual delivery under the management certification of ISO 9001:2008, where the existing work systems have been developed and upgraded.

The Company has also developed its cost control and accounting system to allow for consistent monitoring of the cost status. Its personnel development has been an on-going process, with performance-based compensation and under good corporate governance principles. Its strategies have been set out mainly with a view to cost reduction and efficiency improvement.

3. Extend target group to government

To support stimulate economic policy of government, the company has established team for extended target group from private sector to governmental sector. Extension target group will reduce the operation risk of private sector and project for government will have better support credit facilities from financial institution.

4. Policy on quality, efficiency and punctuality, as well as security at workplace

The Company has instituted the key policy of producing quality works by staff with efficient and secure performance and completed as scheduled, being up to the standard of the ISO 9001:2008 certification. It also has good internal audit system in place, with development of computer system and software programs to ensure consistent monitoring of construction work status. This has allowed for top executives' access to clear and accurate information for timely decision making.

5. Business alliance

Business alliance is a key factor in competing with construction companies, both local and overseas. Besides collaborating with its alliances for local projects, EMC has expanded its work scope to overseas markets with its system engineering works.

6. Clients' confidence and trust

Having projects completed with high quality all along, the Company has gained full confidence and trust with consistent bidding invitations by the existing clients, the new clients as recommended by the existing ones and the new clients, who have seen its past achievements.

7. Highly experienced management team

Besides the managerial expertise, the Company's management team has accumulated knowledge and long-time experience in engineering contractor works with on-going management system development to enhance work efficiency, cut down cost and ensure generation of quality works in a rapid pace.

8. Pricing policy

The Company has instituted a marked to market pricing policy by calculating the cost of raw materials, labor wages, expense for production and gross profit based on reason and justice for consumers.

Target customer profile

EMC's target customers can be classified into 2 groups, one being government agencies and state enterprises, and the other being private sector customers. The revenue proportion between these 2 groups is indefinite, as the Company's business operations are of the project by project nature. Project bidding may take place at any time, and the type of customers will depend on the nature of the project and the time of the bidding on a case by case basis.

Distribution and distribution channels

In the construction contractor business, direct contacts with the customers are the main channel for the contractors. The Company set up Business Development Department to follow up latest news on the bidding invitations by both the public and private sectors. The Company may acquire private projects in an unlimited contract value but for public projects there are stricter requirements more than private sectors. In particular, the determination of the completed construction work that the company has undertaken. Therefore the Company has a policy to accumulate works for use in bidding for government sector jobs. At this time, the company has already completed the construction work which can participate in bidding for large-scale government projects and focus on bidding for various special projects to generate more profit from construction. Meanwhile, in order to maintain distribution channels for private sector jobs the Company has a policy to maintain good relations between Project owner with periodic assessments to keep the old customer base firmly and adding new customers by maintaining quality of work and create good results.

2. Industry Conditions and Competitions

The industry condition and trend

Condition of the general construction contract business is moving in the same direction with the expansion of the domestic construction sector. While the construction industry is changing in the same direction with the growth rate of GDP (Gross Domestic Products: GDP). If we consider according to the type of investment, we will find out that the construction industry of government and private sectors generally have changed in the opposite direction. That is, when the economy is in the expansion, investment in the construction of private sector is high while the government sector will reduce its investment in the construction to slow up the economy and the price level (inflation) to be not in a too

high level that will harm the stability of the economy of the country as a whole. In contrast, when the economy is in a downturn or recession, investment in the construction of the private sector will be low while the government sector has to stimulate the economy through investments in the construction industry.

For value of the construction industry, 60-70 percent of total construction value comes from the investment of government sector while the remaining 30-40 percent of its investment comes from the private sector. This is because of the government policy to stimulate the government's construction business including an expectation that public sector investment would still be the main factor that will drive the growth of the construction industry in the future. This is a result of the investment projects that the government will start in the future including in-process ongoing projects, especially investment in the transportation sector and the development of public health and education system. All of these would be a major driving force in the government's construction business.

The characteristics of entrepreneurs in same competitive market

1. The entrepreneurs in industry of electrical and mechanical engineering system in large and medium size

Such entrepreneurs shall have wide experiences in business operation in electrical and mechanical engineering line as well as having renowned accomplishment of work. The entrepreneurs are mainly from bidders as main contractors such as EMC Public Co., Ltd., Powerline Engineering Public Co., Ltd. ,Jardine Engineering Company Limited, MECT Company Limited,Tai Khisha (Thailand) Company Limited, SEGGO Company Limited, etc.

2. The entrepreneurs in industry of electrical and mechanical engineering system in small size

Such entrepreneurs have working capitals in limited amount. Normally, they are not allowed to attend biddings as main contractor but shall be sub-contractor from entrepreneurs in large and medium size.

3. The entrepreneurs in construction industry in large size

Such entrepreneurs have investment budgets in construction in amount of more than 200 million baht.

4. The entrepreneurs in construction industry in small size

Such entrepreneurs have investment budgets in construction in amount of less than 200 million baht.

5. The entrepreneurs in construction industry in full packaging

Such entrepreneurs are in minority group that serve construction in full packaging. They are mostly large entrepreneurs such as Powerline Engineering Public Co., Ltd.

3. Sourcing of the products

3.1 Method to source the products

Capacity to produce

Capacity of business in construction engineering and mechanical and electrical engineering unable to calculate in a figure clearly because of production capacity of this type of business have many variable factors such as

- *Number of engineer* which are project director, project manager, project engineer and engineer.
- *Number of sub-contractor* who have talent, experience and expertise in the contruction and installation engineering for each type.

The company will manage the number of engineers and the number of sub-contractor each projects for deliver within the determinate time and serve demand of customers.

Raw material

a. The main raw material used in construction

The main raw material used in general construction engineering, operations engineering construction infrastructure and environmental engineering, and engineering work in the petrochemical and energy industry will be general raw materials used in construction such as steel bars, structural steel, concrete, cement, surface materials, wall materials and floor surfaces Lotus material, wall, material, wood, door, window, material color, roof but there will be some materials that will vary according to the nature of the line and customer needs.

The main raw material used in the operation of electrical and mechanical systems engineering can be divided by line The details are as follows :

Electrical system : electrical cable, electrical pipe, transformer BUS DUCT, electricity generator, plug, lamp, communications equipment, fire alarm equipment, audio equipment, TV antenna equipment, CCTV equipment, security devices.

Sanitation and Fire : PVC pipe, galvanized steel pipe, black iron pipe, turn off water valves, water pump, septic toilet tank, fire cabinet, fire line, Fire water dispenser, fire pumps.

Air conditioning : Water pipes, air cleaners, air ducts, cool air ducts, ventilation ducts Air cooler Ventilation fan, cold air tower, cold water machine, cold water pump.

a. Sourcing of raw materials

The company purchased all raw materials from domestic supplier; these included the domestic manufacturers and distributors within the country. Most of the material that the company purchases from manufacturers are common material used in electrical and mechanical engineering and general construction engineering such as steel, cement, electricity wire, PVC pipe etc. The raw material that company purchase from local distributors are the material's that characteristic needs of customers such as expensive luxury such as lamp, transformer, switches, high power pump, refrigerator, fire cabinet, fire alarms.

3.2 Responsibility towards Environment

The company's business operation in general construction constitutes environmental impacts towards community nearby construction area in respect of dust, noise and reverberation that the company has a policy to reduce the size and impact towards community as such to be of the least. To achieve this, the company shall

- Use canvas to prevent dust during construction.
- Try to understand and build good relationship with people living nearby.
- Get an insurance for protection of damage in all risks for risky projects.

1. Projects that have not yet been completed in 2020

The company has a project under operation, with a total project value of 5,605.48 million baht, with the remaining work value of 2,668.92 million baht.

No.	Project Name	Project Location	Contract Value	Residual Work Value
1	Thammasat University Rangsit Campus	Thammasat University	370,183,523	114,847,083
2	iFactory in The Forest	Plaeng Yao District, Chachoengsao Province	570,710,280	-
3	Taksin Hospital Medical Office	Somdet Chao Phraya Road , Khlong San District	1,950,503,382	1,725,427,717
4	Amazon Factory and Infrastructure	Wangnoi District, Phra Nakhonsi Ayutthaya Province	1,058,000,000	622,864,437
Total			**3,949,397,185**	**2,463,139,237**

2.Real Estate Development

The nature of business divided into products as follows:

2.1 Residential business

In August 2015, the Company has expanded its business from construction business to real estate development with the notion of sustainability and life uplifting to Thai people. Besides the Company is determined to increase the profits since real estate business gain profits far better than that of construction business and for the faster income acknowledgement. Also, this will lessen the risk at the initial stage of real estate development business. The Company has done business transaction by purchasing entities from previous experienced entrepreneurs in such area. Also the income of projects purchased is partly acknowledged in the 2nd quarter, year of 2015.

Projects the Company has purchased as follows;

SEASIDE BANGSAEN

North Beach Resort project : At present, the condominium is registered under the name of North Beach and uses the name for the sale that Seaside Bangsaen is a 6-storey with 2 buildings,completed in 2017 with 200 units for sale, under Richman Property Company Limited and start transferring ownership of condominium units to customers since mid-January 2018. Which has already transferred ownership of all 15 units, valued at 43,441,359 baht

PALMIO AMATA NAKORN

North land Condominium project: Recently, the project's name is changed to Palmio which consists of residential buildings 8 floors, 3 buildings, construction in process by commencing in 2015 under Sajja Bangsand Condominium Company Limited. The remaining land is waiting for development or for further sale.

In addition, the company has developed real estate projects under the name of EMC Public Company Limited which consists of

URBTIA THONG LO STATION

URBITIA Project is an 8-storey low-rise condominium project with 130 units in Soi Sukhumvit 36, which is only 230 meters away from Thonglor BTS Station, starting size from 28 - 97 square meters. 2016 At present, the project is completed and ready to move in. Which the project has been handing over and transferring ownership since June 2018 for this project All 90 units have been transferred, representing an area of 3,614.44 square meters or 68.12% of the total sales area. Moreover, with the potential of the project location near BTS Thonglor and with attractive price. Causing customers to give a good response to this project And is expected to close the sale of the entire project by 2021

In addition to the projects mentioned above The company plans to develop more residential projects in 2020 on land near the existing mass transit system. And to come in the future Including in the provinces that are business centers and tourist attractions This is a new location with high potential and demand for housing to expand the business into the real estate business fully. With more than 38 years of construction experience and expertise, the company is very well prepared to run the business and transform itself into a real estate developer.

2.2 Housing and land estate

In March 2015, in order to recognize revenue faster and reduce business risks at the beginning stage. Therefore, the Company has acquired the business from the same entrepreneurs who have expertise in that area and the company can gradually recognize some revenue since the second quarter of 2015. The company has invested in real estate business type of housing project in a horizontal manner in the form of a townhome along with the development of various utilities in the project, which is a project located on the land in Chonburi province. The projects that the company has purchased are;

Siam Iyara Resort is a 3-storey and 2-storey townhome, totaling 251 units under Siam Bangkok Development Co., Ltd. For this project until the end of 2020, all 180 units have been transferred or Representing 71.71% of the total number of units It is another project that has been accepted by the residents as well.

2.3 Real estate Development (Mixed uses)

The Company has developed real estate (Mixed uses) projects consisting of community mall and commercial buildings under EMC Company (Public) Limited as follows;

LANDMARK MAHACHAI

Landmark Mahachai Project: Community Mall and Commercial buildings projects near the Nikom Mahachai railway residences around Wongwien Yai - Mahachai of Thai railway station by acquiring the land lease right in land developing projects for the period of 34 years. The duration of construction agreement is of 4 years and land use agreement for the period of 30 years which has been already affixed the signatures and shall be effective on 2nd January 2015. The Company has a plan to develop project to be of community mall under Landmark Mahachai project consisting of plaza building 5,925 sqm. and commercial building for 101 units with 25,477.25 sqm.,which shall be sold in 2nd quarter of year 2015 and begin the delivery and registration of leasehold rights To customers in the year 2019.

In October 2016, the Company acquired Imperial Land Co., Ltd.,the location of the project is located on Charoenkrung Road next to the Dragon Temple or Wat Leng Ne Yi, away from the Dragon Temple Station subway just 110 meters.The project is located near the economic district of Yaowarat and is a complete construction project making it possible to recognize income immediately.

The projects that the company has purchased include:

STATION ONE
HEART OF CHINA TOWN

Station One project is a commercial area on the 1-3 floor with a sales area of 1,168.07 square meters and a residential area on floors 4-7 of 56 units with a sales area of 1,910.22 square meters. Sales of rental space For the commercial area Has sold a total of 626.36 square meters of leased / rented area or 53.42% of the total retail space. There are stores such as Starbucks, 7-Eleven, Super Rich, Bodytune and there is an office, a office in the area to live

in. There are customers who rented residential areas on the 7th floor. In addition, after the Dragon Temple Station opened for service in July 2019, the project has attracted a lot of attention from both residential customers and various investors. By 2020, sales of leads that are currently negotiated with the company will be closed according to their projected sales targets.

The Market and Competition Condition

1. Competition strategy

Market and competition strategy

Real estate market in Thailand which composes of various real estate developers and variety of size as well as behaviors and being a deciding factor to purchase for customers at the present time such as affordable price, location, quality and standard of house, residential buildings, types of project and of house patterns and function arrangement in house or in room with the reputation of entrepreneurs that satisfy the customers. Accordingly, there are competition in design, product and service quality, environment and facilities in projects as well as pricing competition in certain product. Therefore not only the Company has many competitors in registered in SET but also competitors not registered in SET and other small competitors. The nature of competition shall depend upon the form of products, pattern and quality, location and pricing. The Company has a potentiality and capability to compete with other entrepreneurs by means of competition strategy as follows;

Product and service Strategy

- The Company prioritizes location of project to be of potentiality by considering to choose location where community extension tends to be and public transportation expansion in future. To emphasize the quality of structure and pattern with facilities and modern design with green space. The building is designed to be open-aired and decent ventilation with natural light being utilized for family as well as saving energy, solid foundation in long run and no useless space. Besides, building society to be of quality is crucial in the project. Enhancing the relation within family and community in projects.

- To manufacture products to cover various residences such as house, twin house, townhouse, town home, commercial buildings and condominiums in different areas throughout Bangkok and other provinces where the growth of economic is on the rise. Such location shall be potential with high demand to reflect the demand in the market and spread the risk of investment.

Pricing strategy

- Develop pricing strategies by integrating financial principles with marketing In product

pricing to be able to compete with nearby competitors. In order to gain product advantage, price and customer satisfaction and to achieve trade-off between the number of units sold and gross profit that makes the most benefit to the company.

Promotion strategy

- To properly and continuously support the activities of promotion and marketing in each project to be

the deciding factor in the mind of customers such as Aggressive Pricing Strategy for certain units/ Projects.

Uniqueness of products and services strategy

- To gradually improve innovation of production such as choosing the effective construction method with international standard, choosing high quality material, improving designing of house and residences to reflect lifestyles or way of life of new generation people as well as to correspond with saving energy and environment. To effectively improve the system of inspection and approval of work and the after- service to satisfy the customers.
- To improve novation of service mind system for customers allowing the convenience for customers before and after selling such as improving online reservation system in sale offices so that the customers can see the unit plan and deduct units via online reservation by sending information directly to headquarter office of the Company resulting in the precise and faster service. To improve channel for payment such as payment by bar code card, payment by deducting bank account or credit card.

Confidences in customers Strategy

- To improve the projects and constructions in process to be completely finished within due date and deliver to customers on time.

○ To engage in the international standard ISO 9001: 2008 to standardize products and services including inspection of working system and controlling the quality of work of subcontractors, employees, consultants and other suppliers by providing team to scrutinize every stages of construction and put "QC sticker" on prior to delivery of house and residences to customers as well as issuance of warranty to customers for reassurance in products and services as after service.

Targeted customer group

Targeted customer group of the Company shall be customers who have purchasing power as follows;

(1)Residential housing and buildings

Targeted customer group shall be office workers, directors, entrepreneurs and middle class persons as follows;

- Customers with low average incomes in the range of 20,000 - 50,000 THB per month
- Customers with average incomes in the range of 50,000- 120,000 THB / month
- Customers with top average incomes in the range of 120,000 THB/ month onwards

(2)Mixed use project consisting of community mall and commercial buildings

Targeted customers group such as entrepreneurs, businessmen and persons who seek the area for selling products and services to extend their branches to new trading area in the heart of the city such as Mahachai,Yaowarat etc.

Distribution and Channel

The Company Group has main channel to distribute as follows;

The Company engages in distribution channel through sale offices located in each project and selling online via website of the Company and agent by advertising and broadcasting the information relating to the Company Group and the progressiveness of the project through various media Online Offline for penetrating the targeted customer group such as newspaper, advertising board, e-mail, website, facebook and so on.

2. Industrial and competition condition

If it is mentioned the real estate economy in that country, Thailand has a GDP17 trillion baht. The real estate sector is worth 1.1 trillion baht or 6.47% of GDP. If including the construction sector Will be worth up to 1.7 trillion baht, or about 10% of the total GDP. If including the construction sector will be worth up

to 1.4 trillion baht or 8.8% of the total GDP, which is considered larger than the financial sector transport and transportation sector and communication sector reflecting the real estate investment situation still in a good direction but there may be some slowdowns in some periods due to trade barriers between the United States and China which also affect Thailand. Especially the Chinese demand that wants to buy condominiums for investment in Thailand Concerns from the determination of the LTV ceiling rate according to the Bank of Thailand policy used in the year 2019. Resulting in a higher down payment for investors with more than 2 property on hand. During the third quarter of 2018, the past of real estate entrepreneurs different promotions to accelerate sales in the remaining parts in order to drain all existing products, condominium products are still products that can grow well. Both the economy of other sectors in the downtrend average result has risen by 6% - 21% as a result of the development of mass transit extensions in many areas of Bangkok and its vicinity.Resulting in business opportunities,In the year 2019, the real estate entrepreneurs various projects are opened along the new BTS line the overall real estate price index has a tendency to rise the landmark in the year 2019 is the central Bangkok area - outside, such as Suan Luang, Bang Khae, Sawan-Mai and Lam Luk Ka.The extension of the skytrain, especially the Yellow Line, Ladprao-Srinakarin, Blue Line, Hua Lamphong - Lak Song, causing the expansion of the market from the inner area to the perimeter.

From the government's investment plan that encourages investment in mass transit systems to connect major cities in the country such as high-speed trains, double-track trains, special expressways connecting Bangkok and various districts and to look at this year is to push the U-Tapao Airport project to become the 3rd international airport and a commercial airport and aviation industry supports all forms of transportation, the Mart Ta Phut Port Extension project and Laem Chabang Port. to respond to the development of the special economic zone of the Eastern Region (EEC), which is Chachoengsao, Chonburi and Rayong and has invested in a railway project connecting 3 airports, Don Mueang, Suvarnaphum and U-Tapao together forming HUB.Investment in tourism and industry large sectors in the eastern districts, which stimulates employment and private investment causing money into the economy makes the property market have spread to this region and result in demand-supply growth residents in Chachoengsao, Chonburi and Rayong provinces. In addition, after the land and buildings Tax Act, which has passed the cabinet resolution, may affect the property market structure, causing the land to be traded

and changed hands. To develop more real estate projects in the future and allowing entrepreneurs who have accumulated land in their hands to develop new housing projects

Which the EMC Public Company Limited strategic plan focuses on the government's investment plan and development of mass transit systems. In addition to distributing the prosperity of the city is an investment promotion that makes important cities the country has driven the economy. Therefore is an investment opportunity by choosing to invest in Chonburi Province, which is a province with economic growth both in tourism and services and the industrial sector, with the Seaside Bangsaen condominium project located on Bangsaen beach, the Palmio condominium project located near Amata Nakorn Industrial Estate and the Siam Ayara Resort Housing Project located on Ban Bueng in order to comply with the government's investment expansion plan.

This year, the company continues to focus on the original strategic plan and ready to develop existing land and invest in new projects. Along the land adjacent to the BTS extension especially the land along the yellow line, green line, pink line and blue line that connects urban communities to suburban areas.Which are mostly residential areas such as Lad Phrao, Lat Krabang, Lam Luk Ka, Ramindra and Bang Khae, respectively to develop projects to meet the needs of that community, whether it be condominiums, townhouses or semi-detached houses etc.

In early 2019, the Company has driven the business by cooperating with Chiang Mai Rai Wan Company Limited under the name of the joint venture company Chiang Mai Rai Wan and EMC Co., Ltd. to cooperate and develop the project "Ban KonThai Pracharat Chiang Mai" housing according to government policy for people who are entitled to state welfare cards, people with income not exceeding 35,000 baht per month, and the general public have their own residence on the state property with the department of treasury Chiang Mai. The project is located in Chang Phueak Subdistrict, Chiang Mai Province, on an area of 15 rai with a total of 7 buildings, 1,170 units and 10 commercial buildings. The project was opened on March 9, 2019 and received overwhelming response.Which is expected to be completed and delivered by the year 2020..

Product Supplier

- Land supply and forms of project development.

The business development department is a main unity to allocate land, explore, for selection of location for project development, to enhance potentiality to select proper lands. This department shall

analyze and study the probability in project development through working together with other departments such as design and product developer, project developer, legal and financial and marketing to scrutinize and decide to choose the types of residences suitable for such location such as condominium, single house, townhouse, commercial buildings with taking legal matters into account such as the height of buildings, set back, so on. Design and product developer shall consider the nature of land, planning projects to be in properness by taking account of legal matters and project developer shall consider the probability of the construction, the budget. Also, business developer shall estimate the entire selling amount by employing marketing information from marketing and sales department or explore new markets for enhancing the precise predictions and specifying the selling price in accordance with the current situation.

- Material purchasing

The Company purchases all material from suppliers in the country who are manufacturer and distributors in Thailand. The material purchased mostly are general material for electrical engineering and machines and construction engineers such as steel, plaster, wire, PVC, water pipe, etc. The material purchased from distributors in Thailand shall be customized as customers' order such as luxurious material with high price such as lamp, electric transformer, high voltage switch, cooler, fire extinguisher, fire alarm.

For Quality control, the Company has selected manufacturers and suppliers by comparing the volume of products and potentiality in providing material at the decent price as well as delivery on time to guarantee the suppliers shall provide materials with high standard and specified quantity within timeframe delivery. The Company shall regularly estimate the performance of each supplier to be ensured all of the standard stated by the Company.

- Subcontractors supply

Supply of Subcontractors who can deliver the good quality of work within timeframe is a crucial factor in business operation. Therefore the selection of subcontractors, the Company shall consider the capability of subcontractors in construction by taking quality of work, timeframe and delivery on time into account. The Company shall consider the budget and standard for single house and townhouse development project. Most of projects are in Chonburi province. Hence the Company employs local subcontractors which the cost is low compared to the cost of subcontractors in Bangkok since there is no transportation and material delivery. The Company provides small subcontractors for construction leading to the flexibility in altering construction plan to respond the changing situation. For condominium, the Company shall firstly consider the power of manufacturing of construction of the Company whether it can

proceed the construction or not. If construction works are overloaded, the Company shall hire subcontractors outside the Company. Such hire shall be exclusive subcontractor to complete the whole process of construction so as to control the construction cost. Besides, the Company still has a system to control construction to be in accordance with specific plan and has quality control system in a stringent manner according to ISO 9001: 2008

Environmental responsibility

The Company is in process of planning in managing public utility system of project to be in line with laws of land management as well as studying the impact of environment within the project according to laws for the projects unnecessary to require studying the impact on environment. The Company takes into account of the effect on environment and nearby community.

3. Projects that have not yet been delivered, completed in 2020

The Company has value of work not submitted in each project as follows;

Project	Location	Category	Begin Project	Sales area (Zq m)	The Progress project	Space of sale and value all		Transferred		Balance			
										Sold		Wait for sale	
						Unit	Value (Baht)	Unit	Value (Baht)	Unit	Value (Baht)	Unit	Value (Baht)
Housing project													
Siam Iyara	Nong Bon Daeng Road, Ban Bue Chonburi Province	ทาวน์โฮม	Mar-58	5801.20 ตร.วา	0.76	251	425,611,596	180	292,595,372	13	16,900,000	58	116,116,224
Residential condominium projects													
North Beach	Bangsaen Lang Road, Wonnapa Saensuk Subdistrict, Mueang D	ential condomi	Aug-57	8,030.94	1	200	533,485,271	17	46,978,611.00	14	45,020,300	169	441,486,360
Palmio	Soi Wat U-Tapao Phibun Pracha Nong Mai Daeng Subdistrict, M	ential condomi	Aug-57	7,476.00	0.39	231	253,000,000	0	0	13	11,836,900	217	241,163,100
Urbitia		ential condomi	Feb-59	5,303.95	1	130	820,955,242	90	621,401,610	11	67,476,656	29	132,076,976
Mixed use project													
*Landmark Mahacha	Nikhom Rotfai Road, Mahachai Samut Sakhon Province	mmercial buildi Community Mal	Nov-57	25,477.25 6,338.00	1	101 6338	401,961,942 325,475,414	3	25,990,000.00	0	-	98	375,971,942
**Station one	aroenkrung Rd., Pom Prap Distr rap Sattru Phai Sub-District, Ba	Plaza Shelter	Oct-59	1,074.40 1,910.22	1	61 56	173,817,237 119,275,763	1 0	5,220,000.00 0	0 0	0 0	60 56	168,597,237 119,275,763

Remark : ** Total value of the Landmark Mahachai Project Calculated from the rental fee over the lease term for a total of 30 years, then recalculated to the present value separately. Community Mall total 325,475,414-baht And commercial buildings in the amount of 401,961,942.- baht, the sale of space in the Community Mall section The company will enter into a contract with the customer. The term of the lease is from 1 - 3 years, renew the contract for 3 years, depending on the agreement in each individual. With regard to the best interests of the company is important. Therefore, the area that has been delivered to the shop amount 2,437 square meters.

*** The total value of the Station One project is calculated from the rental fee over the lease term for a total of 30 years and then calculated back to the current value, separated into the plaza, total 173,817,237

baht and the residential part of 119,275,763 baht In the community mall. The company will enter into a contract with the customer. The term of the lease is from 1 - 3 years, renew the contract for 3 years, depending on the agreement in each individual. With regard to the best interests of the company is important. Therefore, the area that has been delivered to the store and then rented out. For the commercial area Has sold a total of 626.36 square meters of leased / rented space with stores including Starbucks, 7-Eleven, Super Rich, Bodytune and an Office, Online office, where the 1st floor has been fully leased and for the contract. Long term rental It has the total value over the term of the lease agreement that the company has with the customer. Representing the current amount approximately 5,220,000-baht

Risk Factors

1. Risk from delay of the project

Project risk of delay can be caused by many factors which effect toward project completion time. This may occur from the employer changing of the objectives or the project details, contractor hiring and financial which is supported project error. In additional, the delay risk may occur from the construction materials shortage or materials changing in the period of construction including the lack of experiences from construction manager. Those delay reasons may be effect toward the expenditure and the construction timeline. However, our company recognizes about the risk management and clearly set the direction of implementation to protect the mistake which can be occurring. Company has clearly planned and always monitors to make sure which is on track. Moreover, if there is a delay issue, the company will communicate about the cause of problem and propose the solving solution to the project owner in order to complete on the committed schedule. By prepare enough of the expertise human resources include of the efficiently and modern construction materials. However, the most important is our company always recognizes the optimal and efficiently resource management.

2. Risk from cost of construction materials, labor cost, and fuel cost fluctuation

Important factors of construction management in each profitable project are the accurate cost estimation and cost controlling. For construction and real estate development, the main cost estimation is depends on the construction materials cost. If the fluctuate economy or significantly changing of increasing construction material, it will be negative effect to construction cost including labor cost will be changing as the demand and supply level in each situations. Indirect risk which is occurring from fuel cost fluctuation will be affected toward estimate controlling which is the cause of inaccurate project estimation. However, company recognized those risks, company plans and manages to reduce the risk from construction cost by providing the main source of construction materials to meet the demand in many sources and increase bargaining power of purchasing a large quantity of construction materials per purchase. In additional, to reduce the construction materials cost but also protects the shortage of construction materials indirectly and the rising price of materials beyond reasonable price. Moreover, Company manages those risks by advance committed materials price to avoid the price fluctuation which leads to cost controlling ability along the whole project. However, company regularly reviews the construction work plan to complete the construction schedule time period.

3. *Risk of Financial Liquidity from unpaid or delay payment*

For Construction Business and Real Estate Development, the financial liquidity is influence to the completion schedule of project construction which is the important factor according to require sufficient working capital in order to provide the materials and labors. However, company attempts to reduce the risk by monitoring the financial status including the credibility of project owner, which will be ensured by company such as verify the financial status through the bank where the customer requests a loan and also consider the other factors. Including, company prepare the financial projection of each project and negotiate appropriate terms of payment before committing to the contract which is reduce risk in term of financial liquidity from unpaid or delayed payments.

4. *Risk from competition increase*

In the higher competitive situation, company has a policy to auction the work which company expertise to be able to control costs and keep gross margin as the reasonable rate. In the same time, increase the competitiveness of the auction. In additional, the company potential which is able to provide the variety of construction services such as architectural work, architecture Electrical Engineering and Sanitation including Security systems and we are trusted by engineers consultants and project owners to continuously summit the bids to participate in the auction. However, company plans to reduce the risk from the higher competition by focusing on developing and maintaining long-term relationships with both private and public sector clients in order to increase the service opportunities and also maintain customer base continuously.

5. *The risk from insufficiency of qualified subcontractors and qualified labors*

A qualified subcontractor is one important factor that results in the project completion within project timeline period. If lack of qualified subcontractor, it will affect the cost and deliver period because the qualified subcontractor is able to plan, control, and monitor the operation plan, including the equipment allocation, labor allocation include of the efficiently communication. In the same way, risk from insufficiency qualified labor, which causes delayed construction and cannot deliver on the schedule. However, company recognizes those risk factors, and company set the policy to select efficient subcontractor base on the credibility and the work experiences. In additional, company has project engineers to control and solve the problem. Including, company also clearly systematic supervises the subcontractors and convenes the subcontractor regularly to ensure that each contractor will be able to operate efficiently under the same quality standard. Moreover, company reduced the risk of insufficiency labor by available

provide some of foreign workers which in line with the government's free trade policy and indirect advantages from labor cost reducing as well.

6. Risk from country economy

The growth of Construction business is growing in line with the economic condition includes of national development projects such as infrastructure projects, residential building and office buildings. The risk of the construction business is at the political and economic stability. This is a factor that affects the purchasing power and the confidence of our target customers. However, company recognizes to reduce this risk by set the policy to be in line with the economic situation in each period. In additional, company plans to select the products that response the targeted customer needs as much as possible. This will result in the company can generate revenues and sustainable growth.

Securities and Shareholders Highlights

THE NUMBER OF REGISTERED CAPITAL AND PAID-UP CAPITAL

Ordinary Shares

As at December 30, 2020, the Company has registered capital at the amount of 12,650,632,144 Baht,the paid-up capital is 8,433,754,763 Baht consisting of the ordinary share 8,433,754,763 shares at the par value of 1 Baht each.

- ***Shareholders***

The distribution of shareholdings is divided by the range of shares held by shareholders as follows:

Range of Shareholding	As at December 30, 2020		
	Amount of Share	Amount of Shareholder	Percentage of Shareholder
1 - 999,999	422,504,136	4,765	92.704
1,000,000 – 10,000,000	854,681,975	332	6.459
10,000,000 and above	7,156,568,652	43	0.837
Total	8,433,754,763	5,140	100.00

(1) As of the latest registration book closing on December 30, 2020 provided by Thailand Securities Depository Co., Ltd., the list of 10 Major Shareholders is as follows:

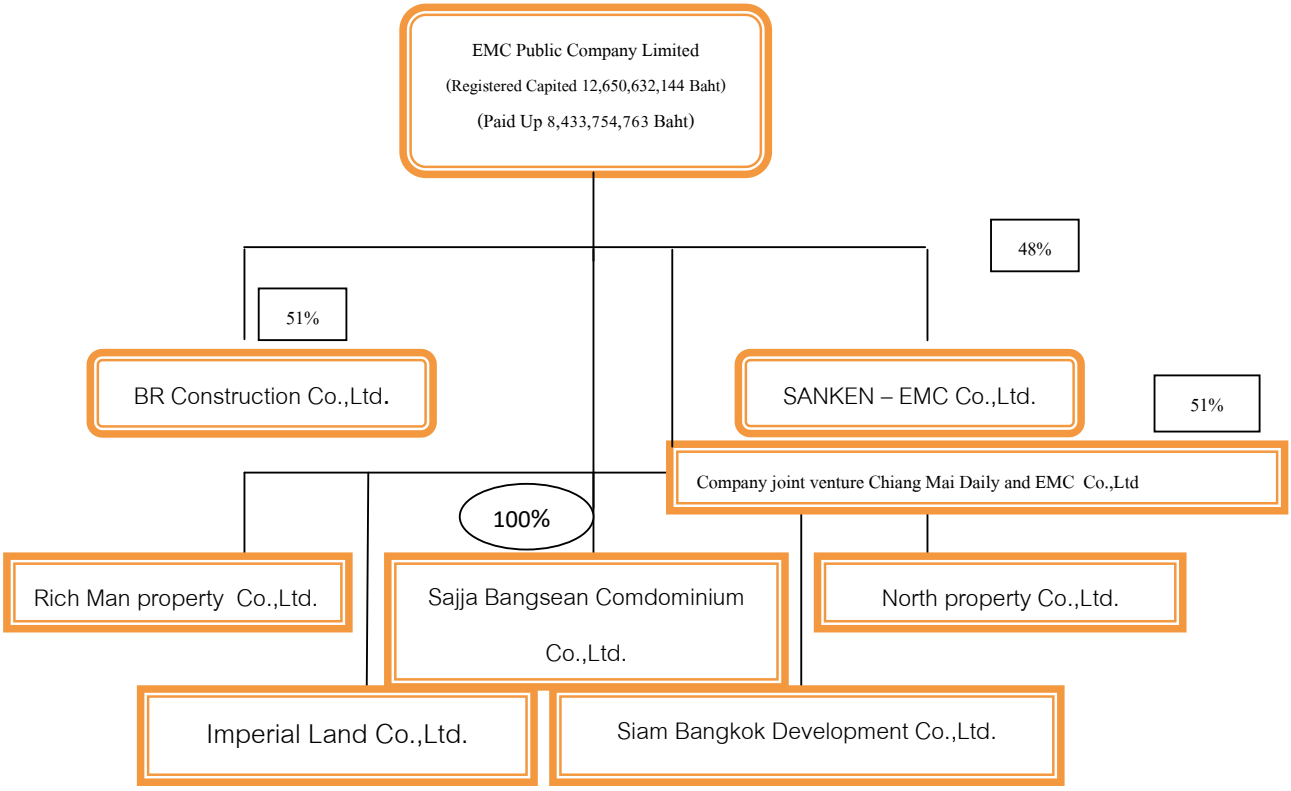
Shareholders' Name	Amount of Shareholding	Percentage (%)
1. Mr. Chinchai Leenabanchong	1,753,642,315	20.793
2. Capital Engineering Network Plc.	1,149,748,084	13.633
3. Rayong Wire Industries Plc.	942,475,700	11.175
4. Mr. Voravit Leenabanchong	658,810,100	7.812
5. Miss Chinsiree Leenabanchong	635,066,491	7.530
6. Miss Chinree Leenabanchong	443,557,500	5.259
7. BNP PARIBAS SINGAPORE BRANCH	365,947,600	4.339
8. Mr. Chanachai Leenabanchong	231,434,847	2.744
9. Miss Numthip Cholsaiphun	108,000,000	1.281
10. MITSUBISHI UF J MORGAN STANLEY SECURITIES CO.,LTD	92,190,000	1.093

(2) List of Warrant Holders to Purchase Ordinary Shares of EMC Public Company Limited No. 6.The first 10 majors of the company as of 9 January 2020, which is the latest book closing, prepared by Securities Depository (Thailand) Co., Ltd.

Shareholders' Name	Amount of Shareholding	Percentage (%)
1. Mr. Chinchai Leenabanchong	1,053,856,407	24.992
2. Capital Engineering Network Plc.	774,738,392	18.373
3. Mr. Voravit Leenabanchong	329,405,050	7.812
4. Rayong Wire Industries Plc.	298,326,045	7.075
5. Miss Chinsiree Leenabanchong	298,326,045	7.075
6. BNP PARIBAS SINGAPORE BRANCH	177,910,700	4.219
7. Thai NVDR Company Limited	109,934,054	2.607
8. Mr. Chanachai Leenabanchong	92,654,423	2.197
9. Mr. Pete Deva Aksorn	78,822,750	1.869
10. Miss Kanyawan Tang Suthipong	62,662,200	1.486

(3) As of December 31,2020,the Company holds shares in subsidiaries And in associates as follows :

Shareholding Structure



Shareholding Structure of BR Construction Co., Ltd.

1.Miss Tipkanang Lertkomolsuk	48.9984%
2.Mr. Peerapol Pipawakorn	0.0016%
3.EMC Plc.	51.0000%
Total	**100%**

Shareholding Structure of SANKEN-EMC Co., Ltd.

1.Mr. Paiboon Thongra-ar	0.00025%
2.Mr. Krisana Sngar-saeng	0.00025%
3.Bangkok MUFG Limited	3.00000%
4.EMC Plc.	47.99950%
5.SANKEN Setsubi Kogyo Co., Ltd.	49.00000%
Total	**100%**

Shareholding structure of a joint venture company Chiang Mai Daily and EMC Company Limited

1. Mr. Kritsana Saensangsaeng	0.0010%
2. Mr. Rathachai Phichayaphum	0.0010%
3. Mr. Sarawut Saetiao	0.0010%
4. Mrs. Supinda Saetiao	0.0010%
5. EMC Public Company Limited	50.9980%
6. Chiang Mai Daily Company Limited	48.9980%

The shareholders in such subsidiaries are not connected persons.

(3) The agreement between shareholders that has the impact towards the issuance and offering of securities or the Company's management, including the substantial that affects the Company's operation.

- None -

Convertible Securities

Annual General Meeting of Shareholders, 2018, held on 27 April 2018, has approved the following ***:***

Allowing the company to issue and offer warrants No. 6 (EMC-W6) of 4,216,877,381 ordinary shares to the existing shareholders who subscribe and pay the shares at the rate of 2 existing shares per 1

warrant in the event of a scrap with a warrant of 5 years and no offering price determine the exercise price of 0.15 baht per share, the exercise ratio of 1 unit of warrants can exercise the right to purchase 1 ordinary share (with the exercise ratio and the exercise price may be changed In the case of rights adjustment)

Details of Warrants to Purchase Ordinary Shares No.6 (EMC-W6) of the Company

Type of Warrants	:	Specify Warrant Holders and Transferable
Offer to	:	The existing shareholders of the Company who subscribe for the newly issued ordinary shares and their names are listed on the register book on the date on which the Company determines the names of shareholders who are entitled for subscriptions of shares on October 17, 2018 and for compiling the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 by the method of closing the Share Register Book on October 17, 2018, at the ratio of 2 new ordinary shares per 1 unit of Warrant. Any fraction of share will be disregarded.
Offering price per unit	:	0 Baht (Zero Baht)
Number of warrants	:	4,216,877,381 units
Number of underlying shares	:	4,216,877,381 shares
Issuing date of warrants	:	November 5, 2018
Maturity date	:	October 15, 2023
Warrant term	:	5 years from the issuing date of warrants
Exercise ratio	:	1 unit of Warrant to 1 ordinary share unless there will be right adjustment, it shall be adjusted according to the right adjustment conditions.
Exercise price	:	0.15 Baht, unless there will be right adjustment, it shall be adjusted according to the right adjustment conditions.
Exercise period	:	The first exercise date is on April 15, 2018, thereafter the exercise date shall be on every 15th of April and 15th October of each calendar year throughout the term of warrants.
Number of unused units	:	4,216,877,381 units

Management Structure

The structure of the Board of Directors consists of the Board of Directors And 4 sub-committees, namely the Audit Committee Nomination and Remuneration Committee Risk Management and Anti-Corruption Committee And the Executive Committee By defining the powers and duties of various committees and the managing director In writing

1. Board of Directors

The Board of Directors consists of 10 members consisting of

- 1 non-executive director
- 4 independent directors
- 4 executive directors

	Name	BOD	AC	NRC
1	Mr.Chanachai Leenabnachong	●		
2	Mr.Ratchai Pichayapoom	●		
3	Mr.Voravit Leenabanchong	●		
4	Mr. Vachara Pakdeemonthon	●		
5	Sub.Lt Matee Ittirivichai	●		
6	Ms. Peramat Huntra	●	★	▲
7	Dr. Yaowarin Srichainan	●	★	▲
8	Ms. Taweesri Vigayathipat	●	★	▲
9	Mr. Panthee Sriwongthai	●	★	

Note : BOD means the Board of Directors
AC means the audit committee
NRC means the Nomination and Remuneration Committee

Authorized directors who sign to bind the company

Name and number of directors authorized to sign on behalf of the company

"Mr. Chanachai Leenabanchong or Mr. Worawit Leenabanchong or Sub.Lt Matee Ittirivichai sign together with Mr. Rathachai Phichayaphum or Mr.Vachara Pakdeemonthon together as two persons with the company's seal."

Must perform duties in accordance with the law Objectives, regulations of the company As well as resolutions of the shareholders' meeting Except for matters that require approval from the shareholders

'meeting before proceeding, such as matters required by law to require a resolution of the shareholders' meeting Related party transactions And buying or selling important assets in accordance with the regulations of the Stock Exchange of Thailand. Or as determined by other government agencies etc.

Scope of duties and responsibilities of the Board of Directors.

Board of Directors Have duty to comply with the law, objectives and company regulations As well as resolutions of the shareholders' meeting with honesty And be careful By considering the benefits of all stakeholders.

1. Must perform duties in accordance with the laws, objectives and company regulations. As well as resolutions of the shareholders' meeting with honesty And be careful By considering the benefits of all stakeholders.

2. Establishing business policies Annual work plans and budgets of the company Control and supervise the administration and management of the management to be in accordance with the specified policy with efficiency To maximize the value for the company and shareholders.

3. Supervise the company to comply with the announcements, requirements and relevant guidelines of the Stock Exchange of Thailand. Securities and Exchange Commission And any activities that are required by law.

4. Consider approval and / or approval of connected transactions Buying or selling important assets Investing in a new business or investing in other companies That must comply with the rules of the Stock Exchange of Thailand Or laws related to the company's business.

Except in the following matters The Board of Directors must obtain approval from the shareholders 'meeting before proceeding, such as matters required by law to be approved by the shareholders' meeting such as capital increase, capital reduction, debenture issuance Selling or transferring the whole or significant part of the company's business to other parties Or the purchase or acceptance of transfer of business of other companies to belong to the company Amendment of the memorandum of association or regulations etc.

5. Consider and approve the financial statements of each quarter. And the annual financial statements which have been reviewed and audited by the auditor And has been approved by the audit committee Before disclosing information to the Stock Exchange of Thailand And general public.

6. Consider the management structure Appointment of the Executive Committee Chief Executive Officer President And other committees as appropriate.

7. Follow up the operational results to be in accordance with the plan and budget continuously.

8. Directors must not operate in a business of the same nature and in competition with the business of the company. Or become a partner in an ordinary partnership Or a partner with no limited liability in a limited partnership Or being a director of a private company Or other companies that operate in the same business And is a competition with the business of the company, whether for their own benefit or for the benefit of others Unless notified to the shareholders' meeting before a resolution to appoint.

9. Directors must notify the company without delay. If there is a conflict of interest, whether directly or indirectly, in a contract made by the company Or increase or decrease shares or other securities in the company or its affiliates.

10. The Board of Directors may authorize a director Or many people or other persons to perform any tasks on behalf of the Board of Directors Which is under the control of the Board of Directors or may authorize the said person to have power as the Board of Directors deems appropriate and within the time that the Board of Directors deems appropriate The Board of Directors may cancel, withdraw, change or amend such authorized persons or powers as appropriate.

In this regard, the Board of Directors may authorize the Executive Committee to have powers and duties in performing various duties, with details of authorization under the scope of Authority of the Executive Committee The authorization must not have characteristics. Is the power that makes the Executive Committee Able to consider and approve items that the Executive Committee Or persons with potential conflicts of interest or conflicts of interest with other companies or subsidiaries Except for approval of transactions that are in accordance with policies and criteria considered and approved by the Board of Directors

In the year 2020, the Board of Directors held 5 meetings in total.

Board meeting

The company has set the meeting date in advance throughout the year. Which will determine the main agenda And agenda for follow-up Regular operating results In addition, the meeting invitation letter was sent, along with the meeting agenda and meeting documents, 7 days in advance of the meeting date. So the board has sufficient time to study the information before attending the meeting There may be additional meetings to consider important events as needed and urgently. The secretary of the board of directors is responsible for confirming the appointment of each meeting. Or make new appointments in case of the original postponement Or calling an urgent meeting And prepare meeting documents to be sent to the directors

Each meeting will take about 2 hours, which all directors are free to give opinions. And recommend practical advice Which the secretary of the board of directors Has a duty to take notes and prepare minutes

of the meeting within 14 days to submit the minutes which have been approved by the Board of Directors As well as keeping the minutes of the meeting and the meeting documents

Name	**Surname**	**AGM 2019**	**Bod** 5	AC 12	**NDR** 1
Mr.Chanachai	Leenabanchong	**Don't get in**	5	-	-
Mr.Ratchai	Pichayapoom	**Get in**	5	-	-
Mr.Worawit	Leenabanchong	**Don't get in**	5	-	-
Mr.Vachara	Pakdeemonthon	**Don't get in**	5	-	-
Mr. Krisana*	Sa-ngaengsaeng	**Get in**	5	-	-
Mr.Matee	Ittiriwichai	**Get in**	5	-	1
Ms. Peramat	Huntra	**Don't get in**	5	12	1
Ms. Taweesri	Vigayathipat	**Don't get in**	5	12	1
Dr. Yaowarin	Srichainan	**Don't get in**	5	12	1
Mr. Panthee	Sriwongthai	**Don't get in**	5	12	-

* Note: Mr. Kritsana Sanga Saeng resigned from director on November 30, 2020

Mr. Vacharabhakdi Monthon took a position as a director on February 27, 2020.

Board of directors

As of 31 December 2020, the Executive Committee Consists of the following committee

1. Mr. Chanchai Leenabanchong, Executive Chairman
2. Mr. Worawit Leenabanchong Executive Committee
3. Mr Ratchai Phichayaphum Executive Committee
4. Mrs. Anchalee Leenabanchong Executive Committee

Secretary to the Executive Committee: Acting Lieutenant Colonel Matee Ittiriwichai

Scope of duties and responsibilities of the Executive Committee

1. Operate and manage the business of the company in accordance with the objectives, regulations, policies, rules, regulations, orders and resolutions of the board of directors 'meeting and / or the shareholders' meeting of the company.

2. Considering determining the policy, direction and strategy, the business operation plan and annual budget of the company Human resource management Information technology investment, public

relations expansion And control and supervise the operations of the appointed working group to achieve its goals in order to be presented to the meeting of the Board of Directors for approval.

3. Consider the annual budget allocation as proposed by the management. Before proposing to the Board of Directors for consideration and approval This includes the consideration and approval of changes and additions to the annual budget during the absence of the Board of Directors' meetings but within the scope of the authority approved by the Board of Directors. And present to the board of directors To be informed in the next meeting

4. Consider and approve And / or approve the transaction relating to investment Financial management General administration Procurement and procurement And any other items relating to the company's business Within the scope of authority approved by the board of directors

5. Consider and approve important investment expenditures as specified in the annual budget as assigned by the Board of Directors. Or as the Board of Directors has approved in principle

6. To make recommendations for business expansion and joint ventures with other parties within the scope of authority approved by the Board of Directors and presented to the Board of Directors. For approval / acknowledgment in the next meeting

7. is a group of management consultants regarding financial policies, marketing, personnel management And other operations

8. Consider the company's profits and losses. Proposal of interim dividends or annual dividends To propose to the board of directors for approval

9. The Executive Board may delegate the power to one or many directors or other persons. Operating one Under the control of the executive board Or may authorize the said person Having the authority as the Executive Committee deems appropriate And within the period that the Executive Committee deems appropriate The Executive Committee may cancel, withdraw, change or amend the authorized persons. Or the authorization as it thinks fit

The authority of the Executive Committee And / or delegation Must not be the approval of connected transactions Or any items that may have a conflict of interest Or any items that the Executive Committee Or persons who may have conflicts of interest with the Executive Committee Or any other benefits which conflict with the company Or subsidiary In accordance with the regulations of the Stock Exchange of Thailand And / or announcements of the Office of the Securities and Exchange Commission The approval of such transactions must be proposed to the Board of Directors 'meeting and / or the shareholders' meeting. To consider and approve the said transaction in accordance with the regulations of the company or relevant laws.

In the year 2020, the Executive Committee held 24 meetings.

Risk Management Committee

As of December 31, 2020, the Risk Management Committee It consists of the following directors.

1. Mr. Worawit Leenabanchong
2. Mr. Pinit Kantikul
3. Mr. Krishna Sagnaeng
4. Ms. Ratchai Phichayaphum
5. Mr.Wachon Pakdamonthon
6. Mr. Korn Kritprakongwitthaya
7. Miss Wanida Puangboonmak
8. Mr. Uthai Klang Phimai
9. Mr. Prakob Bamrungrak

This will be effective from 11 November 2020 onwards. Secretary of the Risk Committee: Acting Police Major Matee Itthiriwichai

Scope of duties and responsibilities of the Risk Management Committee

1. Establish guidelines for management and risk management framework
2. Assess various risks, both internal and external factors
3. Suggest methods for prevention and ways to reduce the risk to an acceptable level.
4. Monitoring, evaluation and improvement of the operation plan In order to reduce risks continuously and suitable for the business operation conditions
5. Review the adequacy of the policy and risk management system. By including the effectiveness of the system and the implementation of specified policies

In the year 2020, the Risk Management Committee held a meeting with the management and set the working guidelines. However, the company has a working group regarding debt collection and problem projects. Which is considered an important risk management Have regular meetings 1 day per week

2. Management Team

As of December 31, 2020, the management team consists of the following senior executives:

1. Mr. Chanachai Leenabanchong,	Chairman of the Board of Directors
2. Mr. Chanachai Leenabanchong	Chief Executive Officer
3. Mr. Pinit Kantikul	Chief Operating Officer

4. Mr. Rattachai Phichayaphum	Chief Financial Officer
5. Mr. Worawit Leenabanchong	Managing Director Project Support Division
6. Mrs. Anchalee Leenabanchong	Managing Director of Management Division
7. Mr. Vacharaphakdamonthon	Managing Director Engineering line
8. Ms. Wanida Puengboonmak	Deputy Managing Director
9. Mr. KornKrit Prakongwittaya	Deputy Managing Director

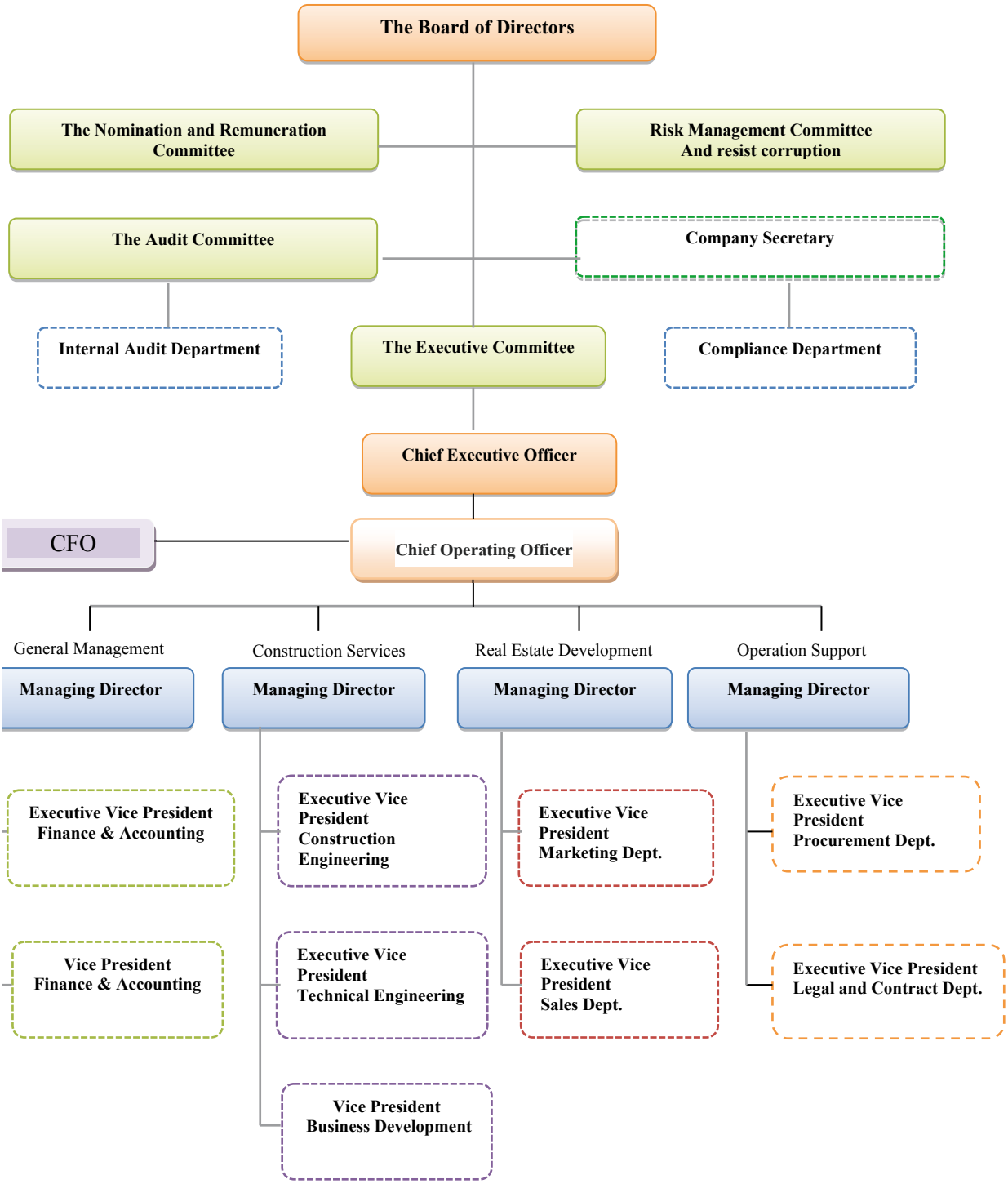
The Board has assigned the Executive Committee to have duties and responsibilities in performing various duties. With details of authorization according to the scope of duties And responsibility of the executive committee The said authorization must not have the nature of an authorization. Or delegate power to the Executive Committee Or the delegate from the Executive Committee can approve transactions that themselves or individuals who may have conflicts of interest Have interest Or have a conflict of interest with the company (As specified by the SEC) except for approval of items in accordance with policies, guidelines, or criteria approved by the Board of Directors.

Determination of credit approval authority

The Board of Directors has set the approval authority for spending for normal business transactions and financial transactions such as loans. Or requesting any credit From financial institutions Including being a guarantor With details as follows

	Approval limit	
	Investment transaction	**Financial transaction**
Managing Director	-	Not over 100 million baht
Executive Committee	5% Total assets not over 50 million baht,	Not over 500 million baht
Board of Directors	50 million baht	More Unlimited amount

3. Organization Chart of EMC Plc. As at December 31, 2020



4. Company Secretary

The Board of Directors has appointed and appointed a new Company Secretary to fill the vacancy. At present, assigned to Lieutenant Colonel Methi Itthiwichai to act as company secretary By reporting directly to the Board of Directors

Duties and responsibilities on behalf of the company or board of directors

1. Prepare and maintain the register of directors

2. Prepare and maintain the notice of the board meeting. Board meeting reports and annual reports

3. Prepare and maintain the notice of the shareholders 'meeting and minutes of the shareholders' meeting.

4. Follow up on the implementation of the resolutions of the Board of Directors' meeting. Shareholders meeting's resolution

5. Maintain and send copies of reports of conflicts of interest of directors and executives or related parties. Having interests in relation to the management of the company, the chairman of the board and the chairman of the audit committee

6. Proceed with other actions as specified by the Securities and Exchange Act (No.4) 2008. Other laws and regulations Related Including announcements and regulations of the Capital Market Supervisory Board

5. Directors and management remuneration

At the 2020 Annual General Meeting of Shareholders on 29 April 2019, the shareholders approved the determination of directors' remuneration for the year 2019 within the amount of 4,000,000 baht, details as follows: Meeting allowance

- The Chairman of the Board of Directors, the Chairman of the Nomination and Remuneration Committee, and the Chairman of the Audit Committee will receive a meeting allowance of 30,000 baht per meeting.

- Director, Member of the Nomination and Remuneration Committee, Member of the Audit Committee Will receive a meeting fee of 20,000 baht per meeting attended

Other remuneration for the board

- Not more than 1% of net profit

- For directors whose terms are not completed in the year To be paid according to the term of office that year

The company paid meeting allowances for the year 2020 totaling 2.09 million baht, a decrease of 0.28 million baht when compared to the year 2019 at 2.37 million baht or equivalent to 8.81 percent, with details of individual payments as follows:

Total meeting fee

Name - Surname		Position	Meeting Allowance (Baht) Year 2020
Mr.Chanachai	Leenabanchong	Chairman of the Board of Directors, Chairman of the Executive Committee	150,000
Mr.Vachara	Pakdeemonthon	Board of Directors	60,000 Appointed as 27 Feb. 2020
Mr.Ratchai	Pichayapoom	Vice Chairman of the Board of Directors, Executive Committee	100,000
Mr.Worawit	Leenabanchong	Vice Chairman of the Board of Directors, Executive Committee	100,000
Mr. Krisana	Sa-ngaengsaeng	Board of Directors, Executive Committee	100,000
Mr.Matee	Ittiriwichai	Board of Directors	100,000
Mr. Panthee	Sriwongthai	Audit Committee and Independent Director	340,000
Ms. Taweesri	Vigayathipat	Chairman of the Audit Committee and Independent Director, Director of the Board, Member of the Nomination and Remuneration Committee	460,000
Dr. Yaowarin	Srichainan	Chairman of the Nomination and Remuneration Committee, Director, Audit Committee and Independent Director	340,000
Mr. Panthee	Sriwongthai	Director of the Board, Member of the Nomination and Remuneration Committee Audit Committee and Independent Director	340,000
Total meeting fees			**2,090,000**

Other compensation

-None-

Total remuneration of executives

- Total salary 20,948,800 baht, provident fund 471,705 baht, social security fee 47,400 baht, meeting allowance 2,090,000 baht, employee benefits 4,330,934 baht, total 27,888,839 baht consisting of 9 senior executives.

6. Personnel

The company's personnel as of December 31, 2019 are 277 people which can be divided as follows :

Position	Number
Executives and Supporting Employees	11
Construction Engineering	91
M&E Engineering	63
Accounting, Finance and Administration	88
Budget Control and Purchasing	37
Real Estate	15
Total	**305**

As of December 31, 2020, the total compensation of the Company's personnel amounting to Baht 215.50 million (such compensation consists of salary, bonus and contribution to the provident fund. And other benefits), excluding the total remuneration of management described in Section 5.

Human resource development policy

Human resource management of the company

Because human resources are an important factor affecting the success of the construction business. The company has set guidelines for human resource management. Under the framework of the 3 important actions together with

E Expertise = human resource development for expertise in responsible work

M Motivation = Creating motivation at work.

C Career Path = Determining Career Advancement

Human resource management Therefore focus on providing employees with skills in both work skills along with technical and managerial skills in response to business expansion as follows

1. Recruitment and Selection of Quality Human Resources The company has increased the channels for recruiting people to be efficient, including determining the Competency of every position. To be used as a guideline for recruiting Selecting people to work with the company to meet the qualifications specified by the company.

2. Compensation management (Compensation Management) in addition to adjusting the salary structure to be a standard in order to be able to compete When compared to the current labor market The company also focuses on compensation management that clearly reflects the ability of employees.

3. Performance Appraisal There is a measurement and evaluation. By having clear performance indicators (Key Performance Indicators).

4. Human Resources Development (HRD) The company has a continuous human resource development plan. Which will help enhance knowledge and ability in operational skills Management skills Including technical skills by line or job position To be consistent and support the ability of the staff. By developing staff according to career path, which the company has divided into 3 types as follows

4.1 In-house training for staff development in all areas such as job courses And strengthen the concepts for executives and employees of the organization in each position to have potential Operational skills courses, etc.

4.2 The sending of employees for training with external institutions (Public Training) has the objective to develop personnel to have knowledge, ability and to keep up with the change. Have modern concepts and are ready to adjust to accommodate changes

4.3 Employee funding In addition to short-term training / seminars, the company encourages its employees to have the opportunity to receive long-term training organized by recognized educational institutions.

5. Developing the Human Resource Information System (HRIS) to be a database for development. Able to manage human resources both at present and in the future

6. Knowledge Management The Company aims to develop all employees to have the opportunity to receive development and receive various news equally to develop into a organization of Learn (Organization Development) in addition to the dissemination of various policies through the Intranet system.

Employee benefits

The company attaches importance to providing appropriate compensation and welfare for employees. By establishing a welfare committee in the workplace To regularly review the employee welfare policy By considering remuneration and welfare that is appropriate and fair for the employees

Dividend Payment Policy

The Company has a policy of paying dividend to the shareholders at least 40% of net profit of the separate financial statement after tax and all statutory reserves as required by law, provided there is no other necessity to utilize the funds and the dividend payment does not have any significant impact to ordinary course of business of the company.

Corporate Governance

The Board of Directors has recognized the importance of the corporate governance and the good corporate governance by implementing the principles and practices consistent with the good corporate governance to manage its delegated duties and responsibilities for maximum benefit of the Company and overall shareholders. The policies of the good corporate governance are set out as follows:

1. The Board of Directors will conduct the Company's business with prudence and caution under the purview of laws and business ethics, and with adequate efficiency and accountability for the optimum benefits to the shareholders and ensure that there is no conflict of interest.

2. The Board of Directors will conduct the Company's business with transparency, accountability, and adequate disclosure of information to build up trust and confidence among shareholders, investors, and relevant parties equally.

3. The Board of Directors ensures that treatment to shareholders and stakeholders is on equitable and fairness basis, in compliance with the relevant laws and rules and regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand and other relevant laws.

4. The Board of Directors has set up specific committees, namely, the Audit Committee, the Nomination and Remuneration Committee, the Enterprise Risk Committee, and sub-committees with the delegation of duties and responsibilities clearly assigned to each committee.

5. The Board of Directors will held meetings regularly under the meeting schedule and agenda clearly set out in advance.

6. The Management team will held meetings regularly every week to monitor and supervise the implementation of all projects in detail under the meeting schedule and agenda clearly set out in advance. Special meeting shall be determined upon necessity.

7. The Board of Directors recognizes the importance of the internal control system in covering of the finance, the operations, and the corporate governance, thereby an Internal Audit has been set up as a department of the Company and report directly to the Audit Committee.

In this regard, the Board of Directors is aware of the importance of participating in the development of good corporate governance in accordance with the Principles of Good Corporate Governance 2017 (CG Code) which consists of 8 principles, namely

Principle 1: Recognize the role and responsibility of the Board of Directors as an organization leader that creates sustainable value for the business

(Establish Clear Leader ship Role and Responsibilities of Board)

Principle 2: Establish objectives and key objectives for sustainability

(Define Objectives that Promote Sustainable Value Creation)

Principle 3: Strengthen the board of directors

(Strengthen Board Effectiveness)

Principle 4: Recruitment and development of senior management And personnel management

(Ensure Effective CEO and People Management)

Principle 5: Promote innovation and responsible business practices

(Nurture innovation and Responsibility Business)

Principle 6: Ensure a risk management system And suitable internal control

(Strengthen Effective Risk Management and Internal Control)

Principle 7: Maintain financial reliability. And information disclosure

(Ensure Disclosure and Financial Integrity)

Principle 8: Supporting participation And communication with shareholders

(Ensure Engagement and Communication with Shareholders)

1 Corporate Governance Policy

The Board of Directors is confident that having a good management system, transparency and accountability. As well as a balance of power and internal control systems that are sufficient and appropriate. Along with respecting the rights and equality of shareholders and responsible to the stakeholders. Will be an important factor that helps to strengthen the organization's immunity and create balanced and sustainable growth in the long term

In 2020, the company received a 3-star rating from the Thai Institute of Directors (IOD), which is considered good. In addition, the company reviews and adheres to policies and regulatory principles. The business covers all 5 categories, namely the rights of shareholders. Division of Equitable Treatment of Shareholders Role of Stakeholders Information disclosure and transparency And the responsibility of the board according to the guidelines of the Stock Exchange of Thailand By establishing guidelines for the board of directors In accordance with good corporate governance principles for listed companies.

Year 2017 with 8 main items as follows:

Compliance with the principles of good corporate governance

Board of Directors Have reviewed and improved the company's supervision policy to be suitable And in line with the guidelines of government agencies that have supervision of listed companies. Coupled with the principles of good corporate governance for listed companies in 2017 with the goal of

achieving international standards of corporate governance. And in order for the company to grow strong Sustainable in the long run For the implementation of the principles of corporate governance in the year 2020 can be summarized as follows:

1. Rights of shareholders

1.1. The Board of Directors recognizes and respects the ownership rights of shareholders. No action Which is a violation or depriving the rights of shareholders By acting to look after the interests of shareholders fairly As well as support and encourage all groups of shareholders, whether domestic or foreign shareholders Despite being a major shareholder Minority shareholders Or institutional shareholders have exercised their rights, including fundamental rights of shareholders, the right to access information sufficiently and in time. And the right to attend shareholders' meetings in order to determine the direction of operations and decide which matters have a significant impact on the company.

1.2 The company has delivered a meeting invitation letter along with information related to the meeting according to various agendas. Each agenda contains opinions from the Board of Directors and the meeting minutes are recorded correctly and completely. To let shareholders know in advance 7 days before the meeting or 14 days (depending on the case) for the shareholders to have time to study the said information thoroughly. Including the disclosure of information on the company's website. In addition, the proxy form was attached together with the meeting invitation letter for shareholders wishing to grant proxy to others instead. As well as nominating independent directors as an alternative for proxies With information about the independent director who is a proxy, such as name, biography, address, and shareholding information And the number of times that attend the meeting stated To make a decision.

1.3 The company holds a shareholders' meeting on a convenient and appropriate date and time. There is a process definition. Shareholders' meeting legally Since the meeting call Meeting agenda notification Document delivery Steps for conducting the meeting.

1.4 Communication between the shareholders of the company The company does not have a policy to block communication between shareholders. Shareholders are able to communicate and access information freely. Shareholders can copy a copy of the list of shareholders of the company at the Department of Business Development. Ministry of Commerce.

1.5 The Board of Directors grant the rights to shareholders to approve the remuneration of the Board of Directors annually.

1.6 The Board of Directors promotes the use of technology in shareholder meetings. To achieve accuracy and speed There is a resolution for each agenda. Giving shareholders the right to elect individual directors. And with the use of ballots

• Right to information Shareholders have the right to receive information equally. The company disseminates information in both Thai and English through the channels of the Stock Exchange of Thailand. And through the website www.emc.com For the shareholders There are more ways to receive news and information about the company.

• Right to attend the shareholders' meeting The company arranges for the annual general meeting of shareholders within 4 months from the end of the year. Attendance of shareholders' meeting In order for the shareholders to participate in monitoring the company's operations in 2020, the company held the 2020 Annual General Meeting of Shareholders on April 28, 2020 No. 14/15, Soi Krungthep Kreetha 31, Krungthep Kreetha Road, Prawet Sub-district, Prawet District, Bangkok, which is the place where the company holds annual shareholders' meetings ,to not confuse shareholders And attaching a map of the meeting place with the notice of the meeting.

Before the date of the shareholders' meeting

• The company announced the resolution of the Board of Directors Meeting No. 2 on 13 March 2020, which is scheduled for the 2020 Annual General Meeting of Shareholders on 28 April 2020, along with the agenda in both Thai and English. Through the information disclosure system of the Stock Exchange of Thailand.

• The company provides information on date, time, location, and agenda. In the notice of the meeting With facts and reasons including the opinion of the Board of Directors in every agenda The company The notice of the meeting was distributed, together with meeting documents, from 20 April 2020 on the company's website in both Thai and English.

• The company sent a notice of meeting With meeting documents Such as annual reports Proxy Form B. The profile of the person nominated for election as a company director Information of the audit committee The company nominated Œ to be a proxy Map of the meeting place Document description And evidence that the shareholders have to present at the meeting The Articles of Association relating to the shareholders' meeting and the procedure for attending the meeting By giving to the company The Thailand Securities Depository Co., Ltd., which is the share registrar of the company, delivered to shareholders 7 days in advance of the meeting, as well as publishing advertisements for newspapers for 3 consecutive days and before the meeting date. 3 days.

In addition, shareholders can download proxy forms That has been prepared and in accordance with the notifications of the Ministry of Commerce Can be obtained from the company's website, www.emc.com, which is available Choose from 3 types: Type A, Type B and Type C.

• In the case of foreign shareholders, the company has sent a notice of the meeting along with meeting documents.

Which has been translated into English To encourage all types of shareholders, including institutional investors, to attend the meeting.

Date of the shareholders' meeting

• The Board of Directors gives great importance to the shareholders' meeting. It is considered a duty to attend the meeting unless sick or stuck in an important mission. In the 2020 Annual General Meeting of Shareholders on April 28, 2020, there were 3 directors attending the meeting, representing a percentage point. 33.33 Due to the coronavirus outbreak (COVID-19), the directors could not travel to attend the meeting. In counting the votes Attended the meeting Shareholder with So that shareholders can ask questions related to them. List of the Board of Directors And executives who attended the shareholders' meeting You can see from the Minutes of the Annual General Meeting of Shareholders.

• The company has brought technology to use in the shareholders' meeting. In order to ensure accuracy and speed, and to facilitate shareholders to exercise their rights to attend the shareholders' meeting And to vote fully. The date, time and venue of the meeting are not an obstacle to meeting.

• Registration for the meeting can be registered no later than 2 hours prior to the meeting and will still grant shareholders the right to attend the meeting. After the meeting has started Have the right to vote on the agenda that has not yet been considered and will be counted as a quorum starting from the voting right.

• The company has provided sufficient personnel and technology to register for the meeting and vote counting in each agenda by using the barcode system for convenience, speed and transparency.

• In the event that the shareholders are unable to attend the meeting by themselves Proxy Any person Or the audit committee which is an independent director of any company to attend the meeting instead To be a representative to protect their rights Œ.

• The company treats all shareholders equally. Which before starting the meeting The company secretary informed the number / proportion of shareholders attending the meeting. Including explaining how to vote and how to count votes of shareholders who must vote on each agenda according to the laws and regulations of the company. The voting rights in the meeting shall be in accordance with the number of shares held by the shareholders. With one share equal to one vote And without any shares having special privileges to limit the rights of other shareholders. Arranging a shareholders' meeting in order for

the shareholders to exercise their rights as shareholders Know the operating results Gives shareholders the right to approve the annual remuneration for directors. And electing individual directors Including consideration and voting on various matters As required by laws and regulations.

In the case that any shareholders have entered in after the meeting has started, the company still gives the right to vote. The remaining votes in the agenda that have not been considered and voted upon. Which constitutes a quorum.

At the meeting, the chairman of the board of directors acted as the meeting conductor in accordance with the meeting agenda. There is no additional agenda or important information changing without by notifying shareholders in advance. There is sufficient time allocated for presenting various issues on each agenda by allowing shareholders to ask questions and express their opinions fully on each agenda. If shareholders ask questions or express additional opinions, the Board of Directors will answer the questions clearly, to the point. The voting results are summarized from the vote counting.

In each agenda using the barcode system and an auditor is the witness to count the votes

The important shareholders' meeting agenda are

1. Election of the Board of Directors: The company allows the shareholders to nominate persons In order to be considered as a director of the company At the 2020 Annual General Meeting of Shareholders it appeared that no shareholders proposed The nominated directors have been reviewed by the Board of Directors. And if being an independent director Must have qualifications as specified by the company and according to the announcement of the Capital Market Supervisory Board The notice of the meeting contains the basic information of the person proposed to be elected by specifying the name, education background Holding positions in other businesses clearly If it is a company operating in a business of the same nature and in competition with its business And the type of director proposed In the case of proposing the same name of a director to be a new director Have information about the meeting attendance in the previous year และ and the number of terms / years in the position of the company's directors And in the election of directors, the company gives shareholders the opportunity to exercise the right to elect individual directors.

2. Directors' remuneration: The Board of Directors has granted shareholders the rights to approve the remuneration for the Board of Directors annually. There is a set of criteria for the remuneration of directors in each faculty. As well as proposing compensation limits for directors Annual General Meeting of Shareholders for approval Which has been considered by the Nomination and Remuneration Committee Which is based on the performance, performance, compensation limit approved by the shareholders' meeting The amount of compensation paid in the previous year Including authority And

responsibility With a summary of the approved amounts The actual amount paid And forms of payment Including summarizing the amount of money paid to the Board of Directors Audit Committee Nomination and Remuneration Committee And the Risk Management and Anti-Corruption Committee individually in the annual registration statement (Form 56-1) and in the annual report (Form 56-2).

3. Appointment of the auditor and determine the audit amount: The company provided the auditor's information as follows: Auditor name Audit office Independence Number of years served for the company There is a comparison of audit fees between the current year and the previous year. And other fees that have been received from the audit firm that the auditor is affiliated with The appointment of auditors and determination of audit fees has been considered by the audit committee for approval by the shareholders' meeting.

After the date of the shareholders' meeting

• Upon completion of the shareholders 'meeting, the Company disclosed to the public the resolution of the shareholders' meeting together with the voting results of each agenda. Through the website of the Stock Exchange of Thailand www.set.or.th and published on the company website, www.emc.com, on the next working day after the shareholders' meeting.

After the date of the shareholders' meeting.

• Upon completion of the shareholders 'meeting, the Company disclosed to the public the resolution of the shareholders' meeting together with the voting results of each agenda. Through the website of the Stock Exchange of Thailand www.set.or.th.

• Prepare minutes of the general meeting of shareholders clearly, completely, according to the facts. The names of the directors who attended the meeting were recorded. And the auditor And a representative from the auditing office that attended the meeting Material statement Questions and answers or comments In summary, details of each agenda are in accordance with the facts of the meeting. The voting results of each agenda were summarized, with approval, disapproval and abstention. The said minutes were reviewed by the Legal Department. And the chairman of the board Before signing as chairman of the meeting And submitted to the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission And deliver to the Department of Business Development, Ministry of Commerce within the time specified by law.

• Organize a video recording of the annual general meeting of shareholders throughout the meeting.

2. Equitable treatment of shareholders

The company has a policy to support all shareholders. Major shareholder Minority shareholders Institutional shareholders Including foreign shareholders Right and fair and equal treatment Which is one of the corporate governance policies of the company In this regard, the principles used by the company in treating shareholder equality are detailed on the website www.emc.co.th under the heading "Investor Relations".

2.1 The Board of Directors treats all shareholders fairly and equally. With the same shares having equal voting rights Equal to one share per one vote.

2.2 The Board of Directors encourages shareholders who are unable to attend the meeting by themselves. Able to authorize someone else to attend the meeting and vote on their behalf By using a proxy form in which shareholders are able to specify voting directions And nominate at least 1 independent director as an alternative to shareholders' proxies.

2.3 The Board of Directors encourages all shareholders to exercise their rights as shareholders. By sending an invitation letter to the shareholders' meeting and meeting documents for consideration in advance Which has prepared the English version for foreign shareholders.

2.4 The Board of Directors has set a policy to prevent the use of inside information and has measures to prevent the use of inside information for improper benefits for themselves and others. Directors, executives, and employees are prohibited from knowing inside information. Trading the company's securities during 1 month before public disclosure of financial statements.

2.5 Right to participate in the shareholders' meeting and provide comments and recommendations And jointly consider and make decisions on important changes, such as the amendment of the memorandum of association and the company's regulations. Appointment of the company's director Appointment of auditors.

2.6 The chairman of the meeting explained to the shareholders the rules and procedures for voting. And allowing shareholders to make inquiries on various issues. During the meeting, including directors / executives Have explained the doubts appropriately and sufficiently, including exchanging opinions among each other.

However, the company has not yet provided opportunities for minority shareholders to propose additional meeting agendas. For the shareholders to consider before the annual meeting of shareholders Including not specifying methods for minority shareholders to nominate company directors representing shareholders. Which does not comply with the principles set by the Stock Exchange of Thailand Will consider the said process later.

3. Consideration of the roles of the interested parties

The company has taken care and considered the importance of the stakeholders and the company exchanged information. And listen to the recommendations of all groups of internal and external stakeholders as follows

3.1 Employees

The company has set up a compensation system based on the performance of each individual. In addition to the usual salary With clear and fair measurements Which leads to the integration of employees' capabilities at different levels Leading to the company's overall success.

In addition, the company has provided various benefits To employees such as accident insurance, medical benefits Provident fund As well as giving importance to safety, occupational health and working environment, in which the company has established a unit to take care especially Declared as policy And strictly implemented Have recruitment Professional safety officer Supervisor level And the management level which has been appointed to be the Occupational Safety and Health Committee for every project. Has a direct duty to drive the central policy to achieve the goal Follow up on the performance. And report to the Department of Welfare And labor protection every quarter Which includes training the staff and workers in the project to be aware of safety Analyzing and evaluating dangerous work spots to avoid accidents Examination of equipment and tools Before being put into production.

The company gives importance to human resources. By promoting continuous human resources development at all levels, such as the delivery of personnel at all levels Attend training / seminars on various relevant courses. And can be used to develop the operation in the future, arranging training for skill development continuously with the Department of Skill Development, etc., and the company foresees the importance of health and hygiene of employees. Therefore, the employees are required to have an annual health check every year, once a year.

3.2 Shareholders

The company has managed all projects with full efficiency. To make every project profitable And allocating that profit to dividends to shareholders

The company perform duties with responsibility, caution, honesty, honesty. In order to create good and sustainable return for shareholders. By not violating relevant laws, rules and regulations with honesty and transparency, protecting the interests and taking care of company assets As a reasonable person should always maintain his own assets and report on the correct, complete, and consistent performance of the truth Eliminating conflicts of interest carefully with reasoning And disclose complete

information Also striving to develop the business of the company to progress with stability And able to create appropriate return for shareholders And treat all shareholders equally.

3.3 Customers

The company manages quality projects. And efficiency By focusing on time management And budgets are important. In addition, the company Also communicate with customers By clearly specifying procedures and indicators In order to continuously improve the system and quality

3.4 Business partners and creditors

The company has made an agreement or contract. To specify conditions Completely before the actual operation And the company has complied with that agreement or contract Strictly

3.5 Business competitors

The company has competed honestly and transparently. By using advantages in the management system And effective management Bid for various projects

3.6 Employees

The company considers employees to be valuable resources and is the key to the organization's success. The company treats employees in accordance with good corporate governance principles. By respecting human dignity Human rights ethics And allowing employees to show their potential To advance and create stability in the career of the company Therefore aiming to promote training and knowledge development Thoroughly capable staff Including the employees to participate in determining the direction of operation and development of the company Giving fair compensation Suitable for knowledge, capability, responsibility And the performance of each employee As well as looking after the work environment With regard to safety for life, health and property of employees In addition, the company has organized a new staff event To promote quality of life And better living conditions For example ‹Provide funds Provident fund Retirement pension for employees Annual health check, etc.

3.7 Society and Environment

The company has a clear environmental policy. And considered as a strict practice By complying with various environmental laws and standards Organize an internal system to eliminate environmental problems in a systematic and efficient manner. Ready to improve and develop further.

The Executive Chairman has considered the reduction of resources usage. Reducing the use of paper in photocopying is reducing the environmental impact All of which are beneficial to the business in providing more efficient services And also reducing costs Which will lead to higher profits And increased competitiveness.

3.8 Anti-Corruption

The company has an ideology of conducting business with integrity. By adhering to social responsibility and all groups of stakeholders in accordance with good corporate governance And the company's code of ethics As well as policies and guidelines for various groups of stakeholders of the company to ensure that the company Have a policy to define responsibility Appropriate practices and requirements To prevent corruption in all business activities of the company And to make business decisions and operations that may be at risk of corruption are considered And perform it thoroughly The company has therefore prepared "Guidelines Against Corruption" is written in In order to be a clear guideline for doing business And develop the organization to a sustainable organization.

The company has established an anti-corruption policy. To confirm the intention of conducting business in accordance with anti-corruption law Not accept any form of direct or indirect corruption Whether as a receiver or giver And clearly complying with the anti-corruption policy In order to be in compliance with the policy And regularly review the implementation of this anti-corruption policy. In which all directors, executives and employees Is responsible for complying with the anti-corruption policy in general.

In the year 2020, the company did not receive any complaints or clues. About corruption And operations that do not comply with relevant laws or regulations As well as violating business ethics in any way.

3.9 Non-violation of human rights

The company supports and respects the human rights of all stakeholders. By not doing anything that causes human rights violation Do not discriminate between gender, age, ethnicity, nationality or religion, and give employees the opportunity to gain training And receive benefits equally and fairly.

3.10 Non-infringement of intellectual property or copyright

The company has complied with the law regarding intellectual property. Without violating intellectual property or copyright Whether the design Using computer programs And other related matters The software that will be used within the company must be licensed and properly licensed as well as not allowing employees to install. Software piracy system.

3.11 Safety and sanitation in the workplace

In the year 2020, the company does not have any statistics of workplace accidents at all.

3.12 Stakeholder contact channels

For reporting clues or complaints regarding wrongdoing And recommendations. All stakeholder groups can use the mechanism to contact Information Company notification Including reporting clues or complaints about the offense. And suggestions Through various channels as follows

➢ **Send electronic mail or contact the operation supervisor**

Email: - matee@emc.co.th

Phone: 0 2615 6181

In the year 2020, the company does not have any disputes regarding the stakeholder.

4. Disclosure and Transparency

4.1 The Board of Directors is responsible for the company's financial statements. And financial information appearing in the annual report The said financial statements have been prepared in accordance with generally accepted accounting standards in Thailand. And use discretion Carefully and the best estimates for preparation Including sufficient information disclosure in the notes. Financial statements in order to create the confidence of stakeholders in the report of the financial statements of the company In the past, the Board of Directors Has appointed the audit committee Consisting of Independent directors who are qualified and fully meet the requirements of the SET. To be responsible for reviewing the financial reports and internal control systems of the company To ensure that the financial status Income and expenses And cash flow is realistic and reasonable Reviewing the compliance with the SET requirements Commitments with third parties and relevant laws By providing the accounting records that are accurate, complete, sufficient to maintain assets As well as preventing fraud and unusual actions by having a meeting with the accounting department The opinion of the audit committee has appeared in the report of the audit committee. And shown in the annual report.

4.2 The Board of Directors attaches importance to the complete disclosure of information. Factual, reliable, consistent, transparent, and timely, both for financial and non-financial information that affects the decision-making process of Shareholders, investors, and related parties are informed equally, which the Board of Directors recognizes. And always adhere to this. The company has disseminated information and news Annual information disclosure form Annual report For the shareholders Investors and related parties have been informed Through the dissemination of information of the Stock Exchange of Thailand and the company's Web site. In the past year, the company has never been approved by the SEC. Or the stock market Proceeded because the disclosure did not comply with the requirements.

4.3 The company's auditor, with the audit committee considering the qualifications of the auditor, taking into account the independence, appropriateness Responsibility Including the absence of

relationships or interests or transactions that may cause conflicts of interest with the company, executives, major shareholders Or those involved with the said person And is an auditor that has been approved by the Office of the Securities and Exchange Commission In addition, the Audit Committee has determined the amount of audit fees in each year to be appropriate for the scope of the audit. The Audit Committee will present the qualified auditors together with the audit fees to the Board of Directors for consideration before submitting to the shareholders' meeting. To consider the appointment Auditor and determine audit fees at the annual general meeting of shareholders.

5. Board Responsibilities

The company has a policy requiring the board of directors to have a more strict role. To comply with good corporate governance standards In which the directors of the company have the following roles

5.1 Structure of the Board of Directors

(1) Components of the Board of Directors

The Board of Directors consists of 9 members (as of 31 December 2019) consisting of

- 1 non-executive director
- 4 independent directors
- 4 executive directors

Board of directors Consists of people with knowledge, ability, and expertise

Leadership, vision, morality, ethics and qualifications as required by law. With at least 1 non-executive director having experience in the business in which the company operates And has independent directors according to the announcement of the Office of the Securities and Exchange Commission Every director of the company has intention to perform duties as a director of the company which is trusted by the board of directors and shareholders. There is freedom to express opinions. Consider and approve various matters. With due regard to the best interests of the company.

The company has 4 independent directors in accordance with the requirements of the Securities and Exchange Commission of Thailand. Which stipulates that a listed company must have independent directors at least 1 in 3 of the entire board of the company The board of directors must comprise not less than 4 members. Qualifications of directors must be natural persons and.

1. legal age

2. Not being a bankrupt incompetent person Or incompetent person

3. Never been imprisoned By the final judgment to imprisonment for an offense relating to property committed in dishonesty.

4. Never be punished, dismissed or discharged from government service or government organization or organization for corruption Per duty

(2) Nomination and appointment of directors and top management

Method of selection and selection of persons to be appointed as company directors and independent directors

Process for the selection of directors

The Nomination and Compensation Committee is responsible for the recruitment of knowledgeable and talented people. Have qualifications and experience as required by the company Having enough time to perform duties for the company. And present to the Board of Directors / the shareholders' meeting for approval as follows:

1. One shareholder has votes equal to the number of shares he holds.

2. Each shareholder may use all their votes according to 1. To elect one or more persons to be a director. But cannot divide the votes to any person at any amount

3. The persons receiving the most votes, in descending order, shall be elected as directors equal to the number of directors required or to be elected at that time. In the event that persons receiving votes in respective orders receive equal votes which exceed the number of directors required or to be elected at that time The chairman of the meeting shall have the casting vote.

4. In every annual general meeting of shareholders To dismiss the directors one-third of the number of directors at that time If the number of directors cannot be divided directly into three parts Shall be issued by the number nearest to one-third The outgoing directors may be re-elected. Directors who must retire in the first or second year after the registration of the company In the next year, the directors who are in the longest positions shall retire.

5. The meeting of shareholders may pass a resolution to dismiss any committee members before the expiration of the term With a vote of not less than three-fourths of the number of shareholders present and having the right to vote And having shares counted together Not less than half of the number of shares held by shareholders attending the meeting and having voting rights

Qualifications of Independent Directors

The Nomination and Remuneration Committee is responsible for the selection of qualified and independent individuals as specified by the Board of Directors and in accordance with the rules of the Capital Market Supervisory Board as follows:

1. Holding no more than 1 percent of the total shares with voting rights of the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of the company, including the shareholding of related persons of that independent director.

2. Not being or used to be a director with participation in management, staff, staff, or advisor who receives a regular salary Or the controlling person of the company, parent company, subsidiary company, associated company, same-level subsidiary company Major shareholder Or those with control of the company Except for the case that such a director has passed from no less than 2 years prior to the day on which he or she is appointed as an independent director. Or an advisor to a government organization that is a major shareholder Or the controlling person of the company.

3. Not being a person who has a blood relationship Or by legal registration In the form of parents, spouses, siblings, and children, including spouses of children of executives of major shareholders Regulator Or the person who will be nominated as the executive or controlling person of the company Or subsidiary.

4. Does not have or has ever had a business relationship with a value of 3% of the company's net tangible assets or 20 million baht or more Whichever is lower, with the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of the company In a way that may obstruct his independent judgment, including not being or having been a significant shareholder Or the controlling person of the person having a business relationship with the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of the company Except that having passed the aforementioned position for not less than 2 years before the date of appointment as an independent director.

(Business relations Means a transaction that is normally done for a business Rental or rental of real estate Transactions relating to assets or services Or giving or receiving financial assistance By accepting or lending loans and guarantees of assets as collateral for liabilities Including other similar circumstances Resulting in a company or contract party having an obligation However, the calculation of the said debt burden shall be in accordance with the calculation method for the value of the connected transaction under the Notification of the Capital Market Supervisory Board regarding the rules for connected transactions).

5. Not being or having been an auditor of the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of the company And not being a significant shareholder Regulator Or a partner of the audit firm Which have auditors of the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of

the company under Except that having passed the aforementioned position for not less than 2 years before the date of appointment as an independent director.

6. Not being or having been a professional service provider of any kind Which includes providing services as legal advisors or financial advisors Which receives service fees in excess of 2 million baht per year from the company, parent company, subsidiary company, associated company, major shareholder Or the controlling person of the company And not being a significant shareholder Regulator Or a partner of that professional service provider Except that having passed the aforementioned position for not less than 2 years before the date of appointment as an independent director.

7. Not being a director appointed to be a representative of the company's director Major shareholder Or shareholders who are related to a major shareholder.

8. Do not operate in a business of the same nature and in significant competition with the business of the company Or subsidiary Or not a significant partner in a partnership Or being a director that participates in the management of employees, staff, consultants who receive a regular salary Or holding shares exceeding 1 percent of the total voting shares of other companies Which operates in the same business and in significant competition with the business of the company or subsidiary.

9. Not having any characteristics which make him incapable of expressing independent opinions with regard to the company's business affairs.

After being appointed as an independent director with the characteristics as in 1 to 9, the independent director.

May be assigned by the board of directors To decide on the business operations of the company, parent company, subsidiary company, associated company, same-level subsidiary company Major shareholder or controlling person of the company By having a collective decision.

(3) Number of companies in which a director holds a position

The company has disclosed the positions of each director in other companies under the heading of "Personal data of company directors and executives" at present The Board of Directors has no more than 5 board members of listed companies.

(4) Integration or separation of positions

Chairman of the Board And the Executive Chairman are the same person, but the company has set the roles Authority and responsibility According to the various committee charter There are clearly specified the authority, duties and responsibilities of the directors. There are 1 in 3 independent directors of the Board of Directors which are independent experts to help check the balance. And in the board meetings, the directors are able to perform duties independently In the event that the matter is considered

to have a stakeholder as the CEO, the Chairman will not attend the meeting on that matter. And other committee members to act as the chairman of the meeting temporarily

(5) Company secretary

The Board of Directors has appointed that Lieutenant Methi Itthiriwichai, who has the appropriate qualifications and experience, to be the company secretary. By having the roles and responsibilities as specified by the company (Details are in the topic of "Management structure on company secretaries")

5.2 Sub-committee

The Board of Directors has appointed 4 sub-committees, namely the Audit Committee, the Nomination and Remuneration Committee Board of directors And the Risk Management Committee.

In order to give shareholders confidence in the company's operations. That there is transparent operations There are moderators Review and advise carefully The Board of Directors has appointed a sub-committee. To perform the said duties and report the results to the Board of Directors The sub-committee currently consists of Board of directors Audit Committee Nomination and Remuneration Committee And the Risk Management and Anti-Corruption Committee The scope of power, duties and responsibilities of each committee are independent. To help in overseeing the company's business Every chairman of the board of directors is responsible for overseeing operations in accordance with the policies of the Board of Directors. And report the performance to the board of directors' meeting.

Scope of duties of each sub-committee

Scope of duties and responsibilities of the Executive Committee

1. Operate and manage the business of the company in accordance with the objectives, regulations, policies, rules, regulations, orders and resolutions of the board of directors 'meeting and / or the shareholders' meeting of the company.

2. Considering determining the policy, direction and strategy, the business operation plan and annual budget of the company Human resource management Information technology investment, public relations expansion And control and supervise the operation of the appointed working group to achieve its goals in order to propose to the meeting of the Board of Directors for approval.

3. Consider the annual budget allocation as proposed by the management. Before proposing to the Board of Directors for consideration and approval This includes the consideration and approval of changes and additions to the annual budget during the absence of the Board of Directors' meetings but within the scope of the authority approved by the Board of Directors. And present to the board of directors To be informed in the next meeting.

4. Consider and approve And / or approve the transaction relating to investment Financial management General administration Procurement and procurement And any other items relating to the company's business Within the scope of authority approved by the board of directors.

5. Consider and approve important investment expenditures as specified in the annual budget as assigned by the Board of Directors. Or as the Board of Directors has approved in principle.

6. To make recommendations for business expansion and joint ventures with other parties within the scope of authority approved by the Board of Directors and presented to the Board of Directors. For approval / acknowledgment in the next meeting.

7. is a group of management consultants regarding financial policies, marketing, personnel management And other operations.

8. Consider the company's profits and losses. Proposal of interim dividends or annual dividends To propose to the board of directors for approval.

9. The Executive Board may delegate the power to one or many directors or other persons. Operating one Under the control of the executive board Or may authorize the said person Having the authority as the Executive Committee deems appropriate And within the period that the Executive Committee deems appropriate The Executive Committee may cancel, withdraw, change or amend the authorized persons. Or the authorization as it thinks fit.

The authority of the Executive Committee And / or delegation Must not be the approval of connected transactions Or any items that may have a conflict of interest Or any items that the Executive Committee Or persons who may have conflicts of interest with the Executive Committee Or any other benefits which conflict with the company Or subsidiary In accordance with the regulations of the Stock Exchange of Thailand And / or announcements of the Office of the Securities and Exchange Commission The approval of such transactions must be proposed to the Board of Directors 'meeting and / or the shareholders' meeting. To consider and approve the said transaction in accordance with the regulations of the company or relevant laws.

Duties and responsibilities of the Executive Committee

1. Propose goals, policies, work plans and annual budgets to the Board of Directors

2. Responsible for managing the business of the company in accordance with the directions, goals, business policies of the company.

3. Responsible for increasing the company's competitiveness And encourage continuous innovation.

4. Responsible for the company's operations in accordance with the law, objectives, regulations of the company. Shareholders meeting's resolution Board of Directors resolution As well as relevant regulations.

5. The executive committee may share the responsibilities Which must report the progress of the business that he supervises to the executive board meeting to know.

6. Ensure the preparation of financial reports. For the auditor to audit And / or reviewed Before proposing to the audit committee And the Board of Directors respectively.

7. Consider the issues proposed to the Board of Directors for approval or approval.

8. Improve and amend the Executive Committee Charter. And present to the Board of Directors for approval.

9. Perform other duties as assigned by the Board of Directors.

Scope of duties and responsibilities of the audit committee

1. Considering the disclosure of connected transactions and possible conflicts of interest. To ensure that the company has complied with the rules And the regulations of the stock exchange Strictly And the said transaction is reasonable and is of the maximum benefit to the company.

2. Considering the financial statements of each quarter And the annual financial statements which have been reviewed and audited by the auditor together with the auditor and the management before disclosing information to the Stock Exchange of Thailand. And general public Reviewing the financial statements to ensure the accuracy of financial information to be complete. Reliable and transparent In accordance with accounting standards Including related laws and regulations.

3. Review the company to have an internal control system. And internal audit systems And consider the independence of the internal audit department As well as granting approval for consideration, appointment, transfer Termination of the chief of the internal audit department or any other department responsible for the internal audit Including reviewing the company's risk management system.

4. Review the internal audit report regarding the operations of the company. As planned For various departments Have better internal control systems Which will result in efficient and effective work.

5. Review to ensure that the company complies with the securities and exchange laws. SET requirements And laws related to the company.

6. Consider, select, nominate, nominate and compensate. And evaluate the work of the company's auditors Including attending meetings with the auditor without the attendance of the management At least 1 time per year.

7. Prepare the corporate governance report of the audit committee. By disclosing in the company's annual report The report must be signed by the chairman of the audit committee. And must contain at least the information specified by the Stock Exchange of Thailand as follows.

- Comments on the accuracy, completeness, and credibility of the company's financial reports
- Comments on the sufficiency of the internal control system of the company
- Comments on compliance with the Securities and Exchange Act SET requirements Or laws related to the company's business
- Comments regarding the suitability of the auditor
- Comments on transactions that may have conflicts of interest
- Number of the audit committee meetings And attendance of each member of the audit committee
- Overall comments or observations Which the Audit Committee has received from performing duties under the charter
- Other transactions that shareholders and general investors should know Within the scope of duties and responsibilities assigned by the Board of Directors

8. Perform other duties as assigned by the Board of Directors with the approval of the audit committee.

Duties and responsibilities of the audit committee

1. Review to ensure that the company has accurate and sufficient financial reporting. By reviewing important accounting policies of the company Including disclosure of information in accordance with financial reporting standards.

2. Review that the company has internal control, risk management And an appropriate and effective internal audit system

3. Review the compliance with the anti-corruption policy of the company.

4. Consider the independence of the internal audit department. As well as giving approval to the evaluation, appointment, transfer, and termination of the head of the internal audit department Or any other department responsible for internal auditing Including supervising the position of head of internal audit Have educational experience Development of training that is appropriate to the duties

5. Consider and approve the charter of the internal audit department.

6. Consider and approve the audit plan. And monitor the implementation of the plans of the internal audit department.

7. Review the company to comply with the law on securities and stock exchange. Regulations of the Stock Exchange of Thailand And laws related to the company's business.

8. Consider, select, nominate and terminate the independence of To act as the company's auditor and propose the remuneration of the said person To obtain approval from the shareholders' meeting including.

Attend a meeting with the auditor Without the management team attending the meeting at least once a year.

9. Consider the connected transaction or the transaction that may have conflict of interest. To be in accordance with the laws and regulations of the Stock Exchange of Thailand. And the announcement of the Capital Market Supervisory Board This is to ensure that the said transaction is reasonable. And is in the best interest of the company.

10. Prepare a report of the audit committee By disclosing in the company's annual report The report must be signed by the chairman of the audit committee. And must contain at least the following information.

(A) An opinion on the accuracy, completeness, and credibility of the company's financial reports.

(B) Comments on the sufficiency of the internal control system Risk Management and Corruption of the Company.

(C) Comments on compliance with the securities and exchange laws Regulations of the Stock Exchange of Thailand Or laws related to the company's business.

(D) Comments regarding the suitability of the auditor. And the head of the internal audit department.

(E) Comments on transactions that may have conflicts of interest.

(F) The number of the audit committee meetings And attendance of each member of the audit committee.

(G) Overall opinion or observation that the audit committee has received from performing duties under the charter.

(H) other transactions that shareholders and general investors should know Within the scope of duties and responsibilities assigned by the Board of Directors.

11. In performing the duties of the audit committee If found or suspect that any of the following items or actions may have a significant impact on the company's financial position and results of operations.

The Audit Committee shall report to the Board of Directors. In order to make improvements within the time that the Audit Committee deems appropriate

(A) Transactions which cause conflicts of interest

(B) Corruption Or there is something wrong Or there are significant defects in the internal control system.

(C) Violations of laws governing securities and exchange Regulations of the Stock Exchange of Thailand.

Thailand or laws related to the company's business If the board of directors Or executive If any action is not taken within the stipulated time frame, any member of the audit committee may report such transactions or actions to the Office of the Securities and Exchange Commission. Or the Stock Exchange of Thailand.

12. Support and monitor the company to have an effective risk management system

13. Ensure that the company There are channels to receive clues and complaints. Regarding inappropriate financial statements Corruption Or other issues With a preventive process And confidentiality of the whistleblower Including an independent investigation process And have proper tracking actions.

14. Ensure that the company has a management system with good corporate governance principles.

15. Review, update and amend the audit committee charter annually And present to the Board of Directors for approval.

16. Arrange self-assessment at least 1 time per year.

17. Perform other duties as assigned by the Board of Directors. With the approval of the audit committee by virtue of the regulations of the company and the law.

Scope of duties and responsibilities of the Nomination and Remuneration Committee

1. Considering, selecting, evaluating and selecting suitable persons to be appointed as the company's directors.

2. Consider the persons to be appointed as directors As proposed by the shareholders of the company.

3. Consider proposing the person to be a director of the company. In order for the Board of Directors to consider and propose for approval to the shareholders' meeting or the Board of Directors to approve the appointment of the new director in place of the vacant position.

4. Reviewing the qualifications of independent directors and proposing any changes in approval To the board of directors.

5. Consider and review the structure of the company's payroll system. As well as suggesting methods and methods Compensation for the Board of Directors And various committees Appointed by the Board of Directors.

6. Propose compensation policy for management. In accordance with the company's performance and the management's performance.

7. Consider the salary increase budget. Changing wages and compensation Annual award of executive officers Before proposing to the board of directors.

Duties and responsibilities. Recruitment. Compensation.

1. Considering the selection of qualified persons to be appointed as the Company's directors.

2. Check the history and various information Of the selected persons With consideration to knowledge Experience ability Expertise from a variety of professions Have suitable qualifications In accordance with the regulations of the company And related laws.

3. Prepare comments or suggestions For consideration.

4. Nominate the selected persons to the Board of Directors for consideration.

5. Update and amend the charter of the Nomination and Remuneration Committee And present to the Board of Directors for approval.

6. Other operations As assigned by the Board of Directors.

7. Evaluation of the performance of the Board of Directors in each year ,

8. Consider fixing the compensation limit for directors. By considering the company's performance, compensation limit approved by the shareholders' meeting And the amount of compensation paid in the previous year for submission to the Board of Directors for consideration And present to the shareholders' meeting for approval.

9. Consider allocating compensation to the company's directors. Based on the performance Authority and amount of responsibility Within the amount approved by the shareholders and presented to the board of directors for approval.

10. Consider allocating remuneration to various sub-committees. (Which is not a director of the company) by considering the performance, authority and amount of responsibility and present to Board of Directors for approval.

11. Improve and amend the Nomination and Compensation Committee Charter And present to the board of directors For approval.

12. Other operations As assigned by the Board of Directors.

5.3 Roles and responsibilities of the Board of Directors

(1) Leadership and vision

The Board of Directors consists of persons with knowledge, ability and experience that are beneficial to the company, leadership and independence in decision making. Including supervising the business of the company to be in accordance with the objectives and objectives set To maximize benefits for the company and shareholders. The board of directors It defines the vision, mission and is responsible for determining the direction, goal. Company business policy Including approving company strategy, plans, and annual budget Offered by management Which has followed up the operations of the management And overseeing the implementation of the company's strategy The management has reported to the Executive Committee meeting And the Board of Directors acknowledges on a monthly basis Each meeting of the faculty will specify the agenda to acknowledge the company's performance.

(2) Conflict of interest of the Board of Directors

Paying attention to the care of conflicts of interest or connected transactions with prudence, fairness, and transparent procedures for approving transactions. The policy regarding conflicts of interest has been established as part of the good corporate governance policy. As for the ethics of the business of the company, when the company has a connected transaction Has stipulated that directors with vested interests do not have voting rights and must disclose complete information in accordance with the regulations of the Securities and Exchange Commission. The transaction has been disclosed in both Thai and English through the news channels of the Stock Exchange of Thailand. And the company's website. In addition, the company has disclosed such information in the topic of connected transactions In the annual report And the annual registration statement (Form 56-1) of the company.

(3) Internal control systems and risk management

Board of directors Aware of the importance of having a operational control system Financial reporting And in compliance with the rules and regulations of the company The internal audit department is responsible for examining, evaluating and monitoring the performance of the said system. As well as giving advice to ensure that Proceeded according to the specified guidelines effectively The audit results are reported to the Executive Committee and the Audit Committee in 2020. The company's Internal Audit Department Brought the examination results to a meeting with the relevant management To improve Exchange ideas And the audit report to the Executive Committee and the Audit Committee. In addition, meeting with the authorized auditor To know the financial reports regarding the review of quarterly financial statements And the results of the annual financial statement audit of the company And from

evaluating the internal control system And the company's risk management system In summary, the company has prepared the financial statements correctly. Internal control system that is appropriate and sufficient.

(4) Risk management

Board of directors Give importance to risk management that affects the organization's goals. The risk management process is systematic and in line with the company's policy. The Board of Directors has appointed the Risk Management and Anti-Corruption Committee. To oversee the effective risk management With a risk assessment And monitor risk management plans, as well as report to the Board of Directors.

5.4 Term of Directorship

Company director Has a tenure in accordance with the Articles of Association of the company And after the expiration of the term, he or she may be re-elected to continue his office. The age of the directors has not been determined. The number of companies in which each director holds a position, and the number of consecutive terms that he or she can hold Due to the company Believe that the business competence and expertise of each director does not depend on the age of the directors Or the number of companies in which each director holds a position

5.5 Number of companies in which the directors are appointed

The company has disclosed the names of directors, profiles, shareholding experience, and position of each director in other companies in Attachment 1 of Form 56-1 and in the annual report. Currently, the company has no directors. Who are in the position of directors of more than 5 listed companies, all of whom have fully devoted their time to perform duties for the company By regularly attending meetings And always benefit the company.

5.6 Board meetings

Board of directors Giving importance to meeting attendance and considered as a duty To acknowledge and participate.

Decides on the operations of the company. Meetings are scheduled in advance throughout the year. Which held every month The company secretary will send a meeting invitation letter. Along with the agenda Previous meeting minutes And supporting documents for the meeting of the Board of Directors on To consider at least 5 working days in advance, the Board of Directors can propose additional matters on the meeting agenda. The secretary of the company will prepare the minutes of the meeting and keep the minutes of the meeting that have been approved by the board of directors and can be examined by the board of directors and related parties for consideration. Chairman of the Board Which acted as the

chairman of the meeting, allowing the directors and executives to express their opinions freely at the end of the meeting. The company secretary is responsible for preparing the meeting minutes. And to send to the Chairman of the Board to consider, sign and certify the accuracy by proposing to the meeting for approval in the first agenda of the next meeting. In this regard, the Board of Directors can express opinions and request amendments to the minutes to be as accurate as possible. The meeting has approved. Will be stored systematically at the company office And stored in electronic documents together with attachments for various meeting agendas. For the convenience of searching references

5.7 Board Self Assessment

Self-assessment of the Board of Directors The company has set a self-assessment of the board of directors on an annual basis. Which is the opinion of each director of the Board of Directors on the overall performance of the entire Board of Directors In order to use as a framework to improve the performance of duties of the Board of Directors in the year 2019. The overall evaluation was in the "good" level with an average score of 81.45 percent.

5.8 Directors and management remuneration

- Directors' remuneration

Nomination and Remuneration Committee There is a compensation consideration process in which the Board of Directors will jointly determine the compensation limit. And present to the shareholders' meeting for approval based on the Company's operating results The amount of compensation approved by the shareholders' meeting And the amount of compensation paid in the past year Which the remuneration will be paid as a meeting allowance when attending the board meeting And the annual compensation will be paid to all directors The committee members who are members of the sub-committee will receive remuneration for their duties as well as receive meeting allowances when attending the meeting. In this regard, the 2019 Annual General Meeting of Shareholders held on April 29, 2019 has approved the remuneration of directors in the amount not exceeding 4 million baht per year and paid in the total amount of 2,370,000 baht.

Auditor's remuneration

Year	Name of auditor	Auditor Authorized company number	
2018	Miss Yupin Chuanchai	8622	SP Audit Company Limited
2019	Mrs. Suwimol Krittayakian	2982	DIA International Auditing Company Limited
2020	Mrs. Suwimol Krittayakian	2982	DIA International Auditing Company Limited

Summary of the auditor's inspection report for the past year

Year 2018 The auditor has unqualified opinions on the consolidated financial statements of the company. Subsidiaries and joint ventures And the separate financial statements of the company

Year 2019 The auditor has unqualified opinions on the consolidated financial statements of the company. Subsidiaries and joint ventures And the separate financial statements of the company

Year 2020 The auditor has unqualified opinions on the consolidated financial statements of the company. Subsidiaries and joint ventures And the separate financial statements of the company

Audit Fee

EMC Group paid the audit fee for the year 2020 in the amount of 4.945 million baht.

Non-Audit Fee (if any)

-None-

Corporate Social Responsibility

EMC Public Co., Ltd is strongly committed to operating its business with responsibility. The company's corporate social responsibility (CSR) programs recognize the significance of supporting activities for local communities and the environment surrounding. By doing so, the principle of transparent operations, ethical practices, respect to human rights and the protection of benefits of interested persons such as shareholders, employees, community in which the company is carrying the business, clients, counter party, public sector, society and the country shall be employed.

The company is determined to develop its business ethically and in compliance with law, regulations and rules including related universal guidelines to build a foundation of constant and sustainable responsibility. The commitments to social responsibilities are detailed as follow;

1. Corporate Governance : The company aims to become a good model of construction with credibility for investors and interested persons so as to enhance the value and promote the sustainable growth of the organization. To accomplish the goal and maintain the best in morality which is a valuable basis of leading organization, its management shall be complied with universal good corporate governance apart from being beneficial to Thai society. In order to achieve the goal and maintain excellence in virtue, which is the fundamental value of leading organizations by placing the following principles :

- Business operation policy
- Equitable right and fair treatment of shareholders
- Stakeholder treatment policy
- Internal control, enterprise risk management and business ethics
- Conflict of Interest prevention
- Disclosure of information and Transparency
- Structure and responsibilities of the Board of Directors

2. Respect of Human Rights : The company places importance towards fundamental human rights by supporting the respect of rights and freedoms with equality and will not tolerate discrimination of race, age and gender. It's also against the use of child labor and any form of corruptions.

In order to ensure respect for human rights effectively, the company has created knowledge on human rights and cultivated consciousness for the company's personnel. Follow human rights principles.

3. Fair Employee Treatment : The company has supervised the wages to be at the level that is suitable for the Thai industry. Structural changes and organizing that organization will take responsibility which is under the framework of Thai law and in compliance with the law, the company has established a provident fund to create security for employees

1. To respect the rights of employees under the principles of the human rights and in compliance with labor laws
2. To provide recruiting process, fair employment conditions, and compensation determination, as well as to consider performance achievement under fair performance appraisal process
3. To provide a regular assessment in respect of compliance of the policies set forth
4. To provide welfare facilities for employees as required by laws such as social security, others welfare facilities apart from the laws such as health insurance, accident insurance, including allowances for children's scholarships, funeral allowance, etc.
5. To ensure that the employees work in safe and healthy workplaces under measures provided to prevent accidents and encourage safety awareness among employees, by this means, trainings are provided to promote good hygiene of employees and workplaces to attain consistent safety.
6. To promote personnel development by providing trainings, seminars, professional development, potential development, as well as to build up positive attitude, morality, ethics and teamwork among its personnel

4. **Environmental Care :** The company has a clear and precise environmental policy and shall be conducted stringently according to the environmental laws and standards to systematically and competently eradicate environmental issues as well as steady improvement and development.

The Chairman of the Executive Committee has recognized the reduction of resource consumption such as to reduce papers used for copier as a measure of environmental impact reduction which overall results good aspects to the business with the capability to provide services more efficiently. In addition, this measure is a method of cost reduction which effects to the increase of profits and competitiveness of the Company.

5. **Adopt Good Business Ethics and Anti-Corruption :** The company intends to conduct its business with fairness, morality, legal compliance and social norms. The company shall remain politically impartial. The company has a strict policy in anti-corruption at work through stipulating business operation cautiously and concisely so as to reduce opportunities for corruption. Additionally, the topic of "honesty at work" has been persistently emphasized for its employees.

Guidelines for preventing involvement in corruption

The company has an ideology of conducting business with morality. By adhering to social responsibility and all stakeholders according to good corporate governance And the code of conduct of the company As well as policies and guidelines for stakeholders of various groups of the company to ensure that the company Have a policy to define responsibility Guidelines and requirements for appropriate actions To prevent corruption with every business activity of the company And in order to make business decisions and actions that may have a risk of corruption being considered And practice around The company has prepared "Anti-corruption guidelines" in writing To be a clear guideline for conducting business And develop the organization to a sustainable organization

Practice guidelines

1. The directors, management and employees of the Company, associated companies, and subsidiaries are prohibited to accept or support any form of corruptions, both direct and indirect, which covers all companies in this business line, including contractors or subcontractors involved. The implementation of the policy against corruption shall be reviewed regularly, and the guidelines shall be reviewed in compliance with the policy, procedures, prescriptions, rules and regulations, notifications, laws, and changes of business.

2. The Standard of Anti-Corruption is a part of the business operations and responsibilities of the Board of Directors, management, supervisor, and employees at all levels, including suppliers or subcontractors to share opinions and achieve the implementation of anti-corruption in line with the policies set forth.

3. The Company shall not engage in or support bribery in all forms and all activities under its supervision, including controlling, and donations to charity and political parties. For provision of any business gifts or activity support shall be transparent without intention to convince public or private official to conduct inappropriate operation.

4. The Company shall provide appropriate internal control regularly to prevent employees from improper performance.

5. The Company shall provide knowledge on anti-corruption to the Board of Directors, management, and employees to promote honesty, good faith, and responsibility in the operation of their responsible duties, with an aim to convey the commitment of the Company in this regards.

6. The Company shall provide a mechanism to report its financial status with transparency and accuracy.

7. The Company shall encourage diverse communication channels so that employees and concerned parties can identify clue suspicion by ensuring that the whistleblower shall be protected without punishment, unfair migration, or bullying in any way, thereby the appointment of persons who monitor all incoming notifications shall be made.

8. The Company is in the process to express its intention to participate with the private ally in Thailand to fight corruption.

Follow-up

The Company has the internal audit department who plays a significant role in monitoring and evaluating the implementation of policies related to anti-corruption functions. The Audit Committee is responsible for reviewing the adequacy of the internal controls of the organization to report to the Board of Directors who plays a significant role in reviewing the appropriateness of the policy including measures to develop the framework and guidelines on anti- corruption functions in order to build up confidence with all stakeholders

6. **Customers and Supplier Care :** The company emphasizes business operation with competence and ultimate safety to satisfy its customers apart from being sincere to manage customers' claims and attempting to solve any defects that may happen. Meanwhile the company has an anticipation to receive goods and services in the same manner from supplier's company and sub-contractors with longstanding relationships preserved with customers and suppliers.

7. Safety : The company has recognized and given priority to safety and sanitation of employees carrying the duty in the construction area, community around and people traveling nearby with the strictness to execute regulations and rules related to universal standard of safety and sanitation. Besides, the company has a policy to create public awareness in responsibility and risk protection for every employees to realize and take into mind all the time during carrying on in construction area.

- **Activities promoting relationship with neighboring community**

In addition to building strong relationships with neighboring communities, the Company also focuses on building networking and strong relationships with government agencies and organizations in neighboring areas as well, In the year 2018, the company has participated in CSR activities as follows:

Internal Control and Risk Management

In the Audit Committee Meeting No. 12/2020 on December 16, 2063, with Independent directors and members of the Audit Committee meeting together has given importance to the internal control system. There is a continuous management and follow-up system in order to prevent and reduce potential risks and have an Audit Committee to review and evaluate the internal control system together With an internal audit department reporting the results to the Audit Committee performed a review of the operation system in various departments of the company according to the annual audit plan. Approved by the Audit Committee which has the following objectives

- To promote reliability and accuracy of the information
- To comply with the Company policy, business plan, operation procedure and regulations
- To maintain security of the Company's assets
- To operate economically and efficiently
- To achieve the organization's objectives and goals of the operations or projects

With the internal control structure of the 5 compositions according to the standard of Committee of Sponsoring Organization of The Tread way Commission : Coso) the evaluation of internal control is summarized below;

1. Organization Control and Environment

- Having clear business policy and target as well as supervising the implementation to be progressing as plan
- Having the personnel performance indicators and quality manual which is the top-down guidance documents for the staff to follow
- Having the ISO 9001: 2008 and internal audit as a tool in supporting the management to be able to control operation effectively and efficiently as well as being useful in management decision
- Having regularly reviews on business targets and analysis of staff incentive scheme with reasonably by taking into account of shareholders' interests and maximum returns of the Company
- Having a provision to prohibit management and staffs to conduct themselves in manner that might cause a conflict of interests in the Company including the penalties
- The Company is formulating the code of conducts to use as a future guideline of all staffs and also adhere in moral commitment toward to trade partners, with due care for the works in hand, punctual payments and fair treatment for the trade partners.

2. **Risk management**

The Company has assessed the risk factors, both internal and external, that may pose material impact on its operations. Problems arising are addressed and analysis of the events to figure out the reasonable corrective and preventive measures to avoid any losses or control the degree of losses in the acceptable level. The Company has provided training to the relevant staff for them to be aware of and perform in accordance with the risk management measures set forth.

3. **Control Activity**

The Company has formulated policy, business plan, and operation procedure in achieving the organization goals. This requires the management and all staffs to strictly commit and perform. The scope of authority and approval limits of executives of each level has set out clearly, including the measures to monitor and control the operation being in compliance with rules and regulations of SEC and SET.

4. **Information and communication**

The Company has made available key information that is adequate, accurate and updated to support the decision making and allow for efficient internal control. The Executive Committee will monitor the operations of the management, with meetings held monthly. Whereas the management will arrange a weekly meeting to take consideration on all relevant information, covering such areas as administration, technical information, finance, accounting, and law, etc.

5. **Monitoring and evaluation**

The Company has set out business targets to achieve, which the Board of Directors will regularly monitor and supervise the operation, review and compare the performance of the management with the targets. The Company will ensure that there is an examination of implementation under the internal control system on a regular basis, the results of which reported directly to the Board of Directors or the Audit Committee. It also has a policy for the management to report to the Board of Directors in case of any events that are or may be regarded as misconduct, violation of the laws and/or any irregularities that may materially affect the reputation and the financial status of the Company.

Risk management

The company's Risk Management Committees shall impose the policy and risk management procedures to be performed by managing department. Managing department shall be of responsibility for stipulation and designing the work system including specifying risk factors. Such planning with risk factors taken into account shall assist managing department to invent the supervising system to control risks to be of acceptable level for the company. The details of risk factors have been already specified.

Risk Management Committee emphasized on the follow-up of debts and trouble projects as an important issue by setting a scheduled meeting for debt management and follow-up once a week.

Head of the internal audit and Head of the Compliance of the Company

1. Internal audit is a crucial part of internal supervising system. The audit committees appoint Mr. Thitapakorn Prasartvachirakul to be internal audit Assistant manager. Mr. Thitapakorn Prasartvachirakul has given internal audit policy in accordance with standard of The Institute of Internal Auditors to assure the value increase and the improvement of the operational system of organization to be of competence. The report of result shall also be fully undertaken. The regulations associated with the company's business shall be conducted strictly.

According to Audit Committees Charter, audit committees are empowered to approve, appoint, discharge and translocate the internal audit manager by considering his/her qualification to conduct his/her duty appropriately and competently.

2. The Compliance Department of the Company at present appoints Mr. Matee Ittirivichai as the Compliance Manager directly reporting to the Board of Directors.

Connected Transactions

1. Connected Transactions between the company the company and persons who may have conflicts of interest

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
1. BR Construction Co., Ltd.	Subsidiaries	1. Account Receivable	Accounts receivable occurred from the outstanding construction services at the end of the accounting period.	139,119	139,119	139,119
		2. Other Current Receivable	The transaction occurred from the construction advance payment and charged on the actual price.	4,600	4,600	4,600
		3. Current Contract Assets	Unbilled income occurred from the construction project.	308	308	308
		4. Other Current Liabilities	Suspense output tax occurred from Accounts receivable.	9,101	9,101	9,101
		5. Short term Loan	The transaction occured from loan of subsidiaries operation.	95,707	94,707	93,207
		6. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 6.50-7.50% per year.	23,108	20,502	18,020
		7. Finance Income	The company charges interest on short-term loans at the rate 6.50-7.50% per year.	2,656	2,482	2,674

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
2. Rich Man Property Co ., Ltd.	Subsidiaries	1. Other Current Receivable	The transaction occurred from the other service which provided to subsidiaries.	11,139	8,314	2,129
		2.Accrued Income	The transaction occured from revenue from project consultant.	12	12	12
		3. Short term Loan	The transaction occured from loan of subsidiaries operation.	465,046	466,846	465,846
		4. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	145,998	89,748	80,651
		5. Income from project consultant.	The transaction occurred from the project consultanat service by reasonable and fair pricing and no difference with customers.	1,186	3,558	-
		6. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	56,250	9,097	34,874

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
3. North Property Company Limited	Subsidiaries	1. Other Current Receivable	The transaction occurred from the other service which provided to subsidiaries.	810	639	247
		2. Advance Payment	The transaction occurred from expenses paid on behalf of subsidiaries	-	15	-
		3. Short term Loan	The transaction occured from loan of subsidiaries operation.	51,104	51,104	51,104
		4. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	20,115	13,951	12,953
		5. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	6,164	998	3,770
4. Sajja Bangsaen Condominium Co.,Ltd.	Subsidiaries	1. Other Current Receivable	The transaction occurred from the other service which provided to subsidiaries.	1,227	1,049	603
		2. Short term Loan	The transaction occured from loan of subsidiaries operation.	47,914	47,614	47,614
		3. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	17,863	12,119	11,190
		4. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	5,747	929	3,505

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
5. Siam Bangkok Development Co.,Ltd.	Subsidiaries	1. Other Current Receivable	The transaction occurred from the other service which provided to subsidiaries.	1,102	1,381	-
		2.Accrued Income	The transaction occured from revenue from project consultant.	984	1,304	492
		3. Short term Loan	The transaction occured from loan of subsidiaries operation.	24,500	18,500	37,400
		4. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	2,785	2,002	2,927
		5. Income from project consultant.	The transaction occurred from the project consultanat service by reasonable and fair pricing and no difference with customers.	3,180	5,160	5,160
		6. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	1,183	1,846	3,012
		7.Other Income	The transaction occurred Wages for working on a project for a subsidiaries by reasonable and fair pricing and no difference with customers.	721	724	-
6. Imperial Land Co., Ltd.	Subsidiaries	1. Other Current Receivable	The transaction occurred from the other service which provided to subsidiaries.	18,103	15,748	9,820
		2.Accrued Income	The transaction occured from revenue from project consultant.	594	19	15
		3. Short term Loan	The transaction occured from loan of subsidiaries operation.	219,000	218,000	205,000
		4. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	54,638	40,456	26,025
		5. Other Current Liabilities	Suspense output tax occurred from Accounts receivable.	347	-	-

		6. Income from project consultant.	The transaction occurred from the project consultanat service by reasonable and fair pricing and no difference with customers.	1,923	5,540	6,119
		7. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	14,182	15,431	14,392
		8.Other Income	The transaction occurred Wages for working on a project for a subsidiaries by reasonable and fair pricing and no difference with customers.	575	4	-

(Unit : thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
7.Sanken-EMC Co.,Ltd.	Associated Company	1. Short term Loan	The transaction occured from loan of subsidiaries operation.	4,900	4,600	2,500
		2. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	669	366	95
		3.Retention Payable	The transcation occurred from the materials construction purchasing and services and deducted retention.	10,128	10,128	4,820
		4. Account payable	Accounts payable occurred fron the outstanding material purchasing and construction services at the end of the accounting period.	-	-	8,992
		5. Finance Income	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	303	271	188
		6. Construction Cost	The transcation occurred from the material cost by reasonable and fair pricing and no difference with customers.	-	97,290	133,621

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
8.Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	Joint Arrangement.	1. Other Current Receivable	The transaction occurred from the outstanding services at the end of the accounting period.	3,902	2,438	-
		2. Short term Loan	The transaction occured from loan of subsidiaries operation.	-	-	3,814
		3. Accrued Interest Receivable	The company charges interest on short-term loans at the rate 5.50-7.50% per year.	-	-	5
		4. Finance Income	The company charges interest on short-term loans at the rate 7.50% per year.	-	76	5
		5. Income from project consultant.	The transaction occurred from the project consultanat service by reasonable and fair pricing and no difference with customers.	1,025	2,230	-
9. UA Withya Public Company Limited.	Related party as co-shareholder.	1. Other Current Receivable	The transaction occurred from the outstanding services at the end of the accounting period.	61	61	61
		2. Account payable	Accounts payable occurred from the material purchasing and construction services.	709	4,888	16,299
		3.Retention Payable	The transcation occurred from the materials construction purchasing and services and deducted retention.	2,596	1,778	1,050
		4. Accrued Interest Payable	The company charges interest on short-term loans at the rate 6.25% per year.	3,554	3,554	3,554
		5.Other Income.	The transcation occurred from the materials construction purchasing and services.	-	-	2,130
		6. Construction Cost	The transcation occurred from the material cost by reasonable and fair pricing and no difference with customers.	12,944	27,249	28,932

		7. Finance Costs	The company charges interest on short-term loans at the rate 6.25% per year.	-	-	524

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
10. Mr.Voravit Leenabanchong	Directors	1. Short Term Loan	The transaction occurred on borrowing money for Company project expenditures.	-	32,500	50,000
		2. Accrued Interest Payable	The company charges interest on short-term loans at the rate 6.00% per year.	-	28	1,356
		3. Finance Cost	The company charges interest on short-term loans at the rate 6.00% per year..	1,480	2,450	2,852

(Unit : Thousand Baht)

Possible of Conflict of Interest	Relationship	Description of Transaction	Necessity and rationality of the transaction	Transaction Value		
				As of Dec 31,2020	As of Dec 31,2019	As of Dec 31,2018
11. Mr.Chanachai Leenabanchong	Directors	1. Short Term Loan	The transaction occurred on borrowing money for Company project expenditures.	-	-	40,000
		2. Accrued Interest Payable	The company charges interest on short-term loans at the rate 6.00% per year.	-	-	1,136
		3. Finance Cost	The company charges interest on short-term loans at the rate 6.00% per year..	1,671	2,632	-
12. Mr.Chinchai Leenabanchong	Shareholder	1. Short Term Loan	The transaction occurred on borrowing money for Company project expenditures.	-	-	5,000
		2. Accrued Interest Payable	The company charges interest on short-term loans at the rate 6.00% per year.	-	-	16
		3. Finance Cost	The company charges interest on short-term loans at the rate 6.00% per year..	-	31	905
13. Mr.Chinsiri Leenabanchong	Shareholder	1. Short Term Loan	The transaction occurred on borrowing money for Company project expenditures.	-	17,500	30,000
		2. Accrued Interest Payable	The company charges interest on short-term loans at the rate 6.00% per year.	-	14	814
		3. Finance Cost	The company charges interest on short-term loans at the rate 6.00% per year..	755	1,521	1,711
13. Mr.Wachara Pakdeemonthon	Directors	1. Advance Payment	The transaction occurred from expenses paid on behalf of subsidiaries.	200	-	-

* The Company has set a sidew the allowance for doubtful debts in full amount.

2. Necessity and Justification of Transactions

Transactions occurring in the past year are transactions made from:

1. Interest payment for short term loans from joint ventures for the operation of the company.
2. The consulting fees of projects and other incomes which collected by the Company from subsidiaries and joint ventures, is a fee charged by the company under a mutually agreed contract including the sale of scrap materials from the construction such transactions are normal business of the Company.
3. The contract works for the construction of the project instead of the subsidiary as the company undertakes the construction work and consider carefully the construction cost such transactions are normal business.
4. The material purchasing of projects, the Company has compared material prices according to the Company's regulations and the selection of material vendors is fair and considering the properties of the material vendor and the material price such transactions are normal business of the Company.
5. Short term loan for company operation without interest rate.
6. Short term loan occurred from loan of related paties with interest at the rate of 6.00% per year.
7. Short term loan occurred from loan of subsidiaries operation with interest at the rate of 5.50-8.00% per year.

The Audit Committee is of the opinion that such connected transactions are in line with the nature of the business and the income and expenses which received and paid are market prices, as well as those with unrelated parties.

Necessity and Justification of Transactions are the highest benefits of the Company. The Audit Committee has commented that it is in line with general business and the company received and paid a fair price and guarantees of loans from banks instructions and loans to subsidiaries and related companies. It is a transaction that improves liquidity and improves the financial position of the company to be able to continue operating on a continuous basis. In addition, the said transaction is in accordance with the policy of the connected transaction according to the resolutions of the Board of Directors Meeting.

3. Measures/Procedures for Approval of Related Party Transactions

The above related transactions in the table, the Audit Committee has audited and agreed that it is in line with the field of business and the future transactions, the Company will assign related departments to gather information transaction to propose to the Audit Committee to consider that the transaction is in line with the general business and is in line with the market pricing. In this regard, company will perform with the regulations of the Securities and Exchange Commission. The Stock Exchange of Thailand and the Audit Committee will consider and propose to the Board of Directors by commenting on the transactions must be no directors with conflict of interests.

4. Policy or Trend of Making the Related Party Transactions in the Future

The Company has a policy on transactions with the conditions of business at the market pricing. It can be compared with the third parties pricing, thereby, company has provided the audit committee or the auditor of the company or independent expert to audit and comment on the suitable pricing and the reasonableness of the transaction.

If the transaction between the Company or its subsidiaries occurred with the possible of conflicts of interest or possible of conflicts of interest in the future. The Company will provide the Audit Committee with an opinion on the necessity and appropriate of the transaction. In the case of the Audit Committee is not proficient in the consideration of related transactions. The Company will provide the independent expert or the auditor to comment on transactions for the

decision of Board of Directors or shareholders as the case may be. The Company will disclose related transactions in the notes to financial statements which audited by the Company's auditors.

Auditor Remuneration

Year	Auditor	Certified Public Accountant Registration No.	Company
2018	Ms. Yupin Chumjai	8622	SP Audit Ltd.
2019	Mrs. Suvimol Chrityakierne	2982	D I A International Audit Co.,Ltd..
2020	Mrs. Suvimol Chrityakierne	2982	D I A International Audit Co.,Ltd..

Audit report of the auditors in the past year

In 2018, the auditor rendered unconditional opinion towards consolidated financial statement of the company, subsidiary company and joint venture and financial statement of the company.

In 2019, the auditor rendered unconditional opinion towards consolidated financial statement of the company, subsidiary company and joint venture and financial statement of the company.

In 2020, the auditor rendered unconditional opinion towards consolidated financial statement of the company, subsidiary company and joint venture and financial statement of the company

Consolidated/Separate Financial Statements

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statement of Financial Position

As of December 31, 2018-2020

	Consolidated Financial Statement					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Assets						
Current assets						
Cash and cash equivalents items	34.57	1.19	62.88	2.02	100.11	2.80
Current investments	-	-	1.82	0.06	5.96	0.17
Trade and other current receivables	116.28	4.01	62.81	2.02	230.62	6.45
Current contract assets	402.15	13.88	663.60	21.33	667.83	18.66
Short-term loans and interest receivable	3.07	0.11	2.47	0.08	3.91	0.11
Inventories	718.11	24.79	768.32	24.70	874.70	24.45
Advance payments for materials and contractors	19.18	0.66	12.62	0.41	52.67	1.47
Deposits	-	-	-	-	25.00	0.70
Other current financial assets	0.35	0.01	-	-		
Other current assets	9.31	0.32	18.00	0.58	6.67	0.19
Total current assets	1,303.02	44.99	1,592.52	51.19	1,967.47	54.99
Non-current assets						
Restricted banks deposits	-	-	106.44	3.42	171.29	4.79
Other non-current financial assets	22.41					
Other long-term investments	-	-	25.00	0.80	-	-
Investments in associates and joint venture	-	-	0.16	0.01	0.16	0.00
Land awaiting development	113.38	3.91	113.38	3.64	113.38	3.17
Investment property	1,014.57	35.03	1,032.19	33.18	1,107.37	30.95
Property, plant and equipment	163.91	5.66	170.54	5.48	156.33	4.37
Right-of-use assets	5.66	0.20	-	-	-	-
Intangible assets	3.83	0.13	3.24	0.10	3.76	0.11
Withholding tax deducted at sources	56.68	1.96	64.80	2.08	46.02	1.29
Non-current non-cash financial assets pledged as collateral	211.51	7.30	-	-	-	-
Other non-current assets	1.56	0.05	2.82	0.09	12.23	0.34
Total non-current assets	1,593.51	55.01	1,518.57	48.81	1,610.54	45.01
Total assets	2,896.53	100.00	3,111.09	100.00	3,578.01	100.00

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statement of Financial Position (Continued)

As at December 31,2018-2020

	Consolidated Financial Statement					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Liabilities and shareholders' equity						
Current liabilities						
Short-termborrowings from financial institutions	19.56	0.68	484.20	15.56	296.53	8.29
Trade and other current payables	254.84	8.80	201.28	6.47	302.72	8.46
Unbilled construction cost payables	5.69	0.20	32.62	1.05	336.66	9.41
Current contract liabilities	70.38	2.43	154.24	4.96	168.01	4.70
Current portion of :						
Long-term loans from financial institution	135.05	4.66	1.29	0.04	154.11	4.31
Liabilities under finance lease contracts	3.95	0.14	2.56	0.08	2.48	0.07
Short-term borrowings and accrued interest	8.92	0.31	58.96	1.90	137.24	3.84
Other current provisions	42.46	1.47	57.79	1.86	67.81	1.90
Other current liabilities	11.31	0.39	9.04	0.29	38.07	1.06
Total current liabilities	552.16	19.06	1,001.98	32.21	1,503.63	42.02
Non-current liabilities						
Long-term borrowings	169.65	5.86	-	-	1.29	0.04
Lease Liabilities	47.84	1.65	11.24	0.36	3.29	0.09
Non-current contract liabilities	4.65	0.16	4.83	0.16	5.08	0.14
Deferred income tax liability	7.21	0.25	17.15	0.55	17.81	0.50
Provision for employee retirement benefit	30.74	1.06	24.98	0.80	22.82	0.64
Provision for onerous contracts	-	-	37.33	1.20	36.94	1.03
Retention payable to contractors	139.86	4.83	133.36	4.29	112.15	3.13
Other non-current liabilities	8.21	0.28	4.69	0.15	3.97	0.11
Total non-current liabilities	408.16	14.09	233.58	7.51	203.36	5.68
Total liabilities	960.32	33.15	1,235.56	39.71	1,706.99	47.71
Shareholders' equity						
Ordinary shares	12,650.63		15,180.63		15,180.63	
Issued and paid-up share capital						
8,433,754,763 Ordinary shares @ Baht 1.00 each	8,433.75	291.17	8,433.75	271.09	8,433.75	235.71
Premium on share capital	248.61	8.58	248.61	7.99	248.61	6.95
Discount on share capital	(4,459.88)	(153.97)	(4,459.88)	(143.35)	(4,459.88)	(124.65)
Premium on share capital - treasury stocks	5.97	0.21	5.97	0.19	5.97	0.17
Retained earnings (deficit)						
Appropriated						
Legal reserve	16.48	0.57	16.48	0.53	16.48	0.46
Deficit	(2,246.53)	(77.56)	(2,308.26)	(74.19)	(2,316.78)	(64.75)
Other component of equity	65.95	2.28	68.59	2.20	71.24	1.99
Total shareholders' equity of Parent Company	2,064.35	71.27	2,005.27	64.46	1,999.39	55.88
Non-controlling interests of subsidiaries	(128.13)	(4.42)	(129.74)	(4.17)	(128.37)	(3.59)
Total shareholders' equity	1,936.22	66.85	1,875.53	60.29	1,871.02	52.29
Total liabilities and shareholders' equity	2,896.54	100.00	3,111.09	100.00	3,578.01	100.00

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statements of Comprehensive Income

For the year ended December 31, 2018-2020

	Consolidated Financial Statement					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Operating revenues						
Revenue from construction	1,345.74	95.45	940.45	78.66	1,645.35	75.84
Revenue from sales of real estate	50.68	3.59	236.53	19.78	507.59	23.40
Rental income and fee leasehold	13.42	0.95	18.57	1.55	16.50	0.76
Tatal Operating revenues	1,409.84	100.00	1,195.54	100.00	2,169.43	100.00
Operating cost						
Costs of construction	(1,153.27)	(81.80)	(880.70)	(73.67)	(1,421.38)	(65.52)
Cost of sales of real estate	(39.44)	(2.80)	(157.23)	(13.15)	(343.78)	(15.85)
(Loss) reversal on devaluation of property development						
costs are expected to be a net gain	-	-	2.65	0.22	2.28	0.11
Cost of rental and fee leasehold	(42.79)	(3.04)	(46.38)	(3.88)	(47.12)	(2.17)
Gross margin	174.34	12.37	113.88	9.53	359.43	16.57
Other rvenues						
Revenue from project consultant	1.03	0.07	2.23	0.19	-	-
Reversal of allowance for doubtful debt	-	-	5.37	0.45	235.71	10.87
Other income	52.12	3.70	47.74	3.99	13.81	0.64
Gain on disposal of invesment property	0.64	0.05	50.89	4.26	-	-
Total Other revenues	53.79	3.82	106.23	8.89	249.52	11.50
Operating expenses						
Selling expenses	(21.89)	(1.55)	(48.95)	(4.09)	(58.68)	(2.70)
Administrative expenses	(134.03)	(9.51)	(160.55)	(13.43)	(156.04)	(7.19)
Loss from onerous conract	-	-	-	-	(3.07)	(0.14)
Reserve short-term provisions	-	-	(0.01)	(0.00)	(1.42)	(0.07)
Total operating cost	(155.92)	(11.06)	(209.50)	(17.52)	(219.21)	(10.10)
Profit (loss) from operating activities	72.21	5.12	10.60	0.89	389.74	89.90
Share of profit (loss) of joint ventures and associates accounted for using equity method	(1.44)	(0.10)	(2.55)	- 0.21	(5.41)	(0.25)
Profit (loss) before financial cost and income tax revenues	70.77	5.02	8.05	0.67	384.33	17.72
Finance income	1.39	0.10	2.24	0.19	2.88	0.13
Finance costs	(4.77)	(0.34)	(8.50)	- 0.71	(19.50)	(0.90)
Profit (loss) before income tax expense	67.39	4.78	1.79	0.15	367.70	16.95
Tax income (expense)	(6.69)	(0.47)	0.66	0.06	0.66	0.03
Profit (loss) for the year	60.70	4.31	2.45	0.20	368.36	16.98

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statements of Comprehensive Income (Continued)

For the year ended December 31, 2018-2020

	Consolidated Financial Statement					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Profit (loss) for the year	60.70		2.45		368.36	-
Other comprehensive income						
Items that will not be reclassified subsequently to profit or loss :-						
Actuarial gain arising from defined benefit plan of employees	-		2.04		-	
Profit other comprehensive for the year-net income tax	-		2.04		-	
Total comprehensive profit (loss) for the year	60.70		4.49		368.36	
Profit (loss) attributable to for the year						
Shareholders of the Parent Company	59.09		3.82		369.97	
Non-controlling interests	1.61		(1.37)		(1.61)	
	60.70		2.45		368.36	-
Comprehensive profit (loss) attributable to for the year						
Shareholders of the Parent Company	59.09		5.86		369.97	
Non-controlling interests	1.61		(1.37)		(1.61)	
	60.70		4.49	-	368.36	-

Earning (loss) per share attributable to owners of the parent (Baht)			
Basic earning per share	0.0070	0.0005	0.0439
Dilute earning per share	0.0069	0.0004	0.0428

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statement of Cash Flows

For the year ended December 31, 2018-2020

(Unit : Million Baht)

	Consolidated Financial Statement		
	2020	2019	2018
Cash flows from operating activities			
Profit (loss) year	60.70	2.45	368.36
Adjustments to reconcile profit before tax income to cash received (paid)			
Tax income (expenses)	6.69	(0.66)	(0.66)
Expected credirt loss incurred	32.34	2.51	(235.71)
Loss on diminution in value of real estate development cost (reverse)	0.89	(2.65)	(2.28)
(Gain) on reversal of unbilled construction cost payables	-	-	(1.61)
Depreciation and amortization	48.89	43.77	40.49
Share of loss of associated company and joint venture	1.44	2.55	5.41
Gain on disposal of investment property	(0.64)	(50.69)	-
Loss on impairment of investment property (reverse)	-	(3.60)	-
Loss from onerous conract	-	-	3.07
Loss from devaluation of fair value	2.59	-	-
Gain on disposal of property plant and equipment	(1.32)	(0.50)	-
Loss on impairment of investment property (reverse)	-	0.20	0.17
Amortized other intangible assets	-	-	0.78
Write-off withholding tax deducted at sources	-	-	1.05
Other current provisions (reverse)	(10.46)	6.12	16.77
Provisions for employee retirement benefit	5.76	8.34	4.97
Dividend income	-	-	(0.00)
Financial income	(1.40)	(2.23)	(2.88)
Financial cost	32.48	33.45	19.50
Profit (loss) from operations before changes in operating assets and liabilities	177.96	39.06	217.43
Operating assets (increase) decrease			
Trade and other current receivable	(83.54)	164.02	(114.67)
Current contract assets	261.44	4.23	(438.46)
Inventories	29.01	109.02	244.90
Advance payments for materials and contractors	(9.24)	39.90	(39.96)
Deposits	-	1.00	(19.50)
Other current assets	8.70	(10.94)	2.63
Other non-current assets	1.26	9.41	(0.74)
Trade and other payables	52.85	(100.94)	13.33
Unbilled construction cost payables	(26.93)	(304.04)	278.98
Current contract liabilities	(83.86)	(14.02)	(32.51)
Other current provisions	(4.87)	(16.15)	(6.83)
Provisions for onerous contracts	-	-	(0.27)
Other current liabilities	2.32	(28.81)	13.42
Non-current contract liabilities	(0.18)	-	-
Retention payable to contractors	6.50	21.21	19.01
Non-other current liabilities	2.09	0.72	(3.62)
Cash received (paid) from operating activities	333.52	(86.32)	133.14
Payment for employee retirement benefit	-	(4.14)	-
Income tax paid	(8.52)	(18.78)	(2.70)
Net cash received (used) from operating activities	325.00	(109.24)	130.44

EMC Public Company Limited, it Subsidiary and Joint Ventures

Statement of Cash Flows (Continued)

For the year ended December 31, 2018-2020

(Unit : Million Baht)

	Consolidated Financial Statement		
	2020	**2019**	**2018**
Cash flows from investing activities			
Cash received from short-term loan	-	5.81	-
Cash paid for short-term loan	(0.30)	(4.10)	(3.81)
Cash received from current financial assets	1.47	4.14	(2.20)
Cash received from investment in associates and joint venture	0.16	-	-
Cash paid for investment in associates	-	(2.55)	-
Cash received sales of investment property	7.05	98.30	-
Cash paid for acquisition of investment property	-	(0.20)	-
Cash received from sales of property, plant and equipment	1.31	0.55	0.23
Cash paid for acquisition of property, plant and equipment	(7.29)	(11.96)	(20.38)
Cash paid for acquisition other intangible assets except for goodwill	(1.21)	(0.13)	-
Cash received from current non-cash financial assets pledged as collateral	-	64.86	(2.31)
Cash paid for current non-cash financial assets pledged as collateral	(105.07)	-	-
Proceeds from dividend	-	-	0.00
Cash received from interest income	1.43	1.79	2.65
Net cash used from investing activities	(102.45)	156.52	(25.82)
Cash flows from financing activities			
Increase (decrease) in short-term borrowings from financial institutions	(461.33)	187.50	254.00
Cash received from short-term borrowings	-	8.50	186.00
Cash paid for short-term borrowings	(50.00)	(83.50)	(257.04)
Cash received from long-term borrowings	360.00	-	223.11
Cash paid for long-term borrowings	(55.79)	(154.63)	(392.16)
Cash paid for Lease liabilities	(7.30)	(2.99)	(2.03)
Cash paid for interest expense	(36.44)	(39.39)	(45.88)
Net cash received (used) from financing activities	(250.86)	(84.51)	(34.00)
Net cash and cash equivalents items increase (decrease)-net	(28.31)	(37.23)	70.63
Cash and cash equivalents items at the beginning of the year	62.88	100.11	29.48
Cash and cash equivalents items at the end of the year	34.57	62.88	100.11

EMC Public Company Limited

Financial Ratios

		2020	2019	2018
Liquidity Ratios				
Current Ratio	Times	2.36	1.59	1.31
Quick Ratio	Times	1.06	0.82	0.73
Account Recievable Turnover	Times	2.73	1.95	4.80
Average Collection Period	Day	133.77	187.19	76.06
Account Payable Turnover	Times	5.42	4.29	6.01
Average Payment Period	Day	67.37	85.04	60.74
Profitability Ratios				
Gross Profit Margin	(%)	12.37	9.53	16.57
Operating Profit Margin	(%)	4.93	0.81	16.11
Net Profit Margin	(%)	4.15	0.19	15.23
Cash to Profitability	(%)	535.47	4,458.09	35.41
Return on Equity	(%)	3.13	0.13	19.69
Efficiency Ratios				
Return on Asset	(%)	2.10	0.08	10.30
Return on Fix Asset	(%)	4.68	0.19	26.75
Total Asset Turnover	Times	0.51	0.42	0.68
Leverage Ratios				
Debt to Equity Ratio	Times	0.50	0.66	0.91
Dividend Payout	(%)		-	-
Market Value Ratios				
Book Value Per Share	Baht	0.23	0.22	0.22
Earning Per Share	Baht	0.0072	0.00	0.04
Dividend Per Share	Baht	-	-	-
Dividend Yield	(%)	-	-	-

Explanation and Analysis of Business Operation and Financial Status

Overview of business operation in the past

EMC Public Company Limited ("the company") and its subsidiaries are a group settled to operate the business relating to providing services according to long-term service contracts and construction contracts, including real estate development for sales, for short-term rental, and for long-term lease. The group of the company operates by the company and subsidiaries as follows:

Company Name	Type of Business	Paid-up Capital	Shareholding Percentage
EMC Public Company Limited	Services under construction and real estate development contracts	8,433,754,763	-
Subsidiaries			
Imperial Land Co., Ltd.	Property Development	110,000,000	100
Siam Bangkok Development Co., Ltd.	Property Development	20,000,000	100
Richman Property Co., Ltd.	Property Development	5,000,000	100
North Property Co., Ltd.	Property Development	4,000,000	100
Sajja Bangsaen Condominium Co., Ltd.	Property Development	4,000,000	100
BR Construction Co., Ltd.	Currently ceasing business	60,000,000	51
Associates			
Sanken-EMC Co., Ltd.	Construction Services	40,000,000	48

In 2020, the company has operated two construction contracts from four employers: 1) a private company as the new construction project for food and beverage factories, by the contract services of structural, architecture, and the building system. The value of work is approximately 571 million Baht. 2) a government agency as The Taksin Hospital. The work value is about 1,950 million Baht. 3) a university as The Building Thammasat secondary school 3. The work value is about 327 million Baht. 4) a private company as the new construction project for Café Amazon Business Factories. The work value is about 1,058 million Baht.

In addition, the company has real estate projects under development such as 1) URBITIA THONG LO, located at Soi Sukhumvit 36, to develop as a residential condominium project for sales with 8-storey building of 130 units, the project value approximately 930 million Baht, expected to be completed around Q2 2018, 2) Sea Side, located at Wornapha Beach, Bangseang, to develop as a residential condominium project for sales with two 6-storey building of 200 units, the project value approximately 550.85 million Baht, the project on the process of owner transferring, 3) Land Mark Mahachai, located at Mahachai, Samutsakorn, to develop as a commercial building leasehold and community mall, the project value approximately 1,200 million Baht.

Moreover, the company has been monitoring the progress of the court consideration of the claim to Siam Grand Property Company Limited. On September 16, 2015, the company was filed a civil court by Siam Grand Property Company Limited ("Plaintiffs") and one of former shareholders of Siam Bangkok Development Company Limited ("Co-Plaintiffs") according to the Black Case No. P2206/2558 claimed the company to;

1. Progress report of the lawsuit of advance payment to purchase the American Town Project, Siam Tara Mantra Project, and Eastern Venice Project to Siam Grand Property Co., Ltd.

Referring to the Company paid to purchase land and buildings of the American Town Project, Siam Tara Mantra Project, and Eastern Venice Project from Siam Grand Property Co., Ltd. As of March 31, 2017 the company recorded those as "Advance payments for purchases of real estate projects under development" totaling Baht 466.34 million. The dispute is a civil case in black case number P2206/2558 and Siam Grand Property Co., Ltd. is requested to rehabilitate the business to the Central Bankruptcy Court, Black Case No. F 31/60 as known.

On October 3, 2017, the date of the first plaintiff's hearing, the plaintiff' told the court that on September 27, 2017, the plaintiff was called by a creditor to the Central Bankruptcy Court, on October 30, 2018, the Central Bankruptcy Court dismissed the petition for business rehabilitation of the debtor (plaintiff). The plaintiff requested to withdraw the litigation for filing litigation again but the Court did not permit. Later, when the attention of the plaintiff and defendant's taking an evidence, there is a person (interpleader) who claim to be the buyer of land in the plaintiff's project filed the interpleading that such disputed land should be transferred to him. The Primary Court of First Instance submitted the interpleading for the trail to the Appeal Court, but the Appeal Court upheld the Primary Court judge. The Court makes appointment for investigate evidence of plaintiff ,co-plaintiff and defendent witnesson June 23, 2021 and evidence of defendant on June 25, 2021

2. Report of received the payment from sell investment amount 590 million.

held on April 5, 2019 by offering shares and transferring the right to claim the " Sea Side by North Beach Resort" project and the "Palmio" project as well as entire building and land of three subsidiaries (Richman Property Company Limited, North Property Company Limited and Sajja Bangsaen Condominium Company Limited) in the price of Baht 590 million that the buyer agreed to make payment as follows:

1) The 1st instalment amount of Baht 15 million at the agreement date.

2) The 2nd instalment amount of Baht 15 million is paid on April 17, 2019.

3) The 3rd instalment amount of Baht 118 million will be paid on June 20, 2019.

4) The remaining amount of Baht 442 million will be paid every the 5th of each month not less than Baht 36.84 million, commenced on July 5, 2019 onwards.

The Company will transfer the share capital existed in those three subsidiaries to the re-buyer when the payment is completed.

In 2019, the Company already received 2 installment payment amount of Baht 30 million , the Company recorded such payment as deposit in statement of financial position.

In 2020, re-purchaser entity additionally paid by 2 postdated cheques amount of Baht 310 million (cheque dated on March 20, 2020 Baht 20 miilion and cheque dated on April 16, 2020 Baht 30 million). In the second quarter of the year 2020, the postdated cheques could not be drawn . The Company, therefore, confiscated such deposit and recognized as other incomes in statements of comprehensive income. Under to buy and to sell of such ordinary share is in accordance with judgement by consent red case

no.P957/2019 dated on April 5, 2019 by making compromise agreement) The Company also has used the right for judgement execution and the Court issue writ of execution dated on May 12, 2020 to the re-buyer. This is in the execution process to confiscate assets of some of re-purchasers in order to selling by auction for making payment for damage.

3. Progress report on deposit refund, proceed to get the ownership transfer, and restore the receivables.

3.1 Accounts receivable of Siam Grand Property Co., Ltd. amounting to Baht 16.81 million.

As at March 31, 2017, the Company had outstanding receivables of Baht 16.81 million for the sale of the projects of Siam Grand Property Co., Ltd. The Company recorded total outstanding balance of Baht 14.40 million for indemnity claims for damages in the Black Case No. 2206/2558, which are under consideration by the Court of First Instance. The additional receivable Baht 2.41 million is not in the case to which the company is going to claim later after the main case on article 1 finished. The Company has set aside allowance for doubtful accounts amounting to Baht 16.81 million in the financial statements since 2016. The current progress is as per the above article 1.

3.2 Progress of the repayment of Trade Receivable, Retention, and Suspension Project Receivable

Comparison data for allowance compared to the value set for all projects.

Progress of lawsuit: L Nine Development Company Limited (the defendant) is the owner of Blue Rock Hua Hin, a condominium project located in Hua Hin, Prachuapkerekhun Province. The defendant is the owner of the contract to architectural and MEP construction totaled Baht 436.50 million. On August 23, 2016 the Company has filed the lawsuit according to the Black Case No. P1523/2559, to claim the defendant breached of the contract amount of Baht 24.62 million, including the defendant failed to pay the final installment construction on December 25, 2015 of Baht 4.39 million with a fine of Baht 0.44 million and retention refund of Baht 19.10 million with interest of Baht 0.69 million totaling Baht 24.62 million.

The Court of Appeal issued a judgment to L Nine Development Co., Ltd. (defendant) to pay the company (plaintiff) total amount of Baht 23,491,575.40 with interest of 7.50% per annum. The case is under trial.

In 2020, the Group's total operating revenues were Baht 1,463.63 million, an increase of Baht 161.87 million or 12.43% from that of the same period of last year. This is the revenue from the two main lines of construction; general building construction and M&E systems construction. In addition, there are revenues from real estate development, project advisory fee, rental revenue and leasehold service and interest income.

REVENUES FROM THE OPERATION

In 2020, the total revenue of the Company and subsidiaries is Baht 1,463.63 million, an increase of Baht 161.87 million or 12.43 percent comparing to that of 2019 which the total revenue was Baht 1,301.76 million due to the decrease in revenue from construction services.

CONSTRUCTION AND SALE REAL ESTATE AND RENTAL AND LEASEHOLD COSTS

In 2020, the Company and subsidiaries have cost of sale of real estate and the construction service costs amounting to Baht 1,235.50 million or 84.41 percent of the revenues, with the increase of Baht 153.84 million or 14.22 percent comparing to that of 2019, which cost of sale of real estate and the construction service costs were Baht 1,081.66 million.

SALES AND ADMINISTRATION EXPENSES

The sales and administration expenses in 2020 are equivalent to Baht 155.92 million or 10.65 percent of the total revenue, with a decrease of Baht 53.58 million or 25.58 percent due to the decrease in selling expenses of Baht 27.06 million and administration expenses a decrease of Baht 26.52 million.

FINANCIAL COSTS

The financial costs in 2020 are Baht 4.77 million, with a decrease of Baht 3.73 million or 43.88 percent comparing to that of 2019 due to the Company has repayments short-term loan from financial institutions.

NET PROFITS

In 2020, the Company and subsidiaries have recorded a net profit of Baht 60.70 million representing a net profit margin of 4.15 percent of the total revenue, with the increase of Baht 58.25 million whole number

Financial Status

Assets

Total assets of the Group by the end of 2020 were Baht 2,896.54 million, a decrease of Baht 214.54 million or 6.90% from that of the previous year mainly due to the decrease of Current contract assets Baht 261.45 million. And decrease of inventories Baht 50.21 million.

Cash and Cash Equivalent and Short-Term Investment

In 2020, the group had cash and cash equivalents of Baht 34.57 million a decrease of Baht 28.31 million from that of the previous year mainly due to the decrease cash flow from financing activities.

Account Receivables

As at 31 December 2020, the group had net trade receivables of Baht 98.40 million, an increase of Baht 50.29 million comparing to that of the previous as the debtor aging table below:

Description	**Consolidated Financial Statement (Million Baht)**	
	2020	2019
Trade receivables of other parties:		
- undue	98.12	44.46
- overdue		
Up to 3 months	0.15	0.46
From 3 months to 6 months	0.14	0.93
From 6 months to 12 months	0.17	2.26
More than 12 months	8.72	8.25
Total	107.30	56.36
Less allowance for doubtful accounts	(8.90)	(8.25)
Total trade receivables of other parties	**98.40**	**48.11**

By the end of 2020, the group had an allowance for doubtful accounts totaling Baht 8.90 million, an increase of Baht 0.65 from that of the previous year. The Group has closely monitored customers with overdue debts. In addition, to reduce the risk of collecting from customers, the group has a policy to consider the customer's ability to pay for contracts thoroughly before the consideration to undertake the construction services of each client.

Current contract assets (Unbilled Account Receivables and Retention Receivables from Customers)

The unbilled account receivables of the group as at the end of 2020 was Baht 369.79 million, a decrease of Baht 121.78 million or 24.77% from that of the previous year mainly from ongoing projects. The unpaid projects pending for more than 12 months has been set aside allowance for doubtful accounts total amount of Baht 7.51 million.

The retention receivables of the group at the end of 2020 were Baht 32.36 million, a decrease of Baht 139.67 million or 81.19% from that of the previous year. The allowance for doubtful retention receivable was Baht 22.11 million. The decrease from retention receivables of The Bangkhunthian Elderly Hospital Project.

Inventories

The group's construction materials at the end of 2020 was Baht 6.18 million, an decrease of Baht 30.38 million or 83.09% from that of the previous year. This was due to the change in accounting policy for recognition of construction costs from the percentage of work completed method. The percentage of work completed is based on the degree of completion of the work as measured by the survey of the ratio of construction completed to the total construction work under the contract. It is the percentage method of construction work that is done. It is calculated by comparing the construction costs incurred up to the end of the year with the total construction costs expected to be used in the construction under the contract.

The group's real estate development cost at the end of 2020 was Baht 711.92 million, an decrease of Baht 19.84 million or 2.71% from that of the previous year. This was mainly due to the investment in development for the condominium projects.

Lands, Buildings and Equipment

The group of company has land property, plant and equipment as of December 31, 2020 totaling Baht 163.91 million, a decrease of Baht 6.63 million or 3.89% from that of the previous year. The increase was mainly furniture, machine tools, and vehicles. While the decrease was mainly accumulated depreciation.

Liabilities (Debts)

The total liabilities of the group as at 2020 amounted 960.33 million Baht which were decreased 275.23 million or 22.28% Baht compared to that of last year The decrease was mainly from because of the decrease of short-term loans from financial institutions Baht 464.64 million and decrease from unbilled construction cost payable Baht 26.93 million. Currently, the company has the ability to repay debt and to comply with the terms of the loan. It also has the ability to provide the additional source of fund from other sources to expand the business further.

Trade and Other Current Payable

As at 31 December 2020, the outstanding balances of trade accounts payable and other accounts payable were Baht 254.84 million, an increase of Baht 53.56 million or 26.61% from that of the previous year due to the increase of the trade account payable and accrued expense payable.

Long-term borrowings.

As at 31 December 2020, the outstanding balance of long-term borrowings was Baht 304.69 million, an increase of whole number. Divided into long-term borrowings due within one year was Baht 135.05 million and long-term borrowings due over one year was Baht 169.64 million Caused by a long-term loan from a financial institution for two construction projects.

Short-term borrowings and accrued interest.

As at 31 December 2020 there were outstanding balances of Short-term borrowings and accrued interest receivable from related parties of Baht 8.92 million, an decrease of Baht 50.04 million or 84.87% mainly due to Gradually repay the loan and interest of related paties.

Shareholders' Equity

As of December 31, 2020, the Company's paid-up capital was Baht 8,433.75 million Meanwhile the group's operating results for the year 2020 were profit of Baht 59.09 million (for Parent company), the accrued deficit retain earning of Baht 2,246.53 million and an increase in shareholders' equity of the parent company to Baht 2,046.35 million or book value was Baht 0.23 per share.

Cash Flow and Liquidity

In 2019, the Group had a cash flow from operating activities before the change in operating assets and liabilities was Baht 177.97 million and cash received from current contract assets was Baht 261.45.million resulted in a net cash flow used in operating activities of Baht 325 million. There were used cash from in investing activities Baht 102.45 million and used cash from financing activities Baht 250.86 million, resulting in net cash and cash equivalent decrease of Baht 28.30 million, and cash and the ending balance of cash equivalents Baht 34.57 million.

The Group has a policy to provide additional sources of funds to maintain liquidity in the organization and to provide opportunities for expansion. The company generates cash flow not only from its working capital from the operation but also from financial institutions and fund raising through the stock exchange as well.

Sources of Capital

Source of Capital	Consolidated Financial Statement					
	2020		2019		2018	
	million	%	million	%	Million	%
Current Liabilities	552.17	19.06	1,001.99	32.21	1,503.63	42.02
Non-Current Liabilities	408.16	14.09	233.57	7.51	203.36	5.69
Total Liabilities	960.33	33.15	1,235.56	39.71	1,706.99	47.71
Shareholders' Equity	1,936.21	66.85	1,875.52	60.29	1,871.02	52.29
Total Liabilities and Shareholders' Equity	2,896.54	100.00	3,111.08	100.00	3,578.01	100.00

From the table above, for the year 2020, the group's capital base was 66.85% from the shareholders' equity and 33.15% from the total liabilities accounting for 33.15% of current liabilities. The group's business operations require a lot of capital to buy

construction equipment, payroll and construction labor costs, and sub-contractor expenses. Most of the funds are in the form of credits received from trade accounts payable, money received in advance from customers, unbilled construction costs, and short-term loans from financial institutions. For the year 2020, the group has debt to total asset ratio of 0.33 times and debt to equity ratio of 0.50 times, implying that the utilization of debt financing is suitable. Therefore, the group has the better opportunity to apply for a loan from a financial institution to expand its business in the future.

Commitments and contingent liabilities

1) As at December 31, 2020, the company and its subsidiaries had commitments under purchase orders of construction materials and subcontractors services totalling Baht 418.10 million.

2) Commitments under operating leases

The group has cash payable in future under various long-term operating lease contracts to rent office space and facilities, office equipment and vehicles and land for construction employee. The minimum amount to incur income in future for each interval would be as follows :-

	(Unit : Thousand Baht)	
	Consolidated financial statements	
	As at December 31,	
	2020	2019
Not later than 1 year	7,032	10,681
Later than 1 year and not later than 5 years	1,484	5,703
Total	8,516	16,384

Letter of Guarantee

As at December 31, 2020, the group's outstanding letters of guarantee issued by financial institutions on behalf of the group in respect as required in the normal course of business was Baht 708.42 million. The letters of guarantee are guaranteed by mortgage of land and buildings real , estate development costs , deposits with financial institutions of the company ,deposits of existing shareholders of a subsidiary , and joint by a director including the right to receive payment for work with the bank as collateral.

Factors and Main Influences which probably effect business operation or financial status in the future

Factors affecting the business operation or financial status in the future of the group of companies are fluctuation of price of construction equipment and materials, shortage of construction labor, economic situation, government policies and so on.

Prices of construction materials have a direct impact on the group's construction costs. Especially, steel, concrete, and wires are the main materials used in the construction. However, the company closely monitors the price of construction materials for the purpose of efficient procurement planning in order to control costs to meet the goals set for each project.

The labor shortage affects to the construction of the group of companies in the past, which is the cause of construction delay problems and cannot deliver on time as scheduled. However, the group is aware of this risk and be prepared to supply foreign workers to replace. That will make the lower labor cost and it can help alleviate the labor shortage affect to the operations of the company.

Economic and the policy of the government can be considered as another factor that affects the operation of the group of companies. If the economic condition of the country has improved, investment has expanded in both the public and private sectors then, it will contribute the work increasing of the group of companies. However, the liberalization of trade in ASEAN group (AEC), and Eastern Economy Corridor (EEC) that the government supports is likely to be advantage of the company toward internal trading expansion such as automotive, tourism and so on and it's likely to cause the expansion of ASEAN to Thailand. Meanwhile, it is the opportunity to expanding for investment or contractor in ASEAN or more. However, the Company expects to receive the task of building up from government support this free trade. In addition, demand for housing of people who want to invest in Thailand will be another customer group of real estate development business of the companies.

In term of political, any political change will lead to uncertainties of large investments plans in the infrastructure of the country including of the investment plans of the private sector, and will affect the construction sector and the real estate development business of the company as well. However, the group of companies has adjusted the strategy by increasing the proportion of the private sector job which is low risk and construction period is not too long and also with a good margin by not focus on the project quantity. That is the cause of operations result of the group of companies will not much affect with these risk factors. Future plans for the company, remains focused on constructions which provide the good profit such as a plant construction and the low rise buildings by concerning about business potential and finance of the employer.

Audit Committee Report and Assessment of Adequacy for the Internal Control System

To The Shareholders of EMC Public Company Limited

The Audit Committee has performed duties pursuant to the scope of authority and duties of the Audit Committee Charter prescribed by the Stock Exchange of Thailand ("the SET") and the relevant laws, and as assigned by the Board of Directors, based on the good governance principles.

For the year 2020, the Audit Committee had arranged 12 meetings with full attendance from members and the management and other concerned parties from the Departments of Accounting, Finance, Legal, and Internal Audit, including the Auditor to exchange opinions and monitor efficiency and effectiveness of the system.

The Audit Committee consists of four Independent Directors being neither executives nor employees of the Company, namely;

1. Miss Praomart Hantra	Chairman of the Audit Committee
2. Dr. Yaowarin Srichainan	Audit Committee Director
3. Miss Thaweesri Wikayathipat	Audit Committee Director
4. Mr. Punnathee Sriwongthai	Audit Committee Director

Duties and responsibilities of the Audit Committee can be summarised as follows:

1. To review the Connected Transactions, 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. Based on the revision, all transactions are in accordance with normal courses of business and are revealed and practiced, following rules and directions drawn by the Stock Exchange of Thailand precisely.

2. To review the Company's quarterly financial reports and annual reports that have been reviewed and audited by authorized auditor with the authorized auditor and the Company's management, prior to disclosure to The Stock Exchange of Thailand and public. Financial report review shall be conducted, in accordance with applied accounting standards as well as related laws and regulations, to ensure that reviewed financial information is accurate, complete, credible and transparent and that they were adequately and promptly disclosed for the benefit of shareholders, investors and users of such statements when making investment decisions.

3. To review the Company's internal control system and internal audit system, 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 or any other unit in charge of an internal audit, to review the Company's

enterprise risk management system. The audit committee reviewed sufficiency of the Company's internal audit system to prevent and reduce probably risks and that no material weakness is present.

4. To review the Company's internal audit report that involves the Company's operations in relation to its plan, reviewed the mission, scope of work, accountability and responsibility, independence, and authority of internal audit activities to ensure that every business units possess better internal control system which will enhance their operations' effectiveness and efficiency.

5. To 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 such as the Public Company Act, Securities and Exchange acts, Regulations of the Securities and Exchange Commission, and business commitments with third party agreements. The audit committee concluded that the Company operates in adherence to all related laws and regulations strictly and acts in favour of all stakeholders equally with transparency in order to maintain investors and stakeholders' trust in the Company's operation.

6. Consider the selection, appointment, remuneration and performance evaluation of the Company's auditor, which the Audit Committee has considered independence performance and experience of the authorized auditor and the appropriateness of annual remuneration. Therefore, the Audit Committee has performed the duties and responsibilities assigned and in accordance with the best practices of the Stock Exchange of Thailand and the Audit Committee Charter, using knowledge and ability to consider carefully and independently, without restrictions in receiving information from the management, staff and related persons, as well as providing advice and suggestions that is beneficial to the administration which the management has implemented corrections according to the recommendations appropriately for the benefit of investors and stakeholders equally.

In summary, the Audit Committee gave judgment that the Board of Directors, Management and executive directors have operated with an ethical mind and have had the intention of performing duties professionally to achieve the Company's goals. Furthermore, the Company has committed itself to an importance of business principle under effective corporate governance.

Miss Praomart Hantra

Chairman of the Audit Committee

EMC Public Company Limited and its Subsidiaries

AUDITOR'S REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2020

Independent Auditor's Report

To the Shareholders of EMC Public Company Limited and its subsidiaries

Opinion

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

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

Basis of Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Group in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that 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 financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Recognition of revenues and costs of construction contracts.

Reference to notes to the financial statements no. 5.17.2 and 5.18.2

Revenue from construction contract is recognized by the stage of completed works in each contract. The percentage of completed works is calculated by comparing the cost of construction works incurred until the end of period with total construction costs expected to be used in construction accordingly. The total cost of the project is also estimated by the engineer or person in charge of the project. Therefore, the Management is required to use judgement in assessing the amount of revenue initially agreed in the contract. Amounts relating to contract changes is arisen from modifications, compensation claims, completeness and accuracy of estimated construction cost until the work is completed and the ability to deliver work to customers on schedule. The final result of the contract may have different results in several directions, depending on the accuracy of assumption applied and the judgement used in evaluating whether the construction contract is specific contract, and total estimated of construction costs will significantly affect on making adjustment revenue from construction contract construction income causing both positive and negative results. Therefore, I have focused on verifying the percentage of completed works and the value of total estimated construction cost and addressed such matter as key audit matter.

How my audit addressed the key audit matters

Percentage of completed works

This is because the percentage of completed construction works at the end of the period is calculated by comparing the cost of construction work incurred until the end of period with the total cost of construction work expected to be used in contract construction which may have risk of the deviation amount of value of work accepted by customer. Therefore, I have performed auditing procedures by checking with the amount of works accepted by the customer after the end of the period, participating in the observation of the construction works at the end of the period to review the construction conditions at the actual location and the quantity of completed works . In addition, I have compared the completed works provided by the engineer.and have found that the percentage of completed construction works work applied by the Company is appropriate.

Estimated total cost of the project.

I have tested the reliability of total estimated cost of the project by starting from obtaining an understanding the control system designed to be used for making the estimated total cost of a project in order to assess the effectiveness overall control of the Company. Estimated cost of the main works area is tested by comparing the information in the customer's contract with the accounting data showing the amount of materials and labor used in the construction. (BOQ) prepared by the supervisor engineer. Testing the accuracy of construction cost prices in BOQ with accounting documents and supporting documentation for recording construction cost transactions in ledger account in order to test the accuracy of defined estimated cost. Management is inquired into control methods adopted in case of adjustments to estimated cost that the company will have to pay in the future to complete construction works. Accordingly ,I have found that total all estimated of construction costs of the company is appropriately prepared.

Emphasis of matter

I draw attention to the following matters:

1) I draw attention to note 1.3 to the financial statements. The COVID-19 pandemic is resulting in an economic slowdown and adversely impacting most businesses and industries in terms of supply chains, consumer spending relating to habitation, limited or suspended real estate construction, operational delays, and more. The Group's management has continuously monitored the ongoing developments.

2) I draw your attention in note 14 to the financial statements, regarding the progression of payment receiving from to buy and to sell investment in subsidiary, Due to defaulted in making repayment, the Company confiscated deposit for share Baht 30 million and recognized as other incomes in statement of statement of comprehensive incomes as defined in to buy and to sell agreement.

I do not express qualified opinion on such above matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and my auditor's report thereon. The annual report 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 will not express any form of assurance conclusion thereon.

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

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charge with governance to correct the materially misstatement appropriately.

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

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

As part of an audit in accordance with 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 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 have required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

From the matters communicated with those charged with governance, I determine 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.

D I A International Audit Co., Ltd.

S. Chrityakierne

(Mrs. Suvimol Chrityakierne)

C.P.A. (Thailand)

Registration No. 2982

February 24, 2021

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF FINANCIAL POSITION
As at December 31, 2020

(Unit : Bath)

		Consolidated financial statements		Separate financial statements	
	Notes	December 31, 2020	December 31,2019	December 31, 2020	December 31,2019
			(Reclassified)		(Reclassified)
Assets					
Current assets					
Cash and cash equivalents items	7.1	34,571,236	62,875,082	26,362,808	59,125,829
Current investments	3, 12	-	1,820,180	-	1,482,250
Trade and other current receivables	8	116,281,609	62,807,692	119,154,380	86,002,114
Current contract assets	9.1	402,154,647	663,600,072	402,154,647	663,600,072
Short-term loans and interest receivable	10	3,068,990	2,465,733	771,094,519	831,917,214
Inventories	11	718,105,707	768,322,034	203,173,500	265,228,250
Advance payments for materials and contractors		19,184,286	12,616,682	15,727,819	8,313,246
Other current financial assets	12	351,132	-	-	-
Other current assets		9,306,479	18,002,957	8,068,914	16,363,326
Total current assets		1,303,024,086	1,592,510,432	1,545,736,587	1,932,032,301
Non-current assets					
Restricted banks deposits	3, 19	-	106,439,083	-	105,159,604
Other non-current financial assets	13	22,411,920	-	22,411,920	-
Investments in subsidiaries	14	-	-	20,000,000	20,000,000
Investments in associates and joint venture	15	-	158,173	-	2,550,000
Other long-term investments	3, 13	-	25,000,000	-	25,000,000
Land held for development		113,384,984	113,384,984	-	-
Investment property	16	1,014,569,126	1,032,194,418	761,263,504	769,307,207
Property, plant and equipment	17	163,906,097	170,537,329	163,613,142	169,996,587
Right-of-use assets	18	5,663,083	-	5,351,543	-
Other intangible assets other than goodwill		3,826,251	3,236,316	3,772,353	3,171,151
Non-current non-cash financial assets pledged as collateral	19	211,513,169	-	210,637,690	-
Withholding tax deducted at sources		56,681,704	64,800,751	55,168,291	63,475,157
Advance payments for purchases of real estate projects under development	20	-	-	-	-
Other non-current assets		1,559,208	2,816,556	1,074,606	2,319,446
Total non-current assets		1,593,515,542	1,518,567,610	1,243,293,049	1,160,979,152
Total assets		2,896,539,628	3,111,078,042	2,789,029,636	3,093,011,453

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF FINANCIAL POSITION
As at December 31, 2020

(Unit : Bath)

	Notes	Consolidated financial statements		Separate financial statements	
		December 31, 2020	December 31,2019 (Reclassified)	December 31, 2020	December 31,2019 (Reclassified)
Liabilities and shareholders' equity					
Current liabilities					
Short-term borrowings from financial institutions	21	19,560,000	484,195,520	19,560,000	484,195,520
Trade and other current payables	22	254,837,528	201,280,147	235,108,272	181,512,135
Unbilled construction cost payables		5,690,365	32,621,212	5,690,365	32,621,212
Current contract liabilities	9.1	70,382,607	154,242,992	63,658,297	147,687,389
Current portion of :					
Long-term borrowings	25	135,050,315	1,292,005	135,050,315	1,292,005
Lease liabilities	26	3,952,013	2,562,419	3,773,395	2,562,419
Short-term borrowings and accrued interest	23	8,922,469	58,963,565	1,578,082	51,619,178
Other current provisions	24	42,463,829	57,789,858	35,455,021	47,326,723
Other current liabilities		11,312,800	9,043,926	20,604,050	18,045,638
Total current liabilities		552,171,926	1,001,991,644	520,477,797	966,862,219
Non-current liabilities					
Long-term borrowings	25	169,644,281	-	169,644,281	-
Lease liabilities	26	47,839,594	11,235,019	23,791,569	11,235,019
Non-current contract liabilities	9.1	4,649,997	4,827,291	-	-
Deferred income tax liability	27	7,207,197	17,148,671	7,207,197	17,148,671
Provisions for employee retirement benefit	28	30,741,554	24,978,271	30,741,554	24,978,271
Provisions for onerous contracts	3	-	37,330,543	-	13,418,324
Retention payable to contractors		139,859,373	133,364,228	135,014,978	129,809,960
Other non-current liabilities		8,214,064	4,685,845	-	-
Total non-current liabilities		408,156,060	233,569,868	366,399,579	196,590,245
Total liabilities		960,327,986	1,235,561,512	886,877,376	1,163,452,464
Shareholders' equity					
Share capital	29				
12,650,632,144 Ordinary shares @ Baht 1.00 each		12,650,632,144	12,650,632,144	12,650,632,144	12,650,632,144
Issued and paid-up share capital					
8,433,754,763 Ordinary shares @ Baht 1.00 each		8,433,754,763	8,433,754,763	8,433,754,763	8,433,754,763
Share premium (discount) on ordinary shares					
Share premium on ordinary shares		248,605,614	248,605,614	248,605,614	248,605,614
Share discount on ordinary shares		(4,459,882,745)	(4,459,882,745)	(4,459,882,745)	(4,459,882,745)
Share premium on treasury stocks		5,970,478	5,970,478	5,970,478	5,970,478
Retained earnings (deficit)					
Legal reserve		16,482,791	16,482,791	16,482,791	16,482,791
Deficit		(2,246,532,417)	(2,308,269,529)	(2,408,726,562)	(2,383,966,596)
Other component of equity		65,947,921	68,594,684	65,947,921	68,594,684
Total shareholders' equity of Parent Company		2,064,346,405	2,005,256,056	1,902,152,260	1,929,558,989
Non-controlling interests		(128,134,763)	(129,739,526)	-	-
Total shareholders' equity		1,936,211,642	1,875,516,530	1,902,152,260	1,929,558,989
Total liabilities and shareholders' equity		2,896,539,628	3,111,078,042	2,789,029,636	3,093,011,453

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
For the year ended December 31, 2020

(Unit : Bath)

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
Revenues					
Revenue from construction		1,345,737,372	940,448,526	1,345,737,372	940,448,526
Revenue from sales of real estate		50,681,272	236,525,084	11,727,600	208,653,860
Rental income and fee leasehold		13,419,207	18,565,030	8,316,441	13,309,787
Other income					
Revenue from project consultant		1,025,000	2,230,000	7,314,330	16,488,620
Gain on disposal of investment property		642,980	50,889,781	642,980	50,889,781
Reversed allowance for expected credit loss incurred		-	5,368,645	-	1,386,822
Other income		52,124,482	47,737,781	43,125,274	46,071,282
Total revenues		1,463,630,313	1,301,764,847	1,416,863,997	1,277,248,678
Expenses					
Costs of construction		(1,153,264,123)	(880,699,697)	(1,153,264,123)	(880,699,697)
Cost of sales of real estate		(39,438,048)	(157,229,280)	(11,271,248)	(141,136,744)
(Loss) reverse on diminution in value of real estate development cost at net expected recoverable value		-	2,646,374	-	2,646,374
Cost of rental and leasehold fee		(42,793,198)	(46,375,035)	(29,903,652)	(33,103,748)
Distribution costs		(21,890,733)	(48,948,558)	(13,761,394)	(38,185,252)
Administrative expenses		(134,034,241)	(160,548,353)	(231,141,441)	(153,350,404)
Reserve short-term provisions		-	(6,099)	-	-
Total expenses		(1,391,420,343)	(1,291,160,648)	(1,439,341,858)	(1,243,829,471)
Profit (loss) from operating activities		72,209,970	10,604,199	(22,477,861)	33,419,207
Finance income		1,394,627	2,238,352	6,532,222	32,986,259
Finance costs		(4,771,216)	(8,502,466)	(4,765,432)	(8,254,722)
Share of profit (loss) of joint ventures and associates accounted for using equity method	15	(1,442,611)	(2,551,336)	-	-
Profit (loss) before income tax expense		67,390,770	1,788,749	(20,711,071)	58,150,744
Tax income (expenses)	30	(6,695,658)	661,690	(6,695,658)	661,690
Profit (loss) for the year		60,695,112	2,450,439	(27,406,729)	58,812,434

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
For the year ended December 31, 2020

(Unit : Baht)

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
Profit (loss) for the year		60,695,112	2,450,439	(27,406,729)	58,812,434
Other comprehensive income		-	-	-	-
Components of other comprehensive income					
that will not be reclassified to profit or loss					
Gains (losses) on remeasuements of					
defined benefit plans	28	-	2,044,058	-	2,044,058
Other comprehensive income for the year - net of tax		-	2,044,058	-	2,044,058
Total comprehensive income (expense) for the year		60,695,112	4,494,497	(27,406,729)	60,856,492
Profit (loss) attributable to :					
Owners of the Company		59,090,349	3,818,867	(27,406,729)	58,812,434
Non-controlling interests		1,604,763	(1,368,428)	-	-
		60,695,112	2,450,439	(27,406,729)	58,812,434
Total comprehensive income (expense) attributable to :					
Owners of the Company		59,090,349	5,862,925	(27,406,729)	60,856,492
Non-controlling interests		1,604,763	(1,368,428)	-	-
		60,695,112	4,494,497	(27,406,729)	60,856,492
Earnings (loss) per share	31				
Basic earnings (loss) per share		0.0070	0.0005	(0.0032)	0.0070
Diluted earnings (loss) per share		0.0069	0.0004	(0.0032)	0.0068

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended December 31, 2020

(Unit : Baht)

	Consolidated financial statements											
	Equity holders of the parent										Non-controlling interests	Total shareholders' equity
					Deficit		Other component of equity			Equity attributable to owners of the parent		
	Issued and paid-up share capital	Share premium on ordinary shares	Share discount on share capital	Share premium on treasury stocks	Appropriated for legal reserve	Unappropriated (deficit)	Revaluation surplus of fixed assets	Income tax	Net			
Balance as at January 1, 2020	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,308,269,529)	85,743,356	(17,148,672)	68,594,684	2,005,256,056	(129,739,526)	1,875,516,530
Transaction with shareholder on directly recorded to equity												
Depreciation of surplus on revaluation of assets	-	-	-	-	-	2,646,763	(3,308,453)	661,690	(2,646,763)	-	-	-
Total transaction with shareholder on directly recorded to equity	-	-	-	-	-	2,646,763	(3,308,453)	661,690	(2,646,763)	-	-	-
Comprehensive income (expense) for the year												
Profit for the year	-	-	-	-	-	59,090,349	-	-	-	59,090,349	1,604,763	60,695,112
Total comprehensive income (expense) for the year	-	-	-	-	-	59,090,349	-	-	-	59,090,349	1,604,763	60,695,112
Balance as at December 31, 2020	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,246,532,417)	82,434,903	(16,486,982)	65,947,921	2,064,346,405	(128,134,763)	1,936,211,642
Balance as at January 1, 2019	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,316,779,216)	89,051,808	(17,810,362)	71,241,446	1,999,393,131	(128,371,098)	1,871,022,033
Transaction with shareholder on directly recorded to equity												
Depreciation of surplus on revaluation of assets	-	-	-	-	-	2,646,762	(3,308,452)	661,690	(2,646,762)	-	-	-
Total transaction with shareholder on directly recorded to equity	-	-	-	-	-	2,646,762	(3,308,452)	661,690	(2,646,762)	-	-	-
Comprehensive income (expense) for the year												
Profit for the year	-	-	-	-	-	3,818,867	-	-	-	3,818,867	(1,368,428)	2,450,439
Other comprehensive expense for the year	-	-	-	-	-	2,044,058	-	-	-	2,044,058	-	2,044,058
Total comprehensive income (expense) for the year	-	-	-	-	-	5,862,925	-	-	-	5,862,925	(1,368,428)	4,494,497
Balance as at December 31, 2019	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,308,269,529)	85,743,356	(17,148,672)	68,594,684	2,005,256,056	(129,739,526)	1,875,516,530

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended December 31, 2020

(Unit : Baht)

	Consolidated financial statements									
	Equity holders of the par	Share premium	Share discount	Share premium	Deficit		Other component of equity			Total
	paid-up share capital	on ordinary shares	on share capital	on treasury stocks	Appropriated for legal reserve	Unappropriated (deficit)	Revaluation surplus of fixed assets	Income tax	Net	
Balance as at January 1, 2020	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,383,966,596)	85,743,356	(17,148,672)	68,594,684	1,929,558,989
Transaction with shareholder on directly recorded to equity										
Depreciation of surplus on revaluation of assets	-	-	-	-	-	2,646,763	(3,308,453)	661,690	(2,646,763)	-
Total transaction with shareholder on directly recorded to equity	-	-	-	-	-	2,646,763	(3,308,453)	661,690	(2,646,763)	-
Comprehensive income (expense) for the year										
Loss for the year	-	-	-	-	-	(27,406,729)	-	-	-	(27,406,729)
Total comprehensive income (expense) for the year	-	-	-	-	-	(27,406,729)	-	-	-	(27,406,729)
Balance as at December 31, 2020	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,408,726,562)	82,434,903	(16,486,982)	65,947,921	1,902,152,260
Balance as at January 1, 2019	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,447,469,850)	89,051,808	(17,810,362)	71,241,446	1,868,702,497
Transaction with shareholder on directly recorded to equity										
Depreciation of surplus on revaluation of assets	-	-	-	-	-	2,646,762	(3,308,452)	661,690	(2,646,762)	-
Total transaction with shareholder on directly recorded to equity	-	-	-	-	-	2,646,762	(3,308,452)	661,690	(2,646,762)	-
Comprehensive income (expense) for the year										
Profit for the year	-	-	-	-	-	58,812,434	-	-	-	58,812,434
Other comprehensive expense for the year	-	-	-	-	-	2,044,058	-	-	-	2,044,058
Total comprehensive income (expense) for the year	-	-	-	-	-	60,856,492	-	-	-	60,856,492
Balance as at December 31, 2019	8,433,754,763	248,605,614	(4,459,882,745)	5,970,478	16,482,791	(2,383,966,596)	85,743,356	(17,148,672)	68,594,684	1,929,558,989

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS
For the year ended December 31, 2020

(Unit : Baht)

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
Cash flows from operating activities					
Profit (loss) for the year		60,695,112	2,450,439	(27,406,729)	58,812,434
Adjustments to reconcile profit before tax income to cash received (paid) from operating activities					
Tax income (expenses)		6,695,658	(661,690)	6,695,658	(661,690)
Expected credit loss incurred		32,339,196	2,510,958	105,136,690	6,492,780
Loss on diminution in value of real estate development cost (reverse)		889,066	(2,646,374)	889,066	(2,646,374)
Depreciation and amortization		48,885,670	43,770,956	38,907,286	33,836,709
Share of loss of associates and joint venture		1,442,611	2,551,335	-	-
Loss from impairment of investment in associates and joint venture		-	-	2,550,000	-
Gain on disposal of investment property		(642,980)	(50,694,586)	(642,980)	(50,694,586)
Loss from devaluation of fair value		2,588,080	-	2,588,080	-
Loss on impairment of investment property (reverse)		-	(3,603,444)	-	(3,603,444)
Gain on disposal of property, plants and equipment		(1,313,425)	(498,406)	(1,313,425)	(498,406)
Loss on write-off property, plants and equipment		-	198,617	-	195,589
Other current provisions (reverse)		(10,455,470)	6,121,691	(7,014,601)	6,516,786
Provisions for employee retirement benefit		5,763,283	8,339,506	5,763,283	8,339,506
Financial income		(1,394,627)	(2,226,939)	(6,532,222)	(32,986,259)
Financial cost		32,480,935	33,451,326	29,774,615	30,549,812
Profit from operations before changes in operating assets and liabilities		177,973,109	39,063,389	149,394,721	53,652,857
Operating assets (increase) decrease					
Trade and other current receivable		(83,535,195)	164,018,665	(63,075,765)	148,796,405
Current contract assets		261,445,425	4,225,337	261,445,425	4,225,337
Inventories		29,008,482	109,022,162	40,846,905	98,189,768
Advance payments for materials and contractors		(9,236,818)	39,901,684	(10,083,787)	41,645,647
Deposit for land		-	1,000,000	-	1,000,000
Other current assets		8,696,478	(10,941,883)	8,294,412	(10,784,317)
Other non-current assets		1,257,348	9,408,246	1,244,840	9,402,246
Operating liabilities increase (decrease)					
Trade and other current payables		52,854,833	(100,935,686)	52,893,589	(99,511,826)
Unbilled construction cost payables		(26,930,847)	(304,035,092)	(26,930,847)	(304,035,092)
Current contract liabilities		(83,860,386)	(14,018,147)	(84,029,092)	(11,391,120)
Other current provisions		(4,870,559)	(16,145,779)	(4,857,101)	(11,157,814)
Other current liabilities		2,317,611	(28,812,677)	2,607,149	(28,740,153)

Notes to financial statements are an integral part of these financial statements.

EMC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS (Continued)
For the year ended December 31, 2020

(Unit : Baht)

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
Cash flows from operating activities (Continued)					
Non-current contract liabilities		(177,294)	-	-	-
Retention payable to contractors		6,495,145	21,209,732	5,205,018	21,544,645
Non-other current liabilities		2,085,608	718,924	-	(239,996)
Cash from(used in) operation activities		333,522,940	(86,321,125)	332,955,467	(87,403,413)
Payment for employee retirement benefit		-	(4,140,219)	-	(4,140,219)
Income tax paid		(8,518,085)	(18,781,369)	(8,330,266)	(18,327,868)
Net cash provided by (used in) operating activities		325,004,855	(109,242,713)	324,625,201	(109,871,500)
Cash flows from investing activities					
Cash received from short-term loan		-	5,813,680	14,200,000	24,713,830
Cash paid for short-term loan		(300,000)	(4,100,000)	(21,300,000)	(19,600,000)
Cash received from current financial assets		1,469,048	4,138,583	1,482,250	4,151,597
Cash received from investment in associates and joint venture		158,173	-	-	-
Cash paid for investment in associates		-	(2,550,000)	-	(2,550,000)
Cash received sales of investment property		7,047,600	98,302,800	7,047,600	98,302,800
Cash paid for acquisition of investment property		-	(202,481)	-	(202,481)
Cash received from sales of property, plant and equipment		1,314,953	551,401	1,314,953	551,401
Cash paid for acquisition of property, plant and equipment		(7,292,192)	(11,960,761)	(7,205,052)	(11,931,871)
Cash paid for acquisition other intangible assets except for goodwill		(1,205,140)	(126,900)	(1,205,140)	(126,900)
Cash received from current non-cash financial assets pledged as collateral		-	64,860,500	-	64,140,500
Cash paid for current non-cash financial assets pledged as collateral		(105,074,086)	-	(105,478,086)	-
Cash received from interest income		1,433,929	1,792,262	1,862,202	5,540,753
Net cash provided by investing activities		(102,447,715)	156,519,084	(109,281,273)	162,989,629
Cash flows from financing activities					
Increase (decrease) in short-term borrowings from financial institutions		(461,331,040)	187,500,000	(461,331,040)	187,500,000
Cash received from short-term borrowings		-	8,500,000	-	8,500,000
Cash paid for short-term borrowings		(50,000,000)	(83,500,000)	(50,000,000)	(83,500,000)
Cash received from long-term borrowings		360,000,000	-	360,000,000	-
Cash paid for long-term borrowings		(55,794,415)	(154,628,307)	(55,794,415)	(154,628,307)
Cash paid for Lease liabilities		(7,295,174)	(2,990,720)	(7,247,458)	(2,990,720)
Cash paid for interest expense		(36,440,357)	(39,390,426)	(33,734,036)	(36,302,986)
Net cash provided by financing activities		(250,860,986)	(84,509,453)	(248,106,949)	(81,422,013)
Net cash and cash equivalents, increase (decrease)		(28,303,846)	(37,233,082)	(32,763,021)	(28,303,884)
Cash and cash equivalents at the beginning of the period		62,875,082	100,108,164	59,125,829	87,429,713
Cash and cash equivalents at the end of the period	7.1	34,571,236	62,875,082	26,362,808	59,125,829

Notes to financial statements are an integral part of these financial statements.

1. General information

1.1 General information of the company

EMC Public Company Limited("The Company"), incorporated in Thailand, was listed on the Stock Exchange of Thailand with the Company registration number 0107538000321 on September 9, 1995, Its head office is situated at 140/66-67 , ITF Tower, 28th – 30th Floor, Silom Road, Suriwongse, Bangrak, Bangkok 10500, Thailand.

The Group is engaged in the provision of services under long-term service agreements and construction agreements and real estate development.

1.2 Major shareholder Group of Leenabanchong surname

1.3 Coronavirus disease 2019 pandemic :

The Coronavirus disease 2 0 1 9 pandemic is continuing to evolve, resulting in an economic slowdown and adversely impacting most businesses and industries in terms of supply chains, consumer spending relating to habitaton, limited or suspended real estate construction, operational delays, and more. This situation may bring uncertainties and have an impact on the environment in which the group operates.

Nevertheless, the management will continue to monitor the ongoing development and regularly assess the financial impact in respect of valuation of assets, provisions and contingent liabilities. The degree of the impact severity is dependent upon the pandemic controlling measures imposed by government and the duration of the such pandemic. The Management has used estimate and judgement in various issues when circumstance is changed.

2. Basis of financial statements preparation

2.1 The financial statements issued for Thai reporting purposes are prepared in the Thai language. This English translation of the financial statements has been prepared for the convenience of readers not conversant with the Thai language.

2.2 The consolidated and the separate financial statements were prepared in accordance with the generally accepted accounting principle under the Accounting Act B.E. 2543, which include the already announced accounting standards, financial reporting standards and their interpretation including accounting guidance issued by the Federation of Accounting Professionals established under the Accounting Professions Act B.E. 2547 which reach the conclusion to be promulgated.

The presentation in the financial statements are presented in accordance with the determination stated in the Notification of the Department of Business Development dated December 26, 2019, issued under the Accounting Act, B.E. 2543 and the regulation of The Stock Exchange of Thailand (SET) dated January 22, 2001, regarding the preparation and submission of financial statements and reports for the financial performance of the listed companies B.E. 2544. The format of presentation of the financial statements is not significantly different from the Notification of the Department of Business.

The financial statements were prepared and presented currency in Thai Baht which the Group functional currency, rounded to the nearest thousand baht unless otherwise stated and using historical cost basis except those disclosed otherwise in the accounting policies.

2.3 New financial reporting standards

2.3.1 Financial report standards that became effective in the current year

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

Financial reporting standards related to financial instruments

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

Financial reporting standards :

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Accounting standard :

TAS 32 Financial Instruments: Presentation

Financial Reporting Standard Interpretations :

TFRIC 16 Hedges of a Net Investment in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the 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.

The adoption such Financial Reporting Standards has no significant impact on these financial statements of the Group as stated in note 3 to 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 adoption of such financial reporting standards has material impact to financial statements of the Group. as stated in notes to financial statements No.3

2.3.2 Financial report standards that will become effective in the future

Financial reporting standards and interpretations become effective for fiscal years beginning on or after January 1, 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 that included in amendments to references to the Conceptual Framework in Financial Reporting Standards, Definition of business of material and reform of referenced interest.

The Group's management is currently evaluating the impact on the financial statements In the year which such group of such financial reporting standards are adopted.

3. The effect of changes in accounting policies due to the adoption of new financial reporting standards

As stated in note to financial statements no. 2.3.1, The Group has adopted Financial Reporting Standards (Group of financial instruments) and TFRS no.16 in the current period and comparative information was not restated.

TFRS no. 16 for leases previously classified as operating lease by recognizing lease liabilities as at January 1, 2020 at the present value of the lease payments to be made over the reaming of lease term, discounted by incremental borrowing rate of the Group and right-of-use assets lease-by-lease basis equal to the lease liabilities as follows.

(Unit :Thousand Baht)

	Consolidated financial statements			
	December 31, 2019	The effect of		January 1, 2020
		TFRS 9	TFRS 16	
Statement of financial position				
Assets				
Current investments	1,820	(1,820)	-	-
Other current financial assets	-	1,820	-	1,820
Restricted banks deposits	106,439	(106,439)	-	-
Other non-current financial assets	-	25,000	-	25,000
Other long-term investments	25,000	(25,000)	-	-
Right-of-use assets	-	-	5,661	5,661
Non-current non-cash financial assets pledged as collateral	-	106,439	-	106,439
Liabilities				
Current portion of lease liabilities	2,562	-	1,584	4,146
Lease liabilities	11,235	-	41,408	52,643
Provisions for onerous contracts	37,331	-	(37,331)	-

(Unit :Thousand Baht)

	Separate financial statements			
	December 31, 2019	The effect of		January 1, 2020
		TFRS 9	TFRS 16	
Statement of financial position				
Assets				
Current investments	1,482	(1,482)	-	-
Other current financial assets	-	1,482	-	1,482

(Unit :Thousand Baht)

	Separate financial statements			
	December 31, 2019	The effect of		January 1, 2020
		TFRS 9	TFRS 16	
Restricted banks deposits	105,160	(105,160)	-	-
Other non-current financial assets	-	25,000	-	25,000
Other long-term investments	25,000	(25,000)	-	-
Right-of-use assets	-	-	5,661	5,661
Non-current non-cash financial assets pledged as collateral	-	105,160	-	105,160
Liabilities				
Current portion of lease liabilities	2,562	-	1,584	4,146
Lease liabilities	11,235	-	17,495	28,730
Provisions for onerous contracts	13,418	-	(13,418)	-

Reconciliation leases liabilities as at January 1, 2020 and commitment relating operating leases as at December 31, 2019 as disclosed under accounting standard no. 17 is presented as follows.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements
Commitment relating operating leases as December 31, 2019	16,384	13,306
Adjusted by:		
Commitment relating to short-term leases and lease of low value assets	(10,062)	(6,984)
Net	6,322	6,322
Weighted average incremental borrowing rate as at January 1, 2020	6%	6%
Present value of commitment relating to operating leases after adjusted /leases liabilities as at January 1, 2020	5,661	5,661

As at 1 January 2020, the classifications and measurement of financial assets and financial liabilities required by TFRS 9, in comparison with classification and the carrying amount, are as follows :

(Unit: Thousand Baht)

	Consolidated financial statements			
	The former carrying amount	Classification and measurement in accordance with TFRS 9		
		Fair value through profit or loss	Amortised cost	Total
Financial assets				
Cash and cash equivalents items	62,875	-	62,875	62,875
Trade and other current receivables	62,808	-	62,808	62,808
Current contract assets	663,600	-	663,600	663,600
Short-term loans and interest receivable	2,466	-	2,466	2,466
Advance payments for materials and contractors	12,617	-	12,617	12,617
Other current financial assets	1,820	-	1,820	1,820
Other non-current financial assets	25,000	-	25,000	25,000
Non-current non-cash financial assets pledged as collateral	106,439	-	106,439	106,439
Financial liabilities				
Short-term borrowings from financial institutions	484,196	-	484,196	484,196
Trade and other current payables	201,280	-	201,280	201,280
Unbilled construction cost payables	32,621	-	32,621	32,621
Current contract liabilities	154,243	-	154,243	154,243
Short-term borrowings and accrued interest	58,964	-	58,964	58,964
Long-term borrowings	1,292	-	1,292	1,292
Lease liabilities	51,128	-	51,128	51,128
Non-current contract liabilities	4,827	-	4,827	4,827
Retention payable to contractors	133,364	-	133,364	133,364

(Unit: Thousand Baht)

	Separate financial statements			
	The former carrying amount	Classification and measurement in accordance with TFRS 9		
		Fair value through profit or loss	Amortised cost	Total
Financial assets				
Cash and cash equivalents items	59,126	-	59,126	59,126
Trade and other current receivables	86,002	-	86,002	86,002
Current contract assets	663,600	-	663,600	663,600
Short-term loans and interest receivable	831,917	-	831,917	831,917
Advance payments for materials and contractors	8,313	-	8,313	8,313
Other current financial assets	1,482	-	1,482	1,482
Other non-current financial assets	25,000	-	25,000	25,000
Non-current non-cash financial assets pledged as collateral	105,160	-	105,160	105,160
Financial liabilities				
Short-term borrowings from financial institutions	484,196	-	484,196	484,196
Trade and other current payables	181,512	-	181,512	181,512
Current contract liabilities	32,621	-	32,621	32,621
Current contract liabilities	147,687	-	147,687	147,687
Short-term borrowings and accrued interest	51,619	-	51,619	51,619
Long-term borrowings	1,292	-	1,292	1,292
Lease liabilities	27,215	-	27,215	27,215
Retention payable to contractors	129,810	-	129,810	129,810

4. Basis of the consolidated financial statements preparation

4.1 The consolidated financial statements consist of the financial statements of the Company and subsidiaries (together called "The Group").

4.2 A subsidiary companies are enterprise under the control of the Group. This control occurs when the Group have a controlling power directly or indirectly in giving direction of financial policy and operation of that company in order to derive benefits from that subsidiary companies. Also the financial statements of the subsidiary companies will be combined into the consolidated financial statements of the Group commencing from the date of control until the cessation date of such control.

4.3 The consolidated financial statements are prepared by using the same accounting policies for similar accounting items or events.

4.4 The accounting period of the subsidiary companies ends on the same date as that of EMC Public Company Limited.

4.5 The consolidated financial statements has been prepared by including the financial statements of EMC Public Company Limited and its subsidiaries after eliminate the significant related party balances and transactions and recognized investments in associated and joint venture with equity method. The Company holds directly and indirectly shares at the percentage of :-

Name of company	Nature of business	Incorporated in	Percentage of shareholding	
			2020	2019
Subsidiaries				
BR Construction Co., Ltd.	The provision of services under long-term service agreements and construction agreements. Currently, the subsidiary does not engage in any business.	Thailand	51.00	51.00
Rich Man Property Co., Ltd.	Real estate development	Thailand	100.00	100.00
North Property Co., Ltd.	Real estate development	Thailand	100.00	100.00
Sajja Bangsaen Condominium Co., Ltd	Real estate development	Thailand	100.00	100.00
Siam Bangkok Development Co., Ltd.	Real estate development	Thailand	100.00	100.00
Imperial land company Limited	Real estate development	Thailand	100.00	100.00
Associated				
Sanken - EMC Co., Ltd.	Slough service construction agreements	Thailand	48.00	48.00
Joint Arrangement				
Power Line Engineering Public Company Limited and EMC Public Company Limited	The joint arrangement does not engage in any business since 2013	Thailand	-	49.00
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	Real estate	Thailand	51.00	51.00

The financial statements of the subsidiaries, associated and joint arrangement are prepared for the same reporting periods as the Company and using consistent significant accounting policies.

The non-controlling interest is measured at the non-controlling interest's proportionate share of the acquirer's identifiable net assets.

4.6 The separate financial statements present investments in subsidiaries, joint ventures and associates under the cost method.

5. Accounting policies

Significant accounting policies used in the preparation of the financial statements can be summarized as follows :

5.1 Cash and cash equivalents items include cash, bank deposits in the forms of savings and current accounts, and fixed accounts with term not exceeding three months and not subject to withdrawal restrictions.

5.2 Trade / Contract assets

5.2.1 Trade receivable and contract assets are stated at the receiving right of their invoice value less allowance for expected credit losses.

5.2.2 The Group recognises allowance for expected credit losses on its financial assets measured at amortised cost, and they are no longer necessary for a credit - impaired event to have occurred. The Group applies simplified approach to consider allowance for expected credit losses over the lifetime of financial assets.

5.3 Inventories

5.3.1 Construction materials are stated at cost or net realizable value, whichever is lower.

5.3.2 Remaining real estate development costs are stated at the lower of cost and net realizable value. Cost comprises cost of land, design fees, utilities, construction costs and directly related finance cost and expenses. The Group recognizes loss on diminution in value of projects (if any) in the statement of comprehensive income.

5.4 Investments

5.4.1 Investments in joint ventures and associates are accounted for in the consolidated financial statements using the equity method.

5.4.2 In the separate financial statements, the investments in subsidiary companies, associates and joint venture are recorded by the cost method less accumulated allowance for impairment and recorded the recognition of the change of the investments value in the statement of comprehensive income when the investments has been disposed or impaired.

5.5 Other current financial assets

Investments in equity securities of non-listed company is measured at fair value through profit or loss (FVTPL) and presented in statement of financial position at fair value by recognizing net change in fair value in profit or loss.

5.6 Deferred financial fee

Financial expenses relating to loan incurred before or date of loan facilities contract or loan drawdown is recorded as deferred financial fee. Deferred financial fee will be amortised by proportion of loan draw-down and presented by deducting from related loan and amortised by effective interest rate method by term of loan.

Amortisation of financial fee is included profit or loss for the year as "Finance Cost". Except for incase of recording as partial of cost of assets which is resulted from taking long time for construction or production of such assets for using or sales

5.7 Land awaiting developments are valued at cost or net realisable value whichever is lower.

5.8 Investment property of the Group are land, building and condominium units without specific purpose of use in the future and exploiting for rental income or appreciation of the asset. The Group measures the investment property by the cost value, deducted the accumulated depreciation and impairment loss (if any) and calculated depreciation on a straight-line method over their approximate useful-life of 30 years, except for land which is considered to have an indefinite life.

5.9 Property, plant and equipment

Equipment are stated at cost less accumulated depreciation and allowance for impairment (if any).

Land and buildings are stated at revalued amounts less accumulated depreciation and allowance for impairment. Revaluations are performed by independent professional valuers with sufficient regularity to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the statement of financial position date.

The Group records the differences incurred from revaluation as follows :-

When an asset's carrying amount is increased as a result of a revaluation, the increase is recognized in other comprehensive income and presented in equity in the statement of financial position as a "Revaluation surplus on fixed assets". However, a revaluation increase is recognized in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit and loss.

When an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognized in profit or loss. However, the decrease is recognized in other comprehensive income to the extent of any credit balance existing in the revaluation surplus in respect of that asset. The decrease recognized in other comprehensive income reduces the amount accumulated in equity under the heading "Revaluation surplus of fixed assets".

The revaluation surplus on fixed assets is not available for dividend distribution.

When assets are sold or retired, their costs and accumulated depreciation are eliminated from the accounts and any gain or loss resulting from their disposal is included in the statement of comprehensive income in the period they are incurred.

Depreciation

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

	Years
Office buildings	36
Building improvements	5
Sales gallery	4
Tools, machinery and equipment	5 - 10
Furniture, fixtures and office equipment	3 - 10
Vehicles	5

5.10 Other intangible assets other than goodwill

Software licenses that are acquired by the Group are stated at cost less accumulated amortization and impairment losses.

Amortization is charged to the statement of comprehensive income on a straight-line basis from the date that intangible assets are available for use over the estimated useful lives of the assets, unless such lives are indefinite. Intangible assets with an indefinite useful life are not amortized but are systematically tested for impairment at each statement of financial position date. The estimated useful lives of software licenses are 3 years to 10 years.

5.11 Impairment of non-financial assets, the Group assesses at each statement of financial position date whether there is an indication that an asset may be impaired. If any such indication exists, the Group make an estimate of the asset's recoverable amount. When the carrying amount of the asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in statements of comprehensive income.

The recoverable amount of assets is the greater of fair value less costs to sell the asset or value in use.under the agreement whichever is the higher.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

5.12 Employee benefits

Short-term employee benefits

The Group recognize salaries, wages, bonuses, contributions to social security fund and provident fund as expense when incurred.

Post-employment benefits

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The defined benefit plan is defined as the post-employment benefit plan.

The obligation under the defined benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method on a regular basis. The projected unit credit method is the allocation of benefits for the current period and previous period That must be paid to employee who provide services to the group of company to various periods according to the calculation formula of the benefits of the project and will allocate benefits by straight-line method throughout the service life of the employee until retirement.

Current service cost, Past service costs and gains and losses on settlement Including gains and losses from reducing project size and project benefit payment when reducing project size will be recognized in the income statement in the period which the transaction occurs.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

The defined benefit obligations are measured at the present value of estimated future cash flows using a discount rate that is similar to the interest rate on government bond.

5.13 Estimation of liabilities: The Group will record liability estimates whenever there is certainty that liability or obligation will occur at present legally or by estimation from the result connected with the past event. Such obligation is expected to cause damage to loss of useful or economic resources in order to make payment toward obligation and the amount to be paid is respectfully estimated. If payment made toward liability estimated is recovered fully or partly with certainty, the Group will recorded the recovered payment as asset separately but the amount so recorded must be more than the amount of related liability estimate and the related expense with the liability estimate will be shown in the statement of comprehensive income in the net amount after recovered expense already recognized.

The Group recognized provision for liabilities by the best estimate of the expected expenses to settle the present obligation at the end of the reporting period. In the case where the time value of money has a significant effect on the amount of such provision. The group of company need to reduce cash flow to present value by the discount rate used must be the pre-tax rate that reflects the current market situation of the time value of money and the specific risk of the liabilities being considered. In measuring the value of estimate liabilities. The group of company must consider the risks and uncertainties that are inevitable which it is surrounding on events and situations to get the best estimate of provision.

5.14 Premiums on ordinary shares when the Company share subscription monies are in excess of the par value of the shares issued, the Company has to set aside this excess amount to a reserve account ("premiums on ordinary shares"). Premiums on ordinary share are not available for dividend distribution.

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

5.16 Non-controlling interests

Non-controlling interests mean book value of the subsidiaries' net asset according to the holding ratio of non-controlling interests or interests that are not owned by the shareholders of the parent company. Non-controlling interests will declare any item in shareholders' equity in the statement of consolidated financial position and the net gains (losses) item of non-controlling interests separating in consolidated income statement. The comprehensive income will be divided to non-controlling interests even if it makes negative balance in non-controlling interests.

5.17 Incomes recognition

5.17.1 Revenue from sale of property : The Group considers most of contract of selling land together with house and residential condominium units having only one obligation . Therefore, revenue from sale is recognized at the time when the construction works are completed and the ownerships have been transferred to buyers.

Revenue from sales is recognized by value of contract less discount , giveaway and absorbed expenses for buyer.

5.17.2 The Group considers most of construction contract having only one obligation. Revenue from construction contract is recognized throughout period by percentage of completion works.

The percentage of completion works is calculated by comparing construction cost incurred throughout the end of period with the estimated total cost used in the construction contact. When it is unable to reliably estimate construction works, revenue from construction contract is recognised not exceeding over construction cost and it is certainly probable to recover such construction cost.

The recognised revenues which have not yet been due as per contracts have been shown under the caption of "Current contract assets" in the statements of financial position.

5.17.3 Rental income from leasehold is recognized in the statement of comprehensive income on straight-line method over the term of the lease.

5.17.4 Finance income is recognised on an accrual basis based on the effective interest rate.

5.17.5 Dividend income is recognised when the right to receive the dividends is established.

5.17.6 Other income, the group is recognized on accrual basis.

5.18 Expenses recognition

5.18.1 Cost of land and houses sold and cost of residential condominium units, in determining the cost of real estate sold, the anticipated total development costs (taking into account actual costs incurred to date) are attributed to land and houses sold on the basis of the salable area and to residential condominium units sold on the basis of the salable area weighted to the selling price of the unit, and then recognised as costs in profit or loss concurrently with revenue from sales.

5.18.2 Cost of construction contract is recognised on accrual basis. In case of, If there is ant event that indicate total estimated cost of project exceeding over total revenue of construction contract, the Group will recognise loss possible incurred as expenses such accounting period.

5.18.3 Financial cost consists of interest expense or other expenses in similar nature charged to the statement of comprehensive income in the year such expenses are incurred except in case that they are partly recorded as cost of assets due to the effect of long period of time used to acquire construction or produce such assets prior to direct utilization or for sale. Interest which is part of installment amount under finance lease contract is charged to the statement of comprehensive income by effective rate method.

5.18.4 Other expense is recognized on accrual basis.

5.19 Income tax comprises current tax and deferred tax. Income tax is recognized in profit or loss except to the extent that related to items recognized in other comprehensive income or recognized directly in equity which will recognize in other comprehensive income or recognized directly in equity as same as that items.

Current tax

The Group recognise the current tax at the amount expected to be paid to the taxation authorities, are calculated based on taxable profits in accordance with Revenue Code.

Deferred tax

The Group recognise the deferred tax on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

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

5.20 Eearnings (loss) per share

5.20.1 Basic earnings (loss) per share is calculated by dividing profit (loss) for the year by the weighted average number of already issued and fully paid shares during the accounting year

5.20.2 Diluted earnings (loss) per share is calculated by dividing annual profit (loss) for the year after adjustment with the effect of item related to diluted ordinary shares by the weighted average number of already issued and fully paid shares during the year plus number of ordinary shares which may be issued in order to convert all diluted ordinary shares to ordinary shares.

5.21 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 the 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 Company, important managers, directors or the employees of the Group who have the power to plan and control the operations of the Company and its subsidiaries 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.

5.22 The sectoral business operation is disclosed under the separate business sectors of the Group. The business segment is the business sector that source products or provide services which have different risks and return from the risks and return of the products or services provide by other business sectors.

5.23 Financial instruments

Classification and measurement

1) At the initial recognition,fnancial assets are classified and 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 Group's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

2) The Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. 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 Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

Impairment of financial assets

The Group recognises an allowance for expected credit losses on its financial assets measured at amortised cost, without requiring a credit-impaired event to have occurred prior to the recognition. The Group accounts for changes in expected credit losses in stages, with differing methods of determining allowance for credit losses and the effective interest rate applied at each stage. An exception from this approach is that for trade receivables or contract assets that do not contain a significant financing component, the company applies a simplified approach to determine the lifetime expected credit losses.

5.24 Leases

Right-of-use assets

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

Depreciation is calculated by cost of assets on straight line method over term of leases.

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of the lease payments to be made over the lease term, discounted by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification or reassessme.

Short-term leases and Leases of low-value assets

The Group has elected exception to recognize short-term leases (leases with a term of 12 months or less from effective date of leases and purchasing option) and underlying low value assets. The amount paid under such leases is recognized as expenses in profit or loss on straight line method over term of leases.

5.25 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 apply 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 Company and its subsidiaries

measure fair value using valuation technique that are appropriate in the circumstances and maximize 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 categories 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 determine 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.

5.26 Significant accounting judgments and estimates

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

Estimated real estate development project costs

In calculating cost of condominium and cost of land and buildings sold, the Group have to estimate all project development costs, comprising land and land improvement costs, design and construction costs, public utility costs, borrowing costs and other related costs. The management estimates these costs based on their business experience and revisits the estimations on a periodical basis or when the actual costs incurred significantly vary from the estimated costs.

Estimated construction project costs

The Group estimates costs of construction projects based on details of the construction work, taking into account the volume and value of construction materials to be used in the project, labour costs and other miscellaneous costs to be incurred to completion of service, taking into account the direction of the movement in these costs. Estimates are reviewed regularly or whenever actual costs differ significantly from the figures used in the original estimates.

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 is required to make judgement and estimates expected credit losses of each debtor 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 historical credit loss experience and forecast economic conditions of the Group may also not be representative of whether a customer will actually default in the future.

Allowance for devaluation on inventories

In determining the allowance for devaluation on inventories, management has used judgment to estimate losses that are expected to arise from such inventories. Net realizable value is the estimated selling price in the ordinary course of business less the necessary expenses to make the sale, allowance for obsolete goods estimated by considering inventories aging

Impairment of investments in subsidiaries, associates and other in long-term investments

The Company treats investments in subsidiaries and associates and other in long-term investments as impaired if the business operations of such companies are severely impacted by the economic crisis and the investments will take time to recover their value. The management determines devaluation of such investments based on management's judgement. The use of different estimates and assumptions could affect the amounts of allowances for impairment of investments in subsidiaries, associates and other in long-term investments and adjustments to the allowances may therefore be required in the future.

Depreciation of investment property buildings and equipment and right-of-use assets

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of investment property buildings and equipment and right-of-use assets The management will review the estimate useful lives and residual values when there are any changes from the estimates made during the prior periods, derecognition of the dilapidated asset or cease of usage from disposal or disused.

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

Deferred tax assets

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

Provision for maintenance of housing and condominium units

In recording provision for maintenance of housing and condominium units care warrantee, the management estimates the expenses expected to be incurred as a result of providing maintenance based on past experiences of actual expenses claimed.

Compensation for Housing Estate Juristic Persons

The Group estimate the compensation for Housing Estate Juristic Persons using the rate specified by the laws and regulations and the budgeted public utilities costs as a basis for the calculation.

Post-employment benefits under defined benefit plan

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

Litigation

The Group normally have contingent liabilities as a result of disputes and litigation. Management use judgment to assess the results of the disputes and litigation and recognize reasonable provision for losses in the accounts at the reporting date. However, actual results could differ from the estimates.

Other estimates are disclosed under related caption in these notes to financial statements.

6. Business transactions with related parties and person

The Group has significant business transaction with related person and parties with common director and shareholder. Such business transaction in accordance with condition and mutually agreed in normal course of business and significant related party transaction

6.1 Relationship of related parties

Consisted of :-

Name of companies	Nationality	Nature of relationship
BR Construction Co., Ltd.	Thai	Subsidiary
Rich Man Property Co., Ltd.	Thai	Subsidiary
Sajja Bangsaen Condominium Co., Ltd.	Thai	Subsidiary
North Property Co., Ltd.	Thai	Subsidiary
Siam Bangkok Development Co., Ltd.	Thai	Subsidiary
Imperial Land Co., Ltd.	Thai	Subsidiary
Sanken - EMC Co., Ltd.	Thai	Associate
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	Thai	Joint Arrangement
Ua WithYa Public Company Limited	Thai	Common shareholders
Khun Voravit Leenabanchong	Thai	Shareholder and Directors
Khun Chanachai Leenabanchong	Thai	Shareholder and Directors
Khun Chinchai Leenabanchong	Thai	Shareholder
Khun Chinsiri Leenabanchong	Thai	Shareholder
Khun Nutteera Ngamlertkul	Thai	Shareholder
Khun Wachara Pakdeemonthon	Thai	Directors

Policy of setting prices

	Policy
Project consultant fees	Based on the agreed price
Other income	Based on the agreed price
Advance payments	Interest was not inter-charge
Finance income	
BR Construction Co., Ltd.	6.50% -7.50% per annum
Rich Man Property Co., Ltd.	5.50% -7.50% per annum
Sajja Bangsaen Condominium Co., Ltd.	5.50% -7.50% per annum
North Property Co., Ltd	5.50% -7.50% per annum
Siam Bangkok Development Co., Ltd.	5.50% -7.50% per annum
Imperial Land Co., Ltd.	5.50% -7.50% per annum
Sanken - EMC Co., Ltd.	5.50% -7.50% per annum
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	5.50% -7.50% per annum
Costs of construction	Based on the agreed price
Finance costs	
Ua WithYa Public Company Limited	6.25% per annum

	Policy
Khun Voravit Leenabanchong	6.00% per annum
Khun Chanachai Leenabanchong	6.00% per annum
Khun Chinchai Leenabanchong	6.00% per annum
Khun Chinsiri Leenabanchong	6.00% per annum

6.2 Inter-assets and liabilities are as follows :-

(Unit :Thousand Baht)

Type of items	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Trade accounts receivable				
BR Construction Co., Ltd.	-	-	139,119	139,119
Less Allowance for expected credit loss in-curred	-	-	(139,119)	(139,119)
Total	-	-	-	-
Other current receivables				
BR Construction Co., Ltd.	-	-	4,600	4,600
Less Allowance for expected credit loss in-curred	-	-	(4,600)	(4,600)
Net	-	-	-	-
North Property Co., Ltd.	-	-	810	639
Less Allowance for expected credit loss in-curred	-	-	(247)	(247)
Net	-	-	563	392
Sajja Bangsaen Condominium Co., Ltd.	-	-	1,227	1,049
Less Allowance for expected credit loss in-curred	-	-	(603)	(603)
Net	-	-	624	446
Rich Man Property Co., Ltd.	-	-	11,139	8,314
Less Allowance for expected credit loss in-curred	-	-	(11,139)	(2,129)
Net	-	-	-	6,185
Imperial Land Co.Ltd.	-	-	18,103	15,748
Less Allowance for expected credit loss in-curred	-	-	(18,103)	-
Net	-	-	-	15,748

(Unit :Thousand Baht)

Type of items	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Siam Bangkok Development Co., Ltd.,	-	-	1,102	1,381
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	3,902	2,438	3,902	2,438
Ua WithYa Public Company Limited	61	61	-	-
Total	3,963	2,499	6,191	26,590
Advance payment				
North Property Co., Ltd.	-	-	-	15
Rich Man Property Co., Ltd.	-	-	1,041	-
Less Allowance for expected credit loss in-curred	-	-	(1,041)	-
Net	-	-	-	-
Khun Wachara Pakdeemonthon	200	-	200	-
Total	200	-	200	15
Accrued income				
Siam Bangkok Development Co., Ltd.,	-	-	984	1,304
Rich Man Property Co., Ltd.	-	-	12	12
Less Allowance for expected credit loss in-curred	-	-	(12)	-
Net	-	-	-	12
Imperial Land Co.Ltd.	-	-	594	19
Less Allowance for expected credit loss in-curred	-	-	(594)	-
Net	-	-	-	19
Total	-	-	984	1,335
Current contract assets				
BR Construction Co., Ltd.	-	-	308	308
Less Allowance for expected credit loss in-curred	-	-	(308)	(308)
Total	-	-	-	-

(Unit :Thousand Baht)

Type of items	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Short-term loans and interest receivable				
Short-term loans				
(interest rate at 6.50% to 7.50% per annum) :				
BR Construction Co., Ltd.	-	-	95,707	94,707
Less Allowance for expected credit loss in-curred	-	-	(95,707)	(94,707)
Net	-	-	-	-
(interest rate at 5.50% to 7.50 % per annum) :				
Rich Man Property Co., Ltd.	-	-	465,046	466,846
Less Allowance for expected credit loss in-curred	-	-	(115,295)	(115,295)
Net	-	-	349,751	351,551
Sajja Bangsaen Condominium Co., Ltd.	-	-	47,914	47,614
Less Allowance for expected credit loss in-curred	-	-	(7,007)	(7,007)
Net	-	-	40,907	40,607
Imperial Land Co.Ltd.	-	-	219,000	218,000
Less Allowance for expected credit loss in-curred	-	-	(11,087)	(11,087)
Net	-	-	207,913	206,913
North Property Co., Ltd.	-	-	51,404	51,104
Siam Bangkok Development Co., Ltd.,	-	-	24,500	18,500
Sanken - EMC Co., Ltd	4,900	4,600	4,900	4,600
Less Allowance for expected credit loss in-curred	(2,500)	(2,500)	-	-
Net	2,400	2,100	4,900	4,600
Total short-term loans	2,400	2,100	679,375	673,275
Accrued interest receivable				
BR Construction Co., Ltd.	-	-	23,108	20,502
Less Allowance for expected credit loss in-curred	-	-	(23,108)	(20,502)
Net	-	-	-	-
Rich Man Property Co., Ltd.	-	-	145,998	89,748
Less Allowance for expected credit loss in-curred	-	-	(87,782)	-
Net	-	-	58,216	89,748

(Unit :Thousand Baht)

Type of items	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
North Property Co., Ltd.	-	-	20,115	13,951
Less Allowance for expected credit loss in-curred	-	-	(6,164)	-
Net	-	-	13,951	13,951
Sajja Bangsaen Condominium Co., Ltd.	-	-	17,863	12,119
Less Allowance for expected credit loss in-curred	-	-	(5,744)	-
Net	-	-	12,119	12,119
Siam Bangkok Development Co., Ltd.,	-	-	2,785	2,002
Imperial Land Co.Ltd.	-	-	54,638	40,456
Less Allowance for expected credit loss in-curred	-	-	(50,659)	-
Net	-	-	3,979	40,456
Sanken - EMC Co., Ltd	669	366	669	366
Total accrued interest receivable	669	366	91,719	158,642
Total	3,069	2,466	771,094	831,917
Trade accounts payable				
Ua WithYa Public Company Limited	709	4,888	-	4,179
Total	709	4,888	-	4,179
Other current liabilities				
BR Construction Co., Ltd.	-	-	9,101	9,101
Imperial Land Co.Ltd.	-	-	347	-
Total	-	-	9,448	9,101
Retention payable				
Sanken - EMC Co., Ltd	10,128	10,128	10,128	10,128
Ua WithYa Public Company Limited	2,596	1,778	2,596	1,778
Total	12,724	11,906	12,724	11,906
Short-term borrowings (interest rate of 6.00%)				
Khun Voravit Leenabanchong	-	32,500	-	32,500
Khun Chinsiri Leenabanchong	-	17,500	-	17,500
Total short-term borrowings	-	50,000	-	50,000

(Unit :Thousand Baht)

Type of items	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Accrued interest expenses				
Ua WithYa Public Company Limited	3,554	3,554	1,578	1,577
Khun Voravit Leenabanchong	-	28	-	28
Khun Chinsiri Leenabanchong	-	14	-	14
Total accrued interest expense	3,554	3,596	1,578	1,619
Total	3,554	53,596	1,578	51,619

The movement for the year ended December 31, 2020 and 2019 of loans to related parties are as follows:-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
BR Construction Co., Ltd.				
Balance as at January 1,	-	-	94,707	93,207
Plus Increase during the year	-	-	3,200	1,500
Less Received during the year	-	-	(2,200)	-
Balance as at December 31,	-	-	95,707	94,707
Rich Man Property Co., Ltd.				
Balance as at January 1,	-	-	466,846	465,846
Plus Increase during the year	-	-	2,200	1,000
Less Received during the year	-	-	(4,000)	-
Balance as at December 31,	-	-	465,046	466,846
Sajja Bangsaen Condominium Co., Ltd.				
Balance as at January 1,	-	-	47,614	47,614
Plus Increase during the year	-	-	300	-
Balance as at December 31,	-	-	47,914	47,614
North Property Co., Ltd.				
Balance as at January 1,	-	-	51,104	51,104
Plus Increase during the year	-	-	300	-
Balance as at December 31,	-	-	51,404	51,104

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Siam Bangkok Development Co., Ltd.,				
Balance as at January 1,	-	-	18,500	37,400
Plus Increase during the year	-	-	14,000	-
Less Received during the year	-	-	(8,000)	(18,900)
Balance as at December 31,	-	-	24,500	18,500
Imperial Land Co.Ltd.				
Balance as at January 1,	-	-	218,000	205,000
Plus Increase during the year	-	-	1,000	13,000
Less Received during the year	-	-	-	-
Balance as at December 31,	-	-	219,000	218,000
Sanken - EMC Co., Ltd				
Balance as at January 1,	4,600	2,500	4,600	2,500
Plus Increase during the year	300	2,100	300	2,100
Less Received during the year	-	-	-	-
Balance as at December 31,	4,900	4,600	4,900	4,600
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture)				
Balance as at January 1,	-	3,814	-	3,814
Plus Increase during the year	-	2,000	-	2,000
Less Received during the year	-	(5,814)	-	(5,814)
Balance as at December 31,	-	-	-	-
Total short-term loans	4,900	4,600	908,471	901,371

As at December 31, 2020 and 2019, short-term loans to related parties are unsecured promissory notes and period of promissory note are 12 month from the date of issue and due at call. Interest was charged at the rates of 5.50%-7.50% and 6.50%-8.50% per annum ,respectively (Separate : apart of short-term loans to BR Construction Co.,Ltd. in amount of Baht 53.55 million, interest was not inter-charge).

The movement for the year ended December 31, 2020 of allowance for expected credit loss incurred of short-term loans and interest receivable are as follows :-

(Unit :Thousand Baht)

	Separate financial statements			
	January 1, 2020	Increase	Decrease	December 31, 2020
BR Construction Co., Ltd.				
short-term loans	94,707	3,200	(2,200)	95,707
Accrued interest receivable	20,502	2,656	(50)	23,108

(Unit :Thousand Baht)

	Separate financial statements			
	January 1, 2019	Increase	Decrease	December 31, 2019
BR Construction Co., Ltd.				
short-term loans	93,207	1,500	-	94,707
Accrued interest receivable	18,020	2,482	-	20,502

The movement for the year ended December 31, 2020 of short-term loans from related persons and parties are as follows :-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Khun Vorawit Leenabanchong				
Balance as at January 1,	32,500	50,000	32,500	50,000
Less Payment during the year	(32,500)	(17,500)	(32,500)	(17,500)
Balance as at December 31,	-	32,500	-	32,500
Khun Chinsiri Leenabanchong				
Balance as at January 1,	17,500	30,000	17,500	30,000
Less Payment during the year	(17,500)	(12,500)	(17,500)	(12,500)
Balance as at December 31,	-	17,500	-	17,500
Total short-term loans	-	50,000	-	50,000

As at December 31, 2020 and 2019, short-term borrowings from related persons are borrowings from directors and shareholders in the form of unsecured promissory notes of 6 months and 12 months, interest was charged at the rate of 6.00% per annum.

6.3 Inter-revenues and expenses are as follows :-

(Unit :Thousand Baht)

Type of items	Consolidated financial statement		Separate financial statement	
	As at December 31,			
	2020	2019	2020	2019
Revenue from project consultant				
Siam Bangkok Development Co., Ltd.,	-	-	3,180	5,160
Imperial Land Co.Ltd.	-	-	1,923	5,540
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	1,025	2,230	1,025	2,230
Rich Man Property Co., Ltd.	-	-	1,186	3,558
Total	1,025	2,230	7,314	16,488
Finance income				
BR Construction Co., Ltd	-	-	2,656	2,482
Less Expected credit loss incurred	-	-	(2,656)	-
Net	-	-	-	2,482
Rich Man Property Co., Ltd.	-	-	56,250	9,097
Less Expected credit loss incurred	-	-	(56,250)	-
Net	-	-	-	9,097
North Property Co., Ltd.	-	-	6,164	998
Less Expected credit loss incurred	-	-	(6,164)	-
Net	-	-	-	998
Sajja Bangsaen Condominium Co., Ltd.	-	-	5,747	929
Less Expected credit loss incurred	-	-	(5,747)	-
Net	-	-	-	929
Siam Bangkok Development Co., Ltd.,	-	-	1,183	1,846
Imperial Land Co.Ltd.	-	-	14,182	15,431
Less Expected credit loss incurred	-	-	(10,303)	-
Net	-	-	3,879	15,431

(Unit :Thousand Baht)

Type of items	Consolidated financial statement		Separate financial statement	
	As at December 31,			
	2020	2019	2020	2019
Sanken - EMC Co., Ltd.	303	271	303	271
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	-	76	-	76
Total	303	347	5,365	31,130
Other income				
Imperial Land Co.Ltd.	-	-	575	4
Siam Bangkok Development Co., Ltd.,	-	-	721	724
Total	-	-	1,296	728
Cost of construction				
Ua WithYa Public Company Limited	12,944	27,249	12,944	27,249
Sanken - EMC Co., Ltd	-	97,290	-	97,290
Total	12,944	124,539	12,944	124,539
Finance costs				
Khun Voravit Leenabanchong	1,480	2,450	1,480	2,450
Khun Chanachai Leenabanchong	-	1,671	-	1,671
Khun Chinchai Leenabanchong	-	31	-	31
Khun Chinsiri Leenabanchong	755	1,521	755	1,521
Total	2,235	5,673	2,235	5,673
Directors' remuneration and key management benefits				
Short-term benefits	19,547	23,239	19,547	23,239
Post-employment benefits	4,331	4,416	4,331	4,416
Directors' remuneration	2,090	2,371	2,090	2,371
Total	25,968	30,026	25,968	30,026

7. Additional cash flows information

7.1 Cash and cash equivalents as at December 31, 2020 and 2019 as follows:

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,			
	2563	2562	2563	2562
Cash	972	762	880	692
Current deposits	334	467	290	409
Savings deposits	33,259	61,110	25,193	57,494
Fixed deposits three months	6	536	-	530
Total	34,571	62,875	26,363	59,125

As at December 31, 2020 and 2019, saving and fixed accounts of the Group bearing interest at the rates of 0.25% to 1.25% per annum and 0.22% to 1.25% per annum, respectively. (Separate : 0.25% to 1.25% per annum and 0.22% to 1.00% per annum, respectively).

7.2 Non cash transaction for the year ended December 31, 2020 and 2019 are as follows:

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,			
	2020	2019	2020	2019
1. Transfer real estate development cost to investment property	20,319	-	20,319	-
2. Transfer deposit to other long-term investment	-	25,000	-	25,000
3. Amortisation evaluation surplus of buildings	3,308	3,308	3,308	3,308
4. Right-of-Use Assets Under Lease Liabilities	7,959	14,250	7,597	14,250
5. Payable from acquisition property,plant and equipment	513	-	513	-

8. Trade and other current receivables

Trade and other current receivables as at December 31, 2020 and 2019 as follows:

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Trade accounts receivable				
Related parties	-	-	139,119	139,119
Less Allowance for expected credit loss incurred	-	-	(139,119)	(139,119)
Net	-	-	-	-
Other parties	107,295	56,357	107,295	56,357
Less Allowance for expected credit loss incurred	(8,899)	(8,247)	(8,899)	(8,247)
Net	98,396	48,110	98,396	48,110
Total trade accounts receivable	98,396	48,110	98,396	48,110
Other current receivables				
Related parties				
Advance payment	200	-	1,241	15
Accrued income	-	-	1,590	1,335
Other receivables	3,963	2,499	40,883	34,169
Third parties				
Advance payment	2,224	546	1,907	211
Accrued income	473	1,356	351	697
Prepaid expenses	6,782	3,317	6,746	3,281
Deposits	15,396	17,000	15,396	17,000
Other receivables	28,098	30,554	27,673	29,056
Total	57,136	55,272	95,787	85,764
Less Allowance for expected credit loss incurred	(39,250)	(40,574)	(75,029)	(47,872)
Total other current receivables	17,886	14,698	20,758	37,892
Total	116,282	62,808	119,154	86,002

Aging analysis for trade receivable were as follows:-

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Trade accounts receivable - related parties				
- Over due				
More than 12 months	-	-	139,119	139,119
Total	-	-	139,119	139,119
Less Allowance for expected credit loss incurred	-	-	(139,119)	(139,119)
Total	-	-	-	-
Trade accounts receivables - other parties				
- Not yet due	98,122	44,463	98,122	44,463
- Overdue				
Less than 3 months	144	460	144	460
From 3 to 6 months	141	928	141	928
From 6 to 12 months	164	2,259	164	2,259
More than 12 months	8,724	8,247	8,724	8,247
Total	107,295	56,357	107,295	56,357
Less Allowance for expected credit loss incurred	(8,899)	(8,247)	(8,899)	(8,247)
Total	98,396	48,110	98,396	48,110
Total trade account receivables	98,396	48,110	98,396	48,110

The normal credit terms for the customer of the Group had a period of 5 days to 45 days.

For the year ended December 31, 2020 there was movement in the allowance for expected credit loss incurred of trade and other receivable as follows :-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
As at January 1	48,821	50,877	195,238	197,293
Less Reversal of expected credit loss incurred	(4,251)	(2,531)	(4,251)	(2,531)
Plus Expected credit loss incurred increased during the period	3,579	475	32,060	476
As at December 31, 2020	48,149	48,821	223,047	195,238

Trade receivables overdue more than 6 months in the statement of financial positions as at December 31, 2020 and 2019 of :-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Trade accounts receivable-related parties				
Construction - BR Construction Co., Ltd.	-	-	139,119	139,119
Trade accounts receivable-Third parties				
Construction - Bluroc Hau Hin Project	4,329	4,329	4,329	4,329
Services - Landmark Mahachai Project	4,433	6,052	4,433	6,052
Construction - Other projects	125	125	125	125
Total	8,887	10,506	148,006	149,625
Less Allowance for expected credit loss incurred	(8,887)	(8,247)	(148,006)	(147,366)
Total	-	2,259	-	2,259

1) As at December 31, 2020 and 2019, the Company has deposit Baht 15.40 million and Baht 17.00 million in consolidated and separate financial statements, respectively. The Group already provided allowance for expected credit losses in full amount

Such deposit is incurred in 2014 as the Company paid deposit for purchasing a project to Fine 22 Properties Co., Ltd. amount of Baht 25 million. The Company cancelled the memorandum of intention to purchase of this project and such company send letter to the Company to pay back such deposit on May 31, 2016. Later on, Such Company defaulted on deposit repayment. The Company, therefore, filed litigation against such Company. On October 2, 2017, the Court was on trial such case and both parties agreed as such company made installment debt repayment by 36 postdate cheques total amount of Baht 40.50 million to the Company.The Company was able to clear such cheques at the bank only Baht 8.00 million.

Later on October 11, 2019, both parties entered into new debt repayment agreement total amount of Baht 32.50 million as such Company will make debt repayment in full amount January 30, 2020. If it is unable to make debt repayment , such company will appraise property for debt settlement in the form of free of mortgaged 31 units of Tower C, Am Fine Condominium project within March 31, 2020 and . the Court made appointment for hearing debt repayment result and judgement on April 28, 2020. But such Company defaulted on debt repayment or transferred condominium as agreed on due date. The Court made appointment for hearing debt repayment result and judgement on April 28, 2020. Due to Coronavirus-2019 pandemic , The Court postponed appointment for hearing debt repayment result and judgement on February 23, 2021. On October 9, 2020 Such Company made additional debt repayment Baht 1.60

million. and remaining deposit Baht 15.40 million was unpaid. The Court postponed appointment for hearing debt repayment result and judgement again to April 27, 2021.

2) As at December 31, 2020 and 2019, the company transferred right to receive from a trade receivable amount of Baht 13.98 million as collateral for line of credit from bank as stated in note 21.

9. Contract assets /Contract liabilities

9.1 Balance under contract

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Contract assets				
Unbilled income	377,299	499,071	377,299	499,071
Less Allowance for expected credit loss incurred	(7,505)	(7,505)	(7,505)	(7,505)
Unbilled income-net	369,794	491,566	369,794	491,566
Retention receivable	54,471	194,144	54,471	194,144
Less Allowance for expected credit loss incurred	(22,110)	(22,110)	(22,110)	(22,110)
Retention receivable-net	32,361	172,034	32,361	172,034
Total contract assets	402,155	663,600	402,155	663,600
Contract liabilities				
Advances received from customers				
- Construction	-	72,788	-	72,788
- Real estate development	61,155	72,200	54,626	65,934
- Services	13,878	14,082	9,032	8,965
Total	75,033	159,070	63,658	147,687
Less Current contract liabilities	(70,383)	(154,243)	(63,658)	(147,687)
Non-current contract liabilities	4,650	4,827	-	-

9.2 Revenues to be recognized for unsatisfied performance obligations

As at December 31, 2020 and 2019, the Group expected to have revenues to be recognized in the future relating to performance obligations that are incomplete of construction contracts with customer in the amount of Baht 2,46 3.14 million and Baht 2,668.92 million, respectively. The Group has expected to comply with performance obligation of such contract within 3 years.

9.3 As at December 31, 2020 and 2019, the Company has transferred the right to receive payment from an unbilled receivable amount of Baht 368.44 million (5 customers) and Baht 458.94 million (2 customers), respectively as collateral for credit facilities from bank as discussed in notes to financial statements No. 21

As at December 31, 2020, the Company transferred the rights to receive payment from receivable from a customer amounting to Baht 168.52 million, respectively as collateral for credit facilities from bank as discussed in notes to financial statements No.21

10. Short-term loans and interest receivable

Short-term loans and interest receivable as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Short-term loans - related parties	4,900	4,600	908,471	901,371
Less Allowance for expected credit loss incurred	(2,500)	(2,500)	(229,095)	(228,096)
Net	2,400	2,100	679,376	673,275
Interest receivable - related parties	669	366	265,176	179,144
Less Allowance for expected credit loss incurred	-	-	(173,457)	(20,502)
Net	669	366	91,719	158,642
Total	3,069	2,466	771,095	831,917

11. Inventories

Inventories as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Construction materials	6,183	36,561	6,183	36,561
Real estate development cost	711,923	731,761	196,991	228,667
Total	718,106	768,322	203,174	265,228

Estate development cost Consist of :-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Land and development	13,834	15,444	-	-
Construction cost	93,690	81,179	-	-
Interest expenses	1,917	2,572	-	-
Property for sale	1,257,580	1,247,141	611,701	631,946
Total	1,367,021	1,346,336	611,701	631,946
Less Transfer of real estate development cost to accumulated cost	(646,016)	(606,382)	(407,803)	(397,261)
Balance of real estate development cost	721,005	739,954	203,898	234,685
Less Allowance for devaluation	(9,082)	(8,193)	(6,907)	(6,018)
Total	711,923	731,761	196,991	228,667

Allowance for devaluation in consolidated and separate statements of financial position as at December 31, 2020 and 2019, are as follows:-

(Unit :Thousand Baht)

	Consolidated financial statements		Consolidated financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Hallmark Ngamwongwan Project	2,664	2,348	2,664	2,348
Malibu Khao Tao Project	4,243	3,625	4,243	3,625
Arinsiri Town Project	-	45	-	45
Seaside Bangsan by North Beach Project	2,175	2,175	-	-
Total	9,082	8,193	6,907	6,018

value of real estate development cost as follows :-

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Total estimated sale value of project which Were operated at the end of period	2,119,132	2,155,889	902,273	937,047
Total sale value of units with signed agreements to buy and sell, or units sold	1,055,631	1,119,287	642,654	761,336

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Percentage of sale value of units with signed agreements to buy and sell, or units sold	49.81	51.92	71.23	81.25

As at December 31, 2020 and 2019, real estate development cost in the consolidated and separate financial statements total Baht 47 million were pledged as collateral against short-term borrowings, long-term borrowings from financial institutions and obligations with commercial banks as stated in notes 20,25 and 37.3

12. Other current financial assets / Current investments

Other current financial assets as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

		Consolidated financial statements		Separate financial statements	
		As at December 31,		As at December 31,	
	Interest rate (% per annum)	2020	2019	2020	2019
Investments in fixed deposits					
Twelve months' fixed deposit	0.20 - 0.38	351	1,820	-	1,482

13. Other non-current financial assets / Other long-term investments

Long-term investment in equity instrument of non-listed company as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

Company names	Nature of business	Authorized share capital	Paid up capital	Investment portion %	Consolidated financial statements and Separate financial statements					
					Cost method		Allowance for impairment		Net	
					2020	2019	2020	2019	2020	2019
M.1 Property Co.,Ltd.	Real estate	120,000	120,000	10.00	12,000	12,000	(12,000)	(12,000)	-	-
Thai medical center public company limited	Health care business	200,539	200,539	0.02	50	50	(50)	(50)	-	-
Bangkok Club Co., Ltd	Sales of food and beverages, services and fitness facilities	450,000	450,000	0.22	1,000	1,000	(1,000)	(1,000)	-	-
Moonshot Venture Capital Co., Ltd.	Holding company in which has not mainly invested in finance business	378,000	107,000	10.00	25,000	25,000	(2,588)	-	22,412	25,000
Total					38,050	38,050	15,638	(13,050)	22,412	25,000

According to the resolution of the Board of Directors' Meeting No. 7/2018 held on November 14, 2018, the Company approved the investment in Moonshot Venture Capital Co., Ltd. by establishing a joint venture company ("Venture Capital Company") in order to invest in specific technology and industry. The Company will hold 10% of the registered capital of Baht 1,000.00 million by making agreement to become co-shareholder on November 15, 2018. Such company will gradually register and find

out entire co-investor .As at December 31, 2020 and 2019, the Company, already paid Baht 25 million for co-ivestment agreement and has obligation to pay Baht 75 million.

As at December 31, 2020 , Moonshot Venture Capital Co., Ltd has registered share capital Baht 378.00 million (3,780,000 common shares at par Baht 100 each and issued-paid-up share capital Baht 109.50 million or 50.93 of registered capital and as at December 31, 2019, the such Company has registered share capital Baht 320 million (consisting of 3,200,000 common shares at par Baht 100 each) and issued and paid-up share capital Baht 192.00 million or 28.91 % of registered share capital

On April 21, 2020, the Company send letter to Moonshot Venture Capital Co., Ltd. in order to initially void contract or agreement for right for share subscription since Such company has not complied with with investing on new innovation in order to obtain return from investment IRR 25 % per annum of investment and dividend throughout the holding period. Moreover, such company also called for additional share payment Baht 50 million from the Company by not allotting increasing share capital for other investors. It has appeared that there is no any investment intention in other businesses but such company has ignored. On May 29, 2020, the Company ,therefore, filed litigation against Moonshot Venture Capital Co., Ltd. and a Director of such company at Civil Court as a black case No. Por 2206/2558 charging for co-deception in making contract or agreement for right for reserve increasing share capital by presenting false information or concealing the truth. The Court already judged by dismissing the litigation. At present , the Company is waiting for filing appeal the judge of primary court to Appeal Court

14. Investments in subsidiaries

Investments in subsidiaries as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

Company name	Paid up capital		Percentage of ownership (%)		Separate financial statements Cost Method		Allowance for impairment		Net	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
BR Construction Co., Ltd	60,000	60,000	51.00	51.00	3,600	3,600	(3,600)	(3,600)	-	-
Rich Man Property Co., Ltd.	5,000	5,000	100.00	100.00	37,030	37,030	(37,030)	(37,030)	-	-
North Property Co., Ltd.	4,000	4,000	100.00	100.00	66,067	66,067	(66,067)	(66,067)	-	-
Sajja Bangsaen Condominium Co., Ltd	4,000	4,000	100.00	100.00	12,767	12,767	(12,767)	(12,767)	-	-
Imperial Land Co.,Ltd.	110,000	110,000	100.00	100.00	134,800	134,800	(134,800)	(134,800)	-	-
Total					254,264	254,264	(254,264)	(254,264)	-	-
Siam Bangkok Development Co., Ltd	20,000	20,000	100.00	100.00	20,000	20,000	-	-	20,000	20,000
Total					20,000	20,000	-	-	20,000	20,000
Net					274,264	274,264	(254,264)	(254,264)	20,000	20,000

According to the Board of Director meeting no.3/ 2019 held on April 4, 2019, the Company passed resolution to sell all of 3 subsidiaries(Richman Property Company Limited, North Property Company Limited and Sajja Bangsaen Condominium Company Limited) to 5 persons (Re-buyer). On April 5, 2019, the Company entered into to buy and to sell all of common shares (100 %) at the price Baht 590 million as all of assets and liabilities of subsidiaries were transferred to the buyer. The Company will recognize as discontinued operation when it is certainly high probability to completely receive payment under the contract. Re-buyer has agreed to make payment as follows.

1) The 1st instalment amount of Baht 15 million at the agreement date.
2) The 2nd instalment amount of Baht 15 million is paid on April 17, 2019.
3) The 3rd instalment amount of Baht 118 million will be paid on June 20, 2019.
4) The remaining amount of Baht 442 million will be paid every the 5th of each month not less than Baht 36.84 million, commenced on July 5, 2019 onwards and the Company will transfer the share capital existed in those three subsidiaries to the re-buyer when the payment is completed.

In 2019, the Company already received 2 installment payment amount of Baht 30 million , the Company recorded such payment as deposit in statement of financial position.

In 2020, re-purchaser entity additionally paid by 2 postdated cheques amount of Baht 310 million (cheque dated on March 20, 2020 Baht 20 miilion and cheque dated on April 16, 2020 Baht 30 million). In the second quarter of the year 2020, the postdated cheques could not be drawn . The Company, therefore, confiscated such deposit and recognized as other incomes in statements of comprehensive income. Under to buy and to sell of such ordinary share is in accordance with judgement by consent red case no.P957/2019 dated on April 5, 2019 by making compromise agreement) The Company also has used the right for judgement execution and the Court issue writ of execution dated on May 12, 2020 to the re-buyer. This is in the execution process to confiscate assets of some of re-purchasers in order to selling by auction for making payment for damage.

15. Investments in associates and joint venture

Investments in associates and joint venture as at December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

Company name	Paid up capital		Percentage of ownership (%)		Consolidated financial statements		Separate financial statements					
					Book value under equity method		Cost Method					
							Cost		Allowance for impairment		Net	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
Sanken - EMC Co., Ltd.	40,000	40,000	48	48	-	-	19,200	19,200	(19,200)	(19,200)	-	-
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	-	-	51	51	-	-	2,550	2,550	(2,550)	-	-	2,550
Joint venture EMC and Power Line	-	-	-	49	-	158	-	800	-	(800)	-	-
Total					-	158	21,750	22,550	(21,750)	(20,000)	-	2,550

In 2020, The Joint Venture EMC and Power Line was already registered to dissolute its operation at Revenue Department and approved for dissolution its operation on January 8, 2020.

As at December 31, 2020 and 2019, according to the consolidated financial statements, the Company recognizes loss on equity method in excess of investment in Sanken-EMC Co., Ltd. and Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture in amounting of Baht 6.34 million and Baht 2.37 million, respectively , which is recognized as a part of the transaction "Other non-current liabilities" in total amount.

For the year ended December 31, 2020 and 2019, share of profit (loss) in associates and joint venture as follows:-

(Unit :Thousand Baht)

	Consolidated financial statements	
	Share of profit (loss)	
	2020	2019
Sanken - EMC Co., Ltd.	(710)	(2)
Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	(733)	(2,550)
Total	(1,443)	(2,552)

Loss share from Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture are derived from selling and administrative expenses such as advertising and public relation , office management and so on.

Significant financial information of associates and joint venture that can be summarized as follows :-

(Unit :Thousand Baht)

	Sanken - EMC Co., Ltd.		Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture		Joint venture EMC and Power Line	
	As at December 31,		As at December 31,		As at December 31,	
	2020	2019	2020	2020	2019	2020
Current assets	17,251	17,879	4,894	4,707	-	322
Non-current assets	9	6,054	10,092	3,634	-	-
Current liabilities	7,071	10,672	11,324	9,858	-	-
Non-current liabilities	7,330	7,255	-	-	-	-

(Unit :Thousand Baht)

	Sanken - EMC Co., Ltd.		Chiangmai Daily Company Limited – EMC Public Company Limited Joint Venture	
	For the year ended December 31,			
	2020	2019	2020	2019
Revenues	69	41,572	1	11
Profit (loss) from continuing operations	(1,479)	2,287	(1,436)	(6,517)
Other comprehensive income (expense)	(1,479)	2,287	(1,436)	(6,517)
Total comprehensive income (expense)	(1,479)	2,287	(1,436)	(6,517)

16. Investment property

The movement for the year ended December 31, 2020 and 2019 of investment property are as follows:-

(Unit :Thousand Baht)

	Consolidated financial statements			
	Leasehold rights	Buildings and condominium units	Leasehold rights	Total
Cost :				
As at January 1,2019	174,930	841,444	165,181	1,181,555
Increase	202	-	-	202
Disposals / Write off	(19,652)	(25,440)	(3,870)	(48,962)
As at December 31, 2019	155,480	816,004	161,311	1,132,795
Transfer from real estate development cost	-	20,319	-	20,319
Disposals / Write off	-	(6,532)	-	(6,532)
As at December 31, 2020	155,480	829,791	161,311	1,146,582
Accumulated depreciation:				
As at January 1, 2019	-	(38,812)	(4,683)	(43,495)
Depreciation for the year	-	(26,786)	(4,587)	(31,373)
Disprosal / Amortized	-	764	123	887
As at December 31, 2019	-	(64,834)	(9,147)	(73,981)
Depreciation for the year	-	(26,954)	(4,587)	(31,541)
Disprosal / Amortized	-	127	-	127
As at December 31, 2020	-	(91,661)	(13,734)	(105,395)

(Unit :Thousand Baht)

	Consolidated financial statements			
	Leasehold rights	Buildings and condominium units	Leasehold rights	Total
Accumulated impairment:				
As at January 1, 2019	-	(10,796)	(19,891)	(30,687)
Decrease	-	3,603	466	4,069
As at December 31, 2019	-	(7,193)	(19,425)	(26,618)
Decrease	-	-	-	-
As at December 31, 2020	-	(7,193)	(19,425)	(26,618)
Net book value :				
As at December 31, 2019	155,480	743,977	132,739	1,032,196
As at December 31, 2020	155,480	730,937	128,152	1,014,569

(Unit :Thousand Baht)

	Separate financial statements			
	Leasehold rights	Buildings and condominium units	Leasehold rights	Total
Cost :				
As at January 1, 2019	164,895	555,599	165,181	885,675
Increase	202	-	-	202
Disposals / Write off	(19,652)	(25,440)	(3,870)	(48,962)
As at December 31, 2019	145,445	530,159	161,311	836,915
Transfer from real estate development cost	-	20,319	-	20,319
Disposals / Write off	-	(6,532)	-	(6,532)
As at December 31, 2020	145,445	543,946	161,311	850,702
Accumulated depreciation:				
As at January 1, 2019	-	(15,400)	(4,683)	(20,083)
Depreciation for the year	-	(17,207)	(4,683)	(21,890)
Disprosal / Amortized	-	764	219	983
As at December 31, 2019	-	(31,843)	(9,147)	(40,990)
Depreciation for the year	-	(17,371)	(4,586)	(21,957)
Disprosal / Amortized	-	127	-	127
As at December 31, 2020	-	(49,087)	(13,733)	(62,820)

(Unit :Thousand Baht)

	Separate financial statements			
	Leasehold rights	Buildings and condominium units	Leasehold rights	Total
Accumulated impairment:				
As at January 1, 2019	-	(10,796)	(19,891)	(30,687)
Increase	-	3,603	466	4,069
As at December 31, 2019	-	(7,193)	(19,425)	(26,618)
Increase	-	-	-	-
As at December 31, 2020	-	(7,193)	(19,425)	(26,618)
Net book value :				
As at December 31, 2019	145,445	491,123	132,739	769,307
As at December 31, 2020	145,445	487,666	128,153	761,264

As at December 31, 2020 and 2019, investment property of cost in the consolidated financial statements and separate financial statements amount of Baht 145.24 million and Baht 41.45 million respectively, were pledged as collateral for short-term investment borrowings from financial institutions, long-term borrowings and obligations from financial institution as stated in Notes 21,25 and 37.3

16.1 Building and units of condominium

As at December 31, 2020 and 2019, building in consolidated the financial statements in the amount of Baht 238.50 million and Baht 247.88 million respectively on behalf of a subsidiary is eligible for managing land with construction under lease agreement with a foundation dated on December 1, 2015 under project "STATION 1 @ CHINA TOWN" project with term of lease period is 30 years from June 1, 2016 to May 31, 2046. The remuneration over the lease period is Baht 161.01 million by dividing payment into 3 parts as follows.

1) Special remuneration amount of Baht 60 million will be paid on a yearly basis through 6 years of Baht 10 million each and to be completed within December 10, 2019 (already paid amount of Baht 30 million)
2) Compensation for lack of benefits during the building renovation total amount of Baht 2.76 million already paid in full.
3) Monthly rental on over the lease total Baht 96.67 million by making payment on the 10th of every month. Thus the subsidiary intended to possess building under lease agreement to find benefit from rental income.

16.2 Leasehold right

On November 24, 2014, the Company ("Lessee") has entered into land rental agreement for operating benefit with the State Railway of Thailand ("Lessor") for the period of 30 years starting from January 1, 2019 to December 31, 2048. The lessee will pay the annual rental in advance and the lessee agrees to adjust the rental rate 15% of the final rental expense of every 5th year starting from January 1, 2024 until the end of the agreement. During the rental period, the lessor can cancel this agreement by giving the lessee at least 30 days written notice in advance and the lessee cannot claim any damages or compensations.

On April 10, 2015, the Company ("Lessee") has entered into land rental agreement for operating benefit with a company for the period of 30 years starting from January 1, 2019 to December 31, 2048. The lessee will pay the annual rental in advance as indicate in the agreement. The Company already prepaid the rent for the first 15 years in advance totalling Baht 15.52 million.

17. Property, plant and equipment

For the year ended December 31, 2020 and 2019 , the movement of property, plant and equipment are as follows :-

(Unit :Thousand Baht)

	Consolidated financial statements							
	Land	**Buildings**	**Building improve ments**	**Sales gallery**	**Tools, machinery and equipment**	**Furniture, fixtures and office equipment**	**Vehicles**	**Total**
Cost :								
As at January 1, 2019	20,426	45,000	29,257	444	117,351	39,828	38,104	290,410
Acquisition	-	-	-	-	9,670	2,308	14,250	26,228
Transfer in/Transfer out	-	-	-	-	(33)	33	-	-
Disposals / write off	-	-	-	-	(55,036)	(6,292)	(520)	(61,848)
As at December 31, 2019	20,426	45,000	29,257	444	71,952	35,877	51,834	254,790
Acquisition	-	-	15	-	3,084	4,517	191	7,807
Disposals / write off	-	-	-	-	(8,461)	(694)	(11,549)	(20,704)
As at December 31, 2020	20,426	45,000	29,272	444	66,575	39,700	40,476	241,893

(Unit :Thousand Baht)

	Consolidated financial statements							
	Land	Buildings	Building improve ments	Sales gallery	Tools, machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Total
Difference amount from surplus on assets revaluation :								
As at January 1, 2019	7,609	130,118	-	-	-	-	-	137,727
Increase of revalued during the year	-	-	-	-	-	-	-	-
As at December 31, 2019	7,609	130,118	-	-	-	-	-	137,727
Increase of revalued during the year	-	-	-	-	-	-	-	-
As at December 31, 2020	7,609	130,118	-	-	-	-	-	137,727
Accumulated depreciation of surplus on assets revaluation :								
As at January 1, 2019	-	(48,675)	-	-	-	-	-	(48,675)
Depreciation for year	-	(3,308)	-	-	-	-	-	(3,308)
As at December 31, 2019	-	(51,983)	-	-	-	-	-	(51,983)
Depreciation for year	-	(3,308)	-	-	-	-	-	(3,308)
As at December 31, 2020	-	(55,291)	-	-	-	-	-	(55,291)
Difference amount of net carrying value from surplus on assets revaluation :								
As at December 31, 2019	7,609	78,135	-	-	-	-	-	85,744
As at December 31, 2020	7,609	74,827	-	-	-	-	-	82,436
Accumulated depreciation :-								
As at January 1, 2019	-	(22,913)	(28,953)	(313)	(112,327)	(32,266)	(26,363)	(223,135)
Depreciation for year	-	(897)	(96)	(111)	(1,712)	(2,873)	(2,773)	(8,462)
Disposals / write off	-	-	-	-	54,990	6,143	467	61,600
As at December 31, 2019	-	(23,810)	(29,049)	(424)	(59,049)	(28,996)	(28,669)	(169,997)
Depreciation for year	-	(897)	(79)	(20)	(2,807)	(3,484)	(3,829)	(11,116)
Disposals / write off	-	-	-	-	8,460	684	11,546	20,690
As at December 31, 2020	-	(24,707)	(29,128)	(444)	(53,396)	(31,796)	(20,952)	(160,423)
Accumlated allowance for impairment :								
As at January 1, 2019	-	-	-	-	-	-	-	-
Increase	-	-	-	-	-	-	-	-
As at December 31, 2019	-	-	-	-	-	-	-	-
Transfer in/Transfer out	-	-	-	-	-	-	-	-
As at December 31, 2020	-	-	-	-	-	-	-	-

(Unit :Thousand Baht)

	Consolidated financial statements							
	Land	Buildings	Building improve ments	Sales gallery	Tools, machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Total
Net book value :								
As at December 31, 2019	28,035	99,325	208	20	12,903	6,881	23,165	170,537
As at December 31, 2020	28,035	95,120	144	-	13,179	7,904	19,524	163,906

Depreciation in profit or loss for the years :-	
End of December 31, 2019	11,770
End of December 31, 2020	14,424

(Unit :Thousand Baht))

	Separate financial statements							
	Land	Buildings	Building improve ments	Sales gallery	Tools, machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Total
Cost :								
As at January 1, 2019	20,426	45,000	29,257	444	117,351	38,117	38,104	288,699
Acquisition	-	-	-	-	9,670	2,279	14,250	26,199
Transfer in/Transfer out	-	-	-	-	(33)	33	-	-
Disposals / write off	-	-	-	-	(55,036)	(6,283)	(520)	(61,839)
As at December 31, 2019	20,426	45,000	29,257	444	71,952	34,146	51,834	253,059
Acquisition	-	-	15	-	3,084	4,429	191	7,719
Disposals / write off	-	-	-	-	(8,461)	(694)	(11,549)	(20,704)
As at December 31, 2020	20,426	45,000	29,272	444	66,575	37,881	40,476	240,074
Difference amount from surplus on assets revaluation: :								
As at January 1, 2019	7,609	130,118	-	-	-	-	-	137,727
Increase of revalued during the year	-	-	-	-	-	-	-	-
As at December 31, 2019	7,609	130,118	-	-	-	-	-	137,727
Increase of revalued during the year	-	-	-	-	-	-	-	-
As at December 31, 2020	7,609	130,118	-	-	-	-	-	137,727

(Unit :Thousand Baht))

	Separate financial statements							
	Land	Buildings	Building improve ments	Sales gallery	Tools, machinery and equipment	Furniture, fixtures and office equipment	Vehicles	Total
Accumulated depreciation of surplus on assets revaluation :								
As at January 1, 2019	-	(48,675)	-	-	-	-	-	(48,675)
Depreciation for year	-	(3,308)	-	-	-	-	-	(3,308)
As at December 31, 2019	-	(51,983)	-	-	-	-	-	(51,983)
Depreciation for year	-	(3,308)	-	-	-	-	-	(3,308)
As at December 31, 2020	-	(55,291)	-	-	-	-	-	(55,291)
Difference amount of net carrying value from surplus on assets revaluation :								
As at December 31, 2019	7,609	78,135	-	-	-	-	-	85,744
As at December 31, 2020	7,609	74,827	-	-	-	-	-	82,436
Accumulated depreciation :-								
As at January 1, 2019	-	(22,913)	(28,953)	(313)	(112,327)	(31,412)	(26,363)	(222,281)
Depreciation for year	-	(897)	(96)	(111)	(1,712)	(2,529)	(2,773)	(8,118)
Disposals / write off	-	-	-	-	54,990	6,137	467	61,594
As at December 31, 2019	-	(23,810)	(29,049)	(424)	(59,049)	(27,804)	(28,669)	(168,805)
Depreciation for year	-	(897)	(79)	(20)	(2,807)	(3,150)	(3,829)	(10,782)
Disposals / write off	-	-	-	-	8,460	684	11,546	20,690
As at December 31, 2020	-	(24,707)	(29,128)	(444)	(53,396)	(30,270)	(20,952)	(158,897)
Accumlated allowance for impairment:								
As at January 1, 2019	-	-	-	-	-	-	-	-
Increase	-	-	-	-	-	-	-	-
As at December 31, 2019	-	-	-	-	-	-	-	-
Transfer in/Transfer out	-	-	-	-	-	-	-	-
As at December 31, 2020	-	-	-	-	-	-	-	
Net book value :								
As at December 31, 2019	28,035	99,325	208	20	12,903	6,342	23,165	169,998
As at December 31, 2020	28,035	95,120	144	-	13,179	7,611	19,524	163,613

Depreciation in profit or loss for the years :-

End of December 31, 2019	11,426
End of December 31, 2020	14,090

As at December 31, 2020 and 2019, the Company has assets in consolidated and separate financial statements at cost amount of Baht 115.08 million and Baht 128.49 million respectively, were fully depreciated but most of them are still in use

As at December 31, 2020 and 2019, revaluation surplus of fixed assets in the consolidated financial statements and separate financial statements amount of Baht 65.95 million and Baht 68.59 million respectively, shown as "Other component of equity - net" under "Shareholders' Equity" in statements of financial position, the revaluation surplus on fixed assets is not available for dividend distribution.

As at December 31, 2020 and 2019, the consolidated and separate financial statements, the Company has property and condominium amount of Baht 232.14 million to collateral against bank overdrafts amount of Baht 20 million and obligations with commercial bank in accordance in notes to financial statements No.37.3

18. Right-of-use assets

For the year ended December 31, 2020 and 2019, the movement of right-of-use assets are as follows :-

(Unit :Thousand Baht)

	Vehicles	
	Consolidated financial statements	**Separate financial statements**
Cost :		
As at January 1, 2020 – The effect from adaptation of new financial reporting standard	5,661	5,661
Increase during the year	2,298	1,936
As at December 31, 2020	7,959	7,597
Accumulated amortization :		
As at January 1, 2020 – The effect from adaptation of new financial reporting standard	-	-
Amortization for the year	(2,296)	(2,245)
As at December 31, 2020	(2,296)	(2,245)
Net book value		
As at January 1, 2020	5,661	5,661
As at December 31, 2020	5,663	5,352

19. Non-current non-cash financial assets pledged as collateral / Restricted bank deposits

As at December 31, 2020 and 2019, total of fixed deposit have been pledged as collateral for short-term borrowings from financial institutions (note 21), long-term borrowings from financial institutions (note25) and obligations with commercial banks (note 37.3)

20. Advance payments for purchases of real estate projects under development

At the Board of Directors' meeting No. 6/2015 held on March 20, 2015, the Board of Directors unanimously passed the resolutions to approve the Company to purchase land and constructions of American Town project, Siam Tara Muntra project and Venice East project from Siam Grand Property Co., Ltd. The Company paid the total project costs, the borrowings for the projects from financial institutions and additional construction costs as agreed the detailed are as follows :-

(Unit :Thousand Baht)

Project	Project costs	Borrowings for the projects from financial institutions	Construction costs as agreed	Total
American Town project	155,000	21,000	32,467	208,467
Siam Tara Muntra project	65,000	36,900	10,643	112,543
Venice East project	67,567	160,000	81,076	308,643
Total	287,567	217,900	124,186	629,653

Advance payments for purchases of real estate projects under development are detailed as follows :-

(Unit :Thousand Baht)

	Consolidated financial statements and Separate financial statements As at December 31,	
	2020	2019
American Town project	230,909	230,909
Siam Tara Muntra project	83,724	83,724
Venice East project	151,710	151,710
Total	466,343	466,343
Less Allowance for expected credit loss incurred	(466,343)	(466,343)
Net	-	-

As at December 31, 2020 and 2019, the ownership of land and constructions of such 3 projects have not been transferred to the Company.

On September 16, 2015, Siam Grand Property Co., Ltd. ("the Plaintiff") and former shareholder of Siam Bangkok Development Co., Ltd (Co- plaintiff) filed a court case with the Civil Court as a black case No. Por 2206/2558 against the Company, in order to force the Company to:-

1) Submit the original copy of the mortgagee of a mortgage contract dated August 13, 2014, consent document to redeem the mortgage from a local bank, the original land title deeds of land located at Amphur Ban Bung, Chonburi Province totalling 20 plots, including power of attorney for transfer of land of the Plaintiff.

2) Pay the amount of Baht 500,000 to the Plaintiff together with interest at the rate of 7.5% per annum of such principal starting from the prosecution date until completely settled such amount.

3) Pay for the damage continuously on a monthly basis of Baht 1.30 million per month starting from the prosecution date until the Company can return such land title deeds to the Plaintiff.

Subsequent, on October 26, 2015, the Company presented to the court and filed the counterclaim to the Civil Court against such case to force:-

A. The Plaintiff and Co- plaintiff to transfer the ownership of land title deeds according to the sale and purchase asset agreements of Siam Tara Muntra Project (6 5 plots), Venice East Project (6 plots) and American Town Project (151 plots).

B. If the Plaintiff and the Co- Plaintiff cannot transfer the ownership of land to the Company as required by A), the Plaintiff and the Co- Plaintiff have to repay the Company for the amount paid by the Company of Baht 521.62 million together with interest at the rate of 7.5% per annum of the principal of Baht 515.81 million starting from the date of filing the counterclaim until the Plaintiff and Co- Plaintiff completely settle to the Company.

C. The Plaintiff and Co-plaintiff pay for the damage to the Company of Baht 751.36 million together with interest at the rate of 7.5% per annum of the principal of Baht 743 million starting from the date of filing the counterclaim until the Plaintiff and Co-plaintiff completely settled to the Company.

On October 3, 2017, the date of the first plaintiff's hearing, the plaintiff' told the court that on September 27, 2017, the plaintiff was called by a creditor to the Central Bankruptcy Court, on October 30, 2018, the Central Bankruptcy Court dismissed the petition for business rehabilitation of the debtor (plaintiff). The plaintiff requested to withdraw the litigation for filing litigation again but the Court did not permit. Later, when the attention of the plaintiff and defendant's taking an evidence, there is a person (interpleader) who claim to be the buyer of land in the plaintiff's project filed the interpleading that such disputed land should be transferred

to him. The Primary Court of First Instance submitted the interpleading for the trail to the Appeal Court, but the Appeal Court upheld the Primary Court judge. The Court makes appointment for investigate evidence of plaintiff ,co-plaintiff and defendent witnesson June 23, 2021 and evidence of defendant on June 25, 2021

Although the plaintiff is being ordered by the Central Bankruptcy Court to refuse the rehabilitation but all the incidence and situations as mentioned above shows that the Company has a high risk to not receiving payment from the debtors and the management is unable to predict when the debt can be settled and some part of property in the case had been transferred to a third party. These factors have a negative impact on the ability of the plaintiff to pay back its debts. As a result, the Company's management had considered to record the allowance for expected credit loss incurred of "Advances payment for purchases of real estate projects under development" in the consolidated and separate financial statements in full.

21. Short-term borrowings from financial institutions

Short-term borrowings from financial institutions as at December 31, 2020 and 2019, are as follow :-

(Unit : Thousand Baht)

	Interest rate (% p.a.)		Consolidated financial statements and Separate financial statements As at December 31,	
	2020	2019	2020	2019
Promissory notes	5.25	6.00	19,560	487,500
Less Deferred financial fee			-	(3,304)
Net			19,560	484,196

The promissory notes of the Company are short-term borrowings under credit lines, discounted promissory notes, guaranteed by the transfer of rights to receivables from trade receivable, unbilled income, retention receivables (notes 8 and 9) , the mortgaged of land with its construction under property development projects for sale and investment property (note 11 and 16), transfer right of bank deposit (note 19) and personal guaranteed by Director of the Company. The promissory notes will be maturity due in March 2021

As at December 31, 2020 and 2011, the Group had unutilized promissory notes amounting to Baht 959. 56 million and Baht 32.10 million respectively.

22. Trade and other current payables

Trade and other current payables as at December 31, 2020 and 2019, are as follow :-

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Trade accounts payables - related parties	709	4,888	-	4,179
Trade accounts payables - third parties	194,626	133,034	189,614	125,430
Other payables - third parties	14,958	46,423	13,689	45,625
Assets payable	549	-	549	-
Accrued expenses	43,996	16,935	31,256	6,278
Total	254,838	201,280	235,108	181,512

23. Short-term borrowings and accrued interest

Short-term borrowings and accrued interest as at December 31, 2020 and 2019, are as follow :-

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31		As at December 31	
	2020	2019	2020	2019
Loan- related persons	-	50,000	-	50,000
Loan-another person	5,368	5,368	-	-
Total	5,368	55,368	-	50,000
Accrued interest-related persons	3,554	3,596	1,578	1,619
Total	8,922	58,964	1,578	51,619

As at December 31, 2020 and 2019, the short-term loans from related persons amounted to Baht 5.37 million interest was not inter-charge, are unsecured and due at call.

24. Other current provisions

Other current provisions as at December 31, 2020 and 2019, are as follow :-

(Unit : Thousand Baht)

	Consolidated financial statements				
	Provision for maintenance	Allowance for loss on litigation claim	Estimates of future losses	Compensation for Housing Estate Juristic Persons	Total
As at January 1, 2019	58,172	394	8,817	431	67,814
Increase during the year	10,081	-	-	-	10,081
Utilised	(11,158)	-	(4,988)	-	(16,146)
Reversal of provisions	(3,565)	(394)	-	-	(3,959)
As at December 31, 2019	53,530	-	3,829	431	57,790
Increase during the year	20,159	587	-	-	20,746
Utilised	(25,117)	-	-	-	(25,117)
Reversal of provisions	(7,126)	-	(3,829)	-	(10,955)
As at December 31, 2020	41,446	587	-	431	42,464

(Unit : Thousand Baht)

	Separate financial statements				
	Provision for maintenance	Allowance for loss on litigation claim	Estimates of future losses	Compensation for Housing Estate Juristic Persons	Total
As at January 1, 2019	51,574	394	-	-	51,968
Increase during the year	10,081	-	-	-	10,081
Utilised	(11,158)	-	-	-	(11,158)
Reversal of provisions	(3,170)	(394)	-	-	(3,564)
As at December 31, 2019	47,327	-	-	-	47,327
Increase during the year	20,159	87	-	-	20,246
Utilised	(25,104)	-	-	-	(25,104)
Reversal of provisions	(7,014)	-	-	-	(7,014)
As at December 31, 2020	35,368	87	-	-	35,455

25. Long-term borrowings

Long-term borrowings as at December 31, 2020 and 2019, are as follow :-

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements As at December 31,	
	2020	2019
Long-term borrowings from financial institutions	304,694	1,292
Less Current portion of long-term borrowings	(135,050)	(1,292)
Net	169,644	-

As at December 31, 2020 and 2019, long-term borrowings from financial institutions are as follow :-

Credit Line (Million Baht)		Outstanding balance (Million Baht)		Interest rate (% p.a.)		Repayment of principal and interest rate
2020	2019	2020	2019	2020	2019	
11.00	11.00	-	1.29	5.68	5.65	- Repayment in monthly shall be made within 36 months from the date of first drawdown (within 2020). - Payment of the interest at each monthly from the first drawdown borrowings.
250.00	-	240.96	-	MLR	MLR	- Principal repayment is made by installment divided by the value of works of Taksin Hospital project in proportion of not less than 15% of amount of installment received in each installment to be completed within 24 months from the first loan drawdown date (within year 2021) - Payment of the interest at each monthly from the first drawdown borrowings.
150.00	-	63.73	-	MLR	MLR	- Principal repayment is made by installment divided by the value of works of Cafe Amazon Business Faxctory project in proportion of not less than 17% of amount of installment received in each installment to be completed within 12 months from the first loan drawdown date (Drawdown within 1 year) - Payment of the interest at each monthly from the first drawdown borrowings.
411.00	11.00	304.69	1.29			

Long-term borrowings are guaranteed by the mortgage of land with its construction under property development projects for sale and investment property (see notes No. 11 and 16), transfer right of bank deposit claims (see notes No. 19) and transfer right of receive construction fee under the project. "Taksin Hospital" and "Café Amazon Business Factory" and the director of the Company joined into the

26. Lease liabilities

Lease liabilities as at December 31, 2020 and 2019 are as follows :

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Rental expenses under lease contract.	179,361	17,267	92,838	17,267
Less Future interest	(127,569)	(3,470)	(65,273)	(3,470)
Lease liabilities	51,792	13,797	27,565	13,797
Less Current portion of lease liabilities	(3,952)	(2,562)	(3,773)	(2,562)
Net	47,840	11,235	23,792	11,235

Movements of lease liabilities for year ended December 31, 2020 are as follows :

(Unit :Thousand Baht)

	Consolidated financial statements	Separate financial statements
Net book value as at December 31, 2019	13,797	13,797
The effect from accounting policies (Note. 3)	42,992	19,079
Net book value as at January 1, 2020	56,789	32,876
Increase during the period	3,777	3,415
Decrease during the period	(8,774)	(8,726)
Net book value as at December 31, 2020	51,792	27,565

The Group has investment property and right-of-use assets at cost and being paid under the above lease contract as follows.

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Investment property				
- Buildings	261,721	261,721	-	-
- Leasehold rights	161,311	161,311	161,311	161,311
Right-of-use assets - Vehicles	7,959	-	7,597	-
Total	430,991	423,032	168,908	161,311

27. Deferred tax liabilities

Deferred tax liabilities as at December 31, 2020 and 2019 as follows:

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements	
	As at December 31,	
	2020	2019
Deferred tax liabilities	17,317	17,149
Deferred tax assets	(10,110)	-
Net	7,207	17,149

Movements in total deferred tax assets and liabilities during the year were as follows :

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements			
		(Expenses) Revenue recorded in		
	As at, January 1, 2020	Profit or loss	Other comprehensive income	As at December 31, 2020
Deferred tax liabilities				
Surplus from asset revaluation	17,149	(662)	-	16,487
Lease liabilities	-	830	-	830
Total	17,149	168	-	17,317

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements			
		(Expenses) Revenue recorded in		
	As at, January 1, 2020	Profit or loss	Other comprehensive income	As at December 31, 2020
Deferred tax assets				
Allowance for expected credit loss incurred	-	1,215	-	1,215
Non-Current provisions for employee benefit	-	6,148	-	6,148
Provision for maintenance	-	2,747	-	2,747
Total	-	10,110	-	10,110

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements			
		(Expenses) Revenue recorded in		
	As at, January 1, 2019	Profit or loss	Other comprehensive income	As at December 31, 2019
Deferred tax liabilities				
Surplus from asset revaluation	17,810	(661)	-	17,149
Total	17,810	(661)	-	17,149

28. Non-current provisions for employee benefit

The Company and its' subsidiary operate a defined benefit pension plan based on the requirement of Thai Labour Protection Act B.E. 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration an d length of service.

The defined benefit plans expose the Company and its' subsidiary to actuarial risks, such as longevity risk, currency isk, interest rate risk and market (investment) risk

Change in the present value of employee benefits provisions project for the years ended December 31, 2020 and 2019.

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements	
	2020	2019
Defined benefit obligations at January 1,	24,978	22,823
Include in profit or loss:		
Past service cost	6,259	6,011
Current service cost	-	2,042
Interest on obligation	329	440
	6,588	8,493
Included in other comprehensive income:		
Actuarial profit	-	(2,044)
	-	(2,044)
Other:		
Transfer in (Transfer out)	(825)	-
Employee benefits paid	-	(4,294)
	(825)	(4,294)
Defined benefit provisions at December 31	30,741	24,978

Actuarial gains recognized in other comprehensive income as of the end of the reporting period arising from:

(Unit : Thousand)

	Consolidated financial statements and Separate financial statements	
	2020	2019
Year ended December 31		
Financial assumptions	-	(2,044)
Total	-	(2,044)

Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (presented by weighted average method).

	Consolidated financial statements and Separate financial statements			
	2020		2019	
Discount rate	1.35 %	per annum	1.35 %	per annum
Salary increment rate	5.00 %	per annum	5.00 %	per annum
Resignation rate	0% - 33 %	per annum	0% - 33 %	per annum
Retired age	60	years	60	years

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

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions onstant, would have affected the defined benefit obligation by the amounts shown below

(Unit : Thousand)

	Consolidated financial statements and Separate financial			
	2020		2019	
Defined benefit provisions December 31,	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(1,459)	1,607	(1,214)	1,342
Future salary growth (1% movement)	1,973	(1,820)	1,387	(1,279)
Turnover rate (1% movement)	(1,671)	883	(1,399)	802
Future mortality (Average change of 1 year)	119	(118)	99	(99)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

29. Share capital

Share capital as at December 31, 2020 and 2019 as follows :

(Unit : Thousand Baht)

	Consolidated financial statements and Separate financial statements			
	Issued and paid-up share capital	Premiums on ordinary shares	Discount on share capital	Total
As at January 1, 2019	8,433,755	248,605	(4,459,883)	4,222,477
Increase in share capital	-	-	-	-
As at December 31, 2019	8,433,755	248,605	(4,459,883)	4,222,477
Increase in share capital	-	-	-	-
As at December 31, 2020	8,433,755	248,605	(4,459,883)	4,222,477

29.1 According to the minutes the ordinary shareholders meeting for the year 2019 on April 29, 2019, the shareholders passed the resolutions to approve on the following matters :-

A. Decrease the Company's registered capital from Baht 15,180.63 million to Baht 12,650.63 million (divided into 12,650,632,144 ordinary shares with a par value of Baht 1 per share) by cancelling the registered ordinary shares that unissued and offered amount of Baht 2,300 million (divided into 2,300,000,000 ordinary shares of Baht 1 each). The Company's ordinary shares by using a General Mandate method.

B. Approve the amendment Article Clause 4 of the Memorandum of Association of the Company to be consistent with the reduction of the registered capital of the Company.

The Company registered to decrease the capital and registered to amendment of the Memorandum of Association with the Ministry of Commerce on May 8, 2019.

29.2 Warrants

At the Annual General Meeting of Shareholders' for the year 2018, held on April 27, 2018, the shareholders unanimously passed the resolution ("EMC-W6"), to the Company's existing shareholders who had share subscription and paid the share subscription. Details as follows :-

	Description
Type of warrant	Registered name and transferable
Term of warrants	Within five years from the issuance date and selling the warrant (Last exercise date will be on October 15, 2023)
To be issued and offered quantities	4,216,877,381 units
Offering price per warrant	At zero value
Exercise ratio	1 warrant to 1 common share
Exercise ratio	Baht 0.15 per share

As at December 31, 2020, the whole amount of the Company's warrants ("EMC-W6"), has not yet been exer-cised.

30. Income tax

30.1 Calculation of income tax for the current period

In 2020 and 2019, the Company and a subsidiary calculated income tax by using tax rate at 20% from profit before income tax after adjusted by allowance and any expenses which shall not be allowed as expenses in tax calculation (if any).

30.2 Expense of the income tax recognized in profit or loss

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Current income tax:				
For the current year	16,637	-	16,637	-
Deferred tax:				
Changing in temporary	(9,941)	(662)	(9,941)	(662)
Total	6,696	(662)	6,696	(662)
Reconciliation of effective tax rate				
Profit (loss) before income tax expense	67,391	1,789	(20,711)	58,151
Applicable tax rate	20 %	20 %	20 %	20 %
Income tax using the corporate income tax rate	13,478	358	(4,142)	11,630

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Effects of:				
Income not subject to tax	-	-	(6,275)	-
Non-deductible expenses	(6,782)	(1,020)	17,113	(12,292)
Total	(6,782)	(1,020)	10,838	(12,292)
Income tax expense (revenue) presented in the statement of comprehensive income	6,696	(662)	6,696	(662)
Effective income tax rate	9.94 %	(37.00%)	(32.33%)	(1.14%)

31. Basic earnings (loss) per share and diluted earnings (loss) per share

Basic earnings (loss) per share are calculated by dividing profit (loss) for the year which attributable to the shareholders of the Company (excluded other comprehensive income) by the weighted average number of ordinary shares issued and paid-up during the year.

Diluted earnings (loss) per share are calculated by dividing profit (loss) for the year which attributable to the shareholders of the Company (excluded other comprehensive income) by the weighted average number of ordinary shares issued and paid-up during the year and the diluted potential ordinary shares issued for conversion to ordinary shares by assuming that the conversion to ordinary shares arising from the exercise right to purchase ordinary shares from individuals at fair value.

	Consolidated financial statements		Separate financial statements	
	For the years ended December 31,			
	2020	2019	2020	2019
Profit (loss) for the year (Thousand Baht)	59,090	3,818	(27,407)	58,812
Weighted average number of shares (Thousand shares)	8,433,755	8,433,755	8,433,755	8,433,755
Effects of potential ordinary shares ("EMC-W6") (Thousand shares)	158,133	158,133	158,133	158,133
Number of diluted potential ordinary shares (Thousand shares)	8,591,888	8,591,888	8,591,888	8,591,888
Basic earnings (loss) per shares (Baht)	0.0070	0.0005	(0.0032)	0.0070
Effects of potential ordinary shares (Baht)	(0.0001)	(0.0001)	-	(0.0002)
Diluted earnings (loss) per shares (Baht)	0.0069	0.0004	(0.0032)	0.0068

32. Expenses by nature

Significant expenses by nature for the years ended December 31, 2020 and 2019 as follows :

(Unit :Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	For the years ended December 31,			
	2020	2019	2020	2019
Changing in construction materials	30,378	(36,561)	30,378	(36,561)
Changing in real estate development cost	19,838	142,937	31,676	132,105
Employee benefit expenses	65,533	123,078	65,533	123,078
Expected credit loss incurred	32,339	2,511	105,137	6,493
Depreciation and amortization	48,886	43,770	38,907	33,837
Fee from selling property	2,410	14,156	875	12,671
Vehicle and travelling expenses	3,596	5,976	3,398	5,776
Fee paid to Stock exchange of Thailand	5,146	8,173	5,146	8,173
Financial cost	4,771	8,277	4,765	8,243

33. Operating segments

Operating segments information in the consolidated financial statements for year ended December 31, 2020 and 2019, the details are as follows :-

(Unit :Thousand Baht)

	Construction contracting		Real estate development		Consolidated financial statements	
	2020	2019	2020	2019	2020	2019
Revenue from operation	1,345,738	940,449	64,100	255,090	1,409,838	1,195,539
Cost from operation	(1,153,264)	(880,700)	(82,231)	(200,958)	(1,235,495)	(1,081,658)
Profit from operation	192,474	59,749	(18,131)	54,132	174,343	113,881
Other income					53,792	106,226
Distribution costs					(21,891)	(48,949)
Administrative expenses					(134,034)	(160,554)
Finance income					1,395	2,238
Financial cost					(4,771)	(8,502)
Share of loss of investments in associates and joint venture					(1,443)	(2,551)
Profit before income					67,391	1,789
Tax Income (Expenses)					(6,696)	661
Profit for the year					60,695	2,450

Details of the sectorial business assets in the consolidated financial statements as at December 31, 2020 and 2019 are as follows :-

(Unit :Thousand Baht)

	Construction contracting		Real estate development		Consolidated financial statements	
	2020	2019	2020	2019	2020	2019
Sectorial business assets						
- Trade receivables and earned revenues not yet billed	467,917	536,490	273	3,187	468,190	539,677
- Retention receivable from customers	32,360	172,034	-	-	32,360	172,034
- Work in progress	6,183	-	-	-	6,183	-
- Real estate development cost	-	-	711,923	731,761	711,923	731,761
- Land awaiting development	-	-	113,385	113,385	113,385	113,385
- Investment property	-	-	1,014,569	864,184	1,014,569	864,184
Unallocated assets	-	-	-	-	549,930	690,038
Total assets	506,460	708,524	1,840,150	1,721,517	2,896,540	3,111,079

34. Financial instruments

34.1 Financial risk management policy

The Group holds risk to change of interest rate and from nonperformance of contractual obligations by contract parties. The Group will consider to using appropriate financial instruments when it considers necessary to manage such risks. However, the Group do not have any policy to hold or issue any financial instruments for speculation or for trading.

34.2 Risk liquidity

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

As at December 31, 2020, the Group has detail of maturity due payment of financial liabilities in non-derivative considered from non-discounted contractual cash flows to present value as follows.

(Unit : Thousand Baht)

	Consolidated financial statements			
	Within 1 year	1- 5 years	Over 5 years	Total
Short-term borrowings from financial institutions	19,560	-	-	19,560
Trade and other payables	254,838	-	-	254,838
Unbilled construction cost payables	5,690	-	-	5,690
Short-term borrowings and accrued interest	8,922	-	-	8,922
Long-term borrowings	135,050	169,644	-	304,694
Lease liabilities	3,952	47,840	-	51,792
Contract liabilities	70,383	4,650	-	75,033
Retention payable to contractors	139,859	-	-	139,859

(Unit : Thousand Baht)

	Separate financial statements			
	Within 1 year	1- 5 years	Over 5 years	Total
Short-term borrowings from financial institutions	19,560	-	-	19,560
Trade and other payables	235,108	-	-	235,108
Unbilled construction cost payables	5,690	-	-	5,690
Current contract liabilities	63,658	-	-	63,658
Short-term borrowings and accrued interest	1,578	-	-	1,578
Long-term borrowings	135,050	169,644	-	304,694
Lease liabilities	3,773	23,792	-	27,565
Retention payable to contractors	135,015	-	-	135,015

34.3 Foreign currency risk

The Group does not have significant amount of commercial transactions in foreign currency, giving rise to exposure risk from changes in foreign exchange rates.

34.4 Credit risk

Credit risk is the risk that a counterparty is unable or unwilling to meet a commitment that it entered into with the Group. The risk is controlled by the application of credit approvals and monitoring procedures. The carrying amount of accounts receivable recorded in the consolidated statement of financial position and separate statement of financial position net of allowance for doubtful accounts, represents the maximum exposure to credit risk

34.5 Interest rate risk

Interest rate risk arises from the fluctuation of market interest rates, which may have an impact to current and future operations of the Group. The Group's exposure to interest rate risk relates primarily to its deposits at financial institutions, short-term loans due from loan from financial institutions, short-term loans, long-term loans from financial institutions and lease liabilities.

However, since most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate. The management considers that the interest rate risk is minimal, hence, the Company has no hedging agreement to protect against such risk.

As at December 31, 2020 and 2019, significant financial assets and liabilities classified by type of interest rates are summarized in the table below, with those financial assets that carry fixed interest rates further classified based on the maturity date, or the repricing date (if this occurs before the maturity date).

(Unit : Thousand Baht)

	Consolidated financial statements					
	As at December 31,2020					
	Fixed interest rates					
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total
Financial assets						
Cash and cash equivalents items	-	-	-	33,599	972	34,571
Trade and other receivables	-	-	-	-	109,500	109,500
Current contract assets	-	-	-	-	402,155	402,155
Short-term loans and interest receivable	3,069	-	-	-	-	3,069
Advance payments for materials and contractors	-	-	-	-	19,184	19,184
Other current financial assets	-	-	-	-	351	351
Non-current non-cash financial assets pledged as collateral	-	-	-	211,513	-	211,513
Total	3,069	-	-	245,112	532,162	780,343
Financial liabilities						
Short-term borrowings from financial institutions	19,560	-	-	-	-	19,560
Trade and other payables	-	-	-	-	254,838	254,838
Unbilled construction cost payables	-	-	-	-	5,690	5,690
Current contract liabilities	-	-	-	-	70,383	70,383
Short-term borrowings and accrued interest	3,554	-	-	-	5,368	8,922
Long-term borrowings	-	-	-	304,694	-	304,694
Lease liabilities	3,952	47,840	-	-	-	51,792
Retention payable to contractors	-	-	-	-	139,859	139,859
Total	27,066	47,840	-	304,694	476,138	855,738

(Unit : Thousand Baht)

	Consolidated financial statements					
	As at December 31,2019					
	Fixed interest rates					
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total
Financial assets						
Cash and cash equivalents items	-	-	-	62,113	762	62,875
Trade and other receivables	-	-	-	-	59,490	59,490
Current contract assets	-	-	-	-	663,600	663,600
Short-term loans and interest receivable	2,466	-	-	-	-	2,466
Advance payments for materials and contractors	-	-	-	-	12,617	12,617
Other current financial assets	-	-	-	1,820	-	1,820
Non-current non-cash financial assets pledged as collateral	-	-	-	106,439	-	106,439
Total	2,466	-	-	170,372	736,469	909,307
Financial liabilities						
Short-term borrowings from financial institutions	484,196	-	-	-	-	484,196
Trade and other payables	-	-	-	-	201,280	201,280
Unbilled construction cost payables	-	-	-	-	32,621	32,621
Current contract liabilities	-	-	-	-	154,243	154,243
Short-term borrowings and accrued interest	53,595	-	-	-	5,368	58,963
Long-term borrowings	-	-	-	1,292	-	1,292
Lease liabilities	2,562	48,566	-	-	-	51,128
Retention payable to contractors	-	-	-	-	133,364	133,364
Total	540,353	48,566	-	1,292	526,876	1,117,087

(Unit : Thousand Baht)

	Separate financial statements					
	As at December 31,2020					
	Fixed interest rates					
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total
Financial assets						
Cash and cash equivalents items	-	-	-	25,483	880	26,363
Trade and other receivables	-	-	-	-	112,408	112,408
Current contract assets	-	-	-	-	402,155	402,155
Short-term loans and interest receivable	717,545	-	-	-	53,550	771,095
Advance payments for materials and contractors	-	-	-	-	15,728	15,728
Non-current non-cash financial assets pledged as collateral	-	-	-	210,638	-	210,638
Total	717,545	-	-	236,121	584,721	1,538,387
Financial liabilities						
Short-term borrowings from financial institutions	19,560	-	-	-	-	19,560
Trade and other payables	-	-	-	-	235,108	235,108
Unbilled construction cost payables	-	-	-	-	5,690	5,690
Current contract liabilities	-	-	-	-	63,658	63,658
Short-term borrowings and accrued interest	1,578	-	-	-	-	1,578
Long-term borrowings	-	-	-	304,694	-	304,694
Lease liabilities	3,773	23,792	-	-	-	27,565
Retention payable to contractors	-	-	-	-	135,015	135,015
Total	24,911	23,792	-	304,694	439,471	792,868

(Unit : Thousand Baht)

	Separate financial statements					
	As at December 31,2019					
	Fixed interest rates					
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total
Financial assets						
Cash and cash equivalents items	-	-	-	58,433	693	59,126
Trade and other receivables	-	-	-	-	82,721	82,721
Current contract assets	-	-	-	-	663,660	663,660
Short-term loans and interest receivable	778,367	-	-	-	53,550	831,917
Advance payments for materials and contractors	-	-	-	-	8,313	8,313
Other current financial assets	-	-	-	1,482	-	1,482
Non-current non-cash financial assets pledged as collateral	-	-	-	105,160	-	105,160
Total	778,367	-	-	165,075	808,937	1,752,379
Financial liabilities						
Short-term borrowings from financial institutions	484,196	-	-	-	-	484,196
Trade and other payables	-	-	-	-	181,512	181,512
Unbilled construction cost payables	-	-	-	-	32,621	32,621
Current contract liabilities	-	-	-	-	147,687	147,687
Short-term borrowings and accrued interest	51,619	-	-	-	-	51,619
Long-term borrowings	-	-	-	1,292	-	1,292
Lease liabilities	2,562	11,235	-	-	-	13,797
Retention payable to contractors	-	-	-	-	129,810	129,810
Total	538,377	11,235	-	1,292	491,630	1,042,534

34.6 Fair value of financial instruments

Most of financial instruments of the Group are short-term or bearing interest rate close to market rate, the Group ,therefore, has assessed fair value of financial instruments close to carrying value in statement of financial position.

35. Fair value hierarchy

As at December 31, 2020 and 2019, the Group had the assets that were measured at fair value and liabilities for which fair value were disclosed using different levels of inputs as follows :-

(Unit : Thousand Baht)

		Consolidated financial statements			
		As at December 31,2020			
	Note	Level 1	Level 2	Level 3	Total
Assets for which fair value are disclosed					
Investment property	16	-	-	1,014,569	1,014,569

(Unit : Thousand Baht)

		Separate Financial Statements			
		As at December 31,2020			
	Note	Level 1	Level 2	Level 3	Total
Assets for which fair value are disclosed					
Investment property	16	-	-	761,264	761,264

36. Provident Fund

The Group has contributory provident funds for their employees in accordance with the terms and conditions prescribed in the Provident Fund Act B.E. 2530. Membership to the funds is voluntarily. Contributions are made monthly by the employees and by the Company at 2% and 3% of the employees' basic salaries. The provident funds are managed by a Fund Manager in accordance with the terms and conditions prescribed in the Ministerial Regulation No. 2 (B.E. 2532) issued under the Provident Fund Act B.E. 2530.

For the years ended December 31, 2020 and 2019, in the consolidated financial statements, the company contributed to the fund amounting to Baht 2.55million and Baht 2.43 million, respectively

37. Commitments and contingent liabilities

37.1 As at December 31, 2020 and 2019, the Group had commitments under purchase orders of construction materials and subcontractors services totalling Baht 418.10 million and Baht 154.11 million, respectively. (The Company only : Bath 372.84 million and Bath 127.30 million, respectively).

37.2 Commitments under leases

The Group has cash payable in future under various long-term operating lease contracts to rent office space and facilities, The minimum amount to incur income in future for each interval would be as follows :-

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	As at December 31,		As at December 31,	
	2020	2019	2020	2019
Not later than 1 year	7,032	10,681	5,059	7,603
Later than 1 year and not later than 5 years	1,484	5,703	1,295	5,703
Total	8,516	16,384	6,354	13,306

During the year, the group has recognized right-of-use assets as stated in note 3 to financial statements.

37.3 As at December 31, 2019 part of debt obligations in accordance with letter of guarantee agreement in the amount of Baht 7.50 million from the Company enter into guarantee construction works of a subsidiary which have no inter-company remuneration charging. In 2020, such letter of guarantee was released in full amount.

As at December 31, 2020 and December 31, 2019, partial of obligation under letter of guarantee for land allocation amount of Baht 10.79 million is obligation guaranteed for a private company with no inter company charge.

As at December 31, 2020 and 2019, the Group had outstanding letters of guarantee issued by financial institutions on behalf of the Group in respect as required in the normal course of business. The Group had outstanding letters of guarantee of Baht 708.42 million and Baht 520.32 million respectively. (Separate : Baht 706.19 million and Baht 499.58 million respectively). The letters of guarantee are guaranteed by real estate development cost, and deposits with financial institutions of the Company

and a former shareholder of subsidiary and condominium of the Company, as discussed in Notes 8, 11, 17 and 19 and joint by director and the right to receive the transfer of project costs to the bank as collaterals, as discussed in Notes 8 and 16.

37.4 As at December 31, 2020 and 2019, the Group had lawsuits in accordance with the consolidated financial statements total 6 cases and 11 cases in respectively (Separate : total 5 cases and 8 cases respectively). The counterparty appealed to claim damages in accordance with the consolidated financial statements amount of Baht 242.46 million and Baht 112.39 million respectively, (Separate : Baht 242.19 million and Baht 110.68 million respectively).

38. Reclassifications

The certain accounts in the 2019 financial statements have been reclassified for corresponding with the presentation in the financial statements for the year 2020 as follows :

(Unit : Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	Before reclassify	Reclassify	After reclassify	Before reclassify	Reclassify	After reclassify
Statements of financial position as at December 31, 2019						
Unbilled income	491,566	(491,566)	-	491,566	(491,566)	-
Retention receivable	170,034	(170,034)	-	170,034	(170,034)	-
Current contract assets	-	663,600	663,600	-	663,600	663,600
Current contract liabilities	-	154,243	154,243	-	147,687	147,687
Advances received from customers	154,243	(154,243)	-	147,687	(147,687)	-
Non-current contract liabilities	-	4,827	4,827	-	-	-
Long-term advances received from customers	4,827	(4,827)	-	-	-	-

39. Approval of the financial statements

These financial statements have been approved for issuance by the Company's Board of directors on February 24, 2021.

EMC

EMC PUBLIC COMPANY LIMITED

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