



# ANNUAL REPORT 2020

Infraset Public Company Limited



# Vision

**" To be one of three experts  
in the business area of telecommunications  
and computing infrastructure within 5 years "**

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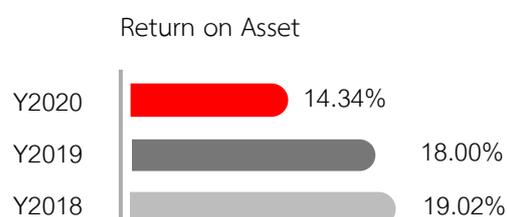
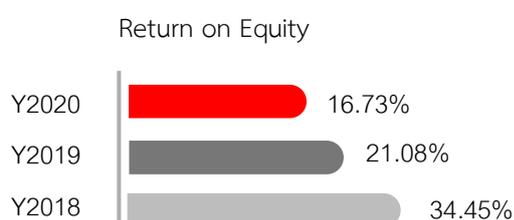
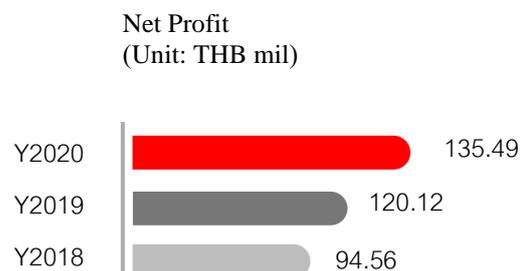
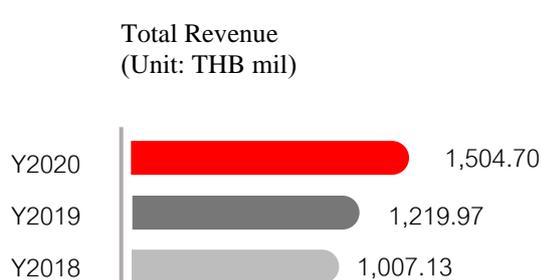
# Mission

Responding to customer's needs through the highest quality of service,  
Providing appropriate returns to shareholders well creating a long-term and sustainable shareholder wealth,  
Enhancing the professional development and creating good quality of life for employees,  
Dedicating an appropriate and reliable task to meet the expectation of all stakeholders for the Stakeholder,  
Committing to conduct business under good corporate governance.

# Core Values

-  INTEGRITY
-  NON-STOP SERVICE
-  FAST
-  RESPONSIBILITY
-  AGREEMENT
-  SUCCESS
-  EDUCATION
-  TEAM SPIRIT

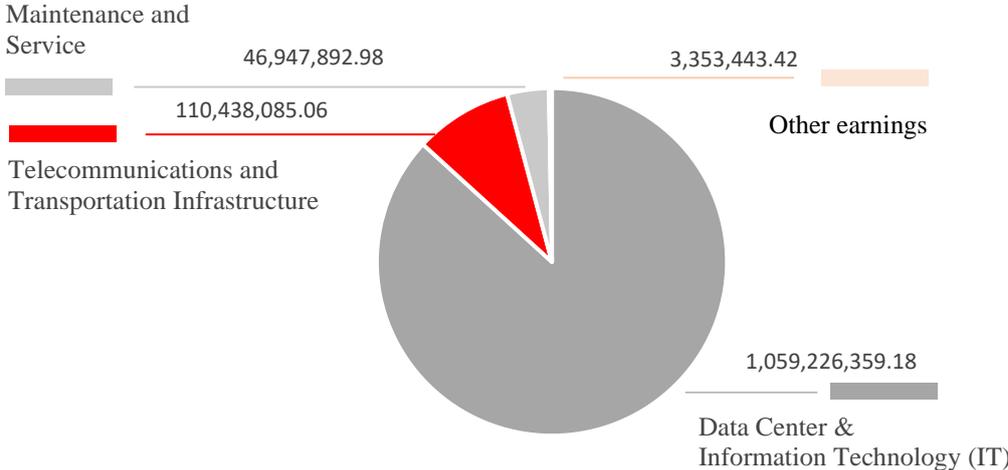
# Financial Highlights



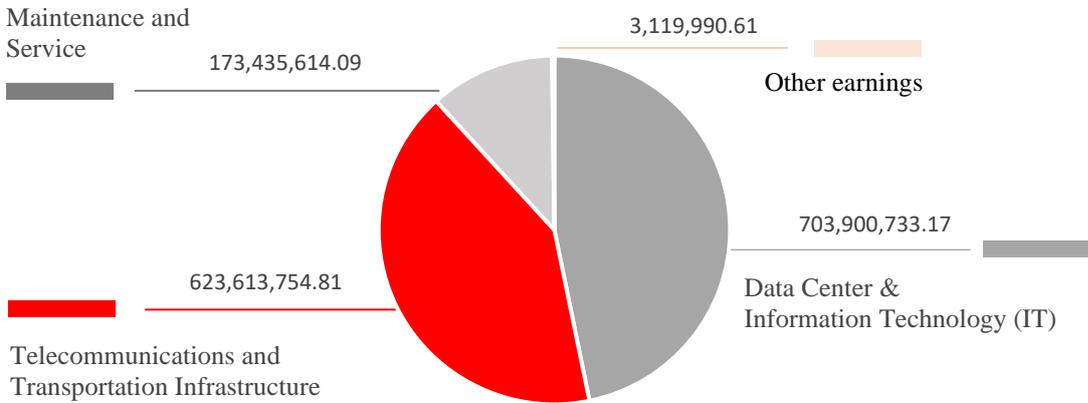
<b>Financial Highlights</b>	<b>2563</b>	<b>2562</b>	<b>2561</b>
Total Assets (THB mil)	1,331.94	1,044.63	606.73
Total Liabilities (THB mil)	492.80	264.23	247.51
Total Shareholder's Equity (THB mil)	839.14	780.31	359.22
Total Revenues (THB mil)	1,504.07	1,219.97	1,007.13
Total Expense (THB mil)	1,334.68	1,072.58	887.24
Net Profits (THB mil)	135.49	120.12	94.56
Earning per Share (Baht)	0.24	0.27	0.27
Total Number of Employee (persons)	124	136	99
Total Number of Shares as of 31 December 2020 (Weighted average ordinary shares)	560,000,000	450,400,000	345,827,398
<b>Financial Ratios</b>			
Liquidity Ratio (Times)	2.52	4.25	2.46
Gross Profit Margin (%)	15.54	17.49	17.43
Net Profit Margin (%)	9.01	9.85	9.39
Debt to Equity Ratio (Times)	0.59	0.34	0.69

# Revenue Comparisons (Unit: THB)

## Y2019

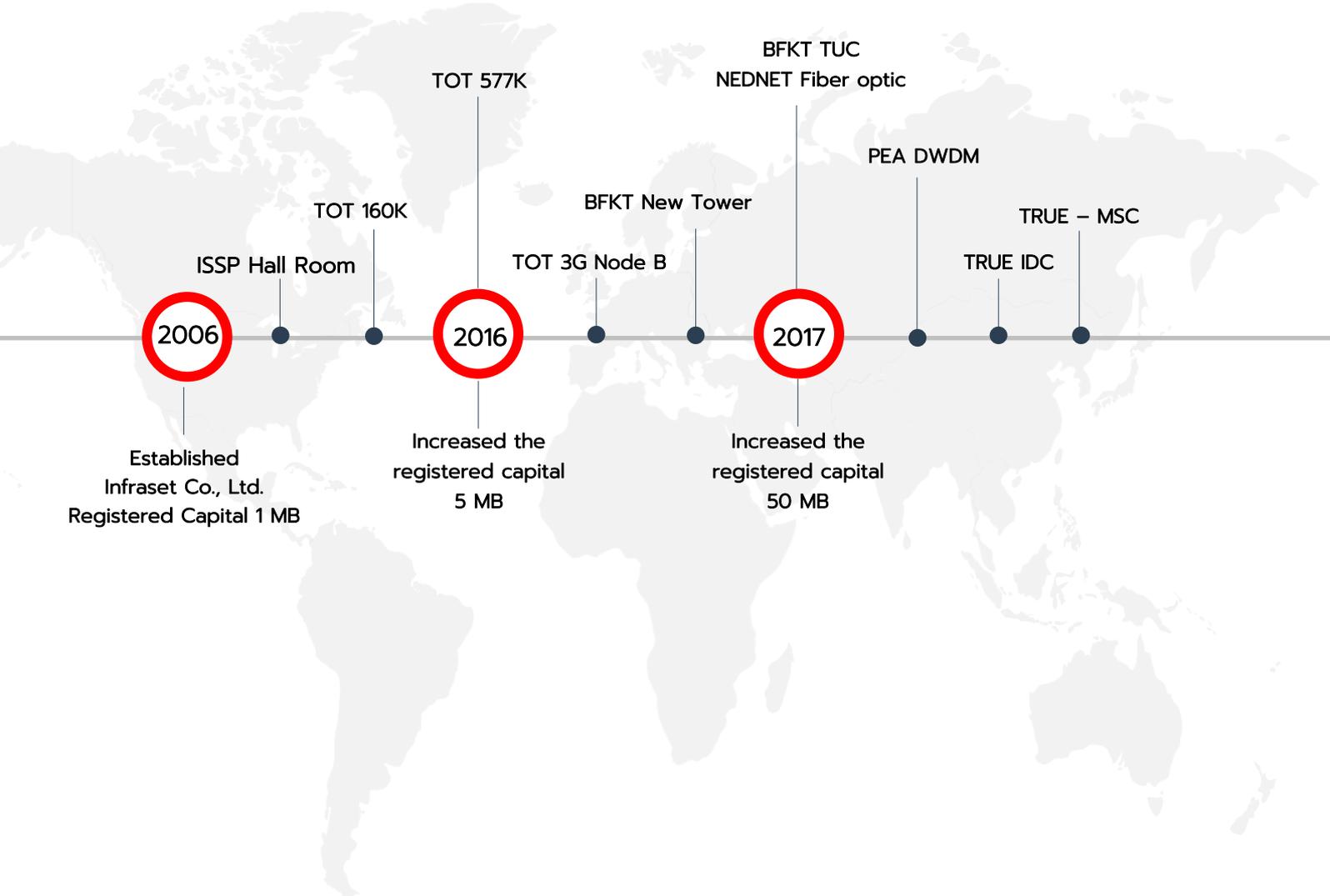


## Y2020

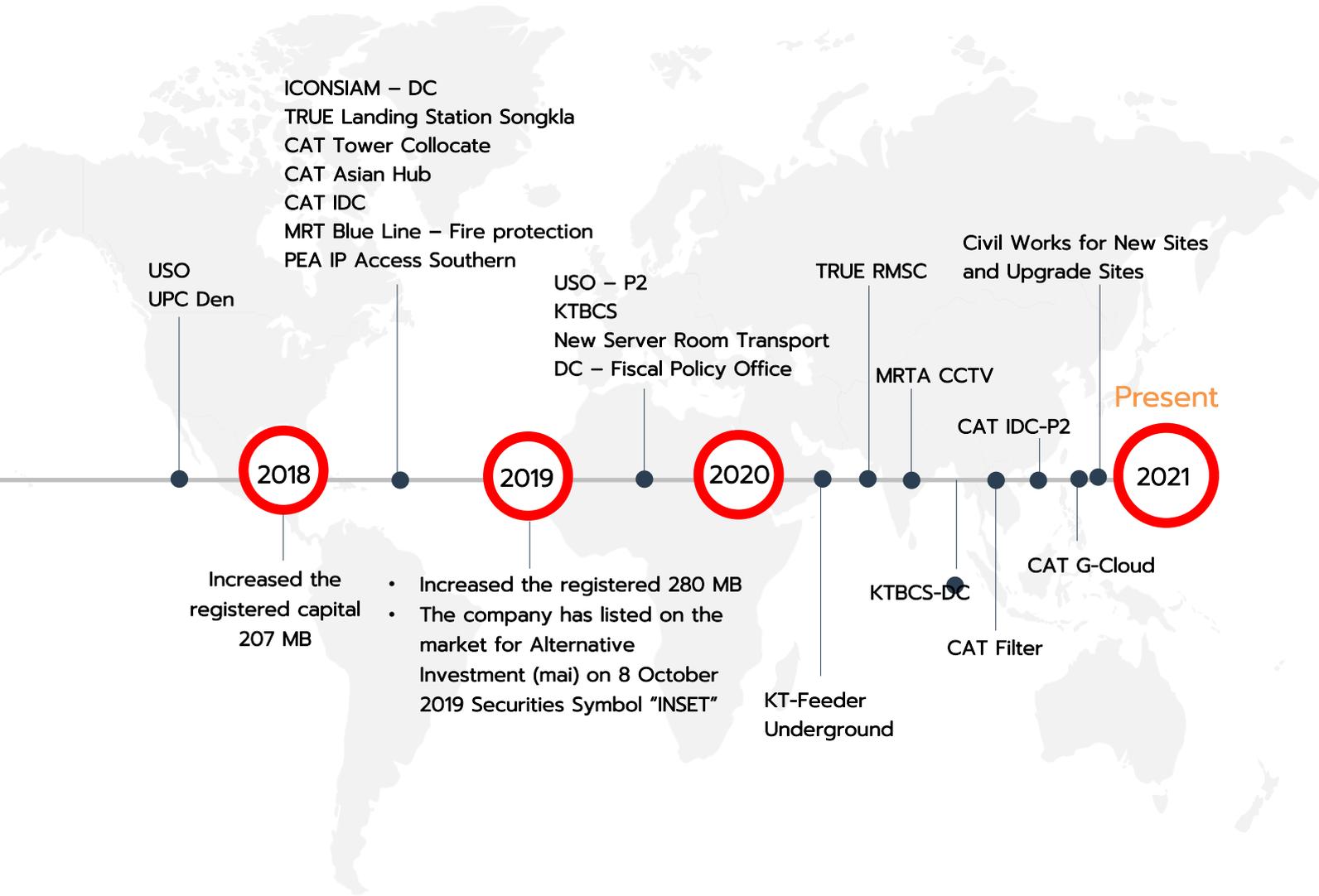


# Significant Business Development

INFRASET PUBLIC COMPANY LIMITED (INSET) was established in May 2006 by the group of experts in Data Center and design for the Telecommunication & Data Center. INSET is a specialist in construction and system implementation for the Telecommunication & Data Center’s infrastructure to keep up with technological change by providing a full range of service including design and construction in accordance with international standards in order to meet the highest satisfaction of customers. Creating credibility by our management team and professional after-sales service is the originating “INFARSTRUCTURE SETUP”



Currently, Infraset Public Company Limited has proven a variety of designs and construction projects with widely acceptance and has provided 7x24 hrs. Maintenance and service for the Telecommunication & Data Center system and consulting services for customers who wish to build or setup Telecommunication & Data Center. INSET has adapted and increased the range of services to respond the world’s demands, which continually change.



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

Mr. Sakbaworn Pukkanasut  
Managing Director

Mr. Kampanart Lohacharoenvanich  
Chairman of the Board



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

Dear Shareholders of Infraset Public Company Limited

The COVID-19 outbreak in 2020 had a negative effect on global economy including Thailand's. Thailand's tourism industry which is the country's main revenue stream faced a sharply fall. Additionally, Thailand's import-export and investment also decreased dramatically as well. People's lifestyles rapidly changed into unusual event, called 'New Normal'. Owing to this pandemic and new normal lifestyle, many technologies became in need through this situation. This drives the world to move faster than expected.

Apart from the pandemic, Thailand 4.0 economic model is another main factor that drive the Information Technology transformation in the country. This transformation will support the country's digital economy including Digital Park Thailand (EECd), Thailand smart city, 5G standalone technology. With the 5G technology, it could persuade global investment in telecommunication infrastructure to the country. Strong infrastructure would gain the needs and capabilities of smart devices, for example, 5G-compatible mobile phone, self-driving car, electronic devices etc. In addition, infrastructure not only gain internet speed, but also gain the access of using data center, cloud computing and other computer services.

Infraset always keep an eye on the problems that affects the company's operation including COVID-19 outbreak. The company prepared the practical guidance to reduce the negative effects from the outbreak. However, the spread of COVID-19 offers some opportunities to specific business including Infraset. The company earns opportunity to participate the auction of infrastructure work from both government and private sectors. The data center and telecommunication works are being invested more including 5G part upgrade due to the epidemic. With the company's specialization, the company earn opportunity to receive upgrade work over 1,000 poles which values over Baht 250 million. Recently, Infraset receive an additional work of 350 poles and expect to receive other 1,000-2,000 poles work which worth Baht 250-300 million.

For the company's performance in 2020, the total revenue was Baht 1,504.07 million (23.37% greater than 2019) The net income equals Baht 135.49 million which is 12.80% greater than 2019.

Our business cannot move forward without cooperation and support from all stakeholders including customers, suppliers, product manufacturers, financial institutes, business partners, and our shareholders. On behalf of the board of directors, executives and staffs, I would like to thank you for all of your support and please trust in the capability of the Company to sustainably move forward with the vision, strategies planned by the board of directors, as well as determination and accomplishment of our staffs of all level.



.....  
Mr. Kampanart Lohacharoenvanich  
Chairman of the Board



.....  
Mr. Sakbaworn Pukkanasut  
Managing Director

# Report of the Audit Committee

Dear Shareholders of Infraset Public Company Limited

The Audit Committee of Infraset Public Company Limited, which comprised of 3 independent directors. All members of the Audit Committee are fully qualified as per specified in the regulations of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The audit committee comprises of the following member.

- |                                    |                                 |
|------------------------------------|---------------------------------|
| 1. Mr. Saran Supaksaran            | Chairman of the Audit Committee |
| 2. Mr. Kampanart Lohacharoenvanich | Audit Committee                 |
| 3. Mr. Lalita Hongratanawong       | Audit Committee                 |

The Audit Committee operates independently and performs its duties and responsibilities as assigned by the Board of Directors in overseeing the corporate governance and the internal control systems to ensure that the Company's business operations are carried out for the interests of its shareholders and other stakeholders and that the Management execute their duties with integrity, and in accordance with the Company's policies. The Audit Committee conducted 4 meetings in 2020. To discuss and share opinions with management, external auditors and internal auditors on matters related to the meeting agenda which was summarized below:

## 1. Review of Financial Reports

The audit committee reviewed accuracy, completeness, significant accounting adjustment, appropriateness of accounting method and scope of accounting audit, of the Company's quarterly and annual financial report for the year 2020, including the consolidated financial statements of the Company. The audit committee had made a discussion with the auditors regarding important matters, accounting estimation, discretion applied in the preparation of financial statement, and adequacy of information disclosure. The committee had made inquiries and discredteness to ensure that the preparation of financial statement and the information disclosure are trustworthy, transparent, and accurate; and that the financial statements are prepared promptly and sufficiently in compliance with Thai Financial Reporting Standard, benefitting to investors and users of the financial statements.

The audit committee has concluded that the financial statements of Infraset Public Company Limited had been prepared under appropriate internal control, by a certified independent auditor without scope limitation. Thus, it can be assured that the preparation of the Company's financial statements complied with relevant regulations and the financial reporting standards. The accounting and financial statements are trustworthy and information disclosure is accurate and appropriate.

2. **Review the operation information together with its internal control systems** and their efficacy towards ensuring that the Company's business was efficiently and effectively conducted in the pursuit of achieving performance goals. In 2020, based on the COSO-ERM Framework, (The Committee of Sponsoring Organizations of the Tread way Commission - Enterprise Risk Management), the Audit Committee reviewed internal audit reports. Assessment results regarding effectiveness of internal controls and risk management systems disclosed that there is no significant deficiency, have appropriate asset safeguarding, correct, complete and reliable information disclosure. In addition, the Audit Committee evaluated the internal control system in compliance to the Practice of the Securities and Exchange Commission. They commend that the Company possesses good internal control system monitoring the operations of adequately, appropriately, and efficiently.

## 3. Review of Connected Transactions or Transactions that might cause a conflict of interest.

The Audit committee reviewed the appropriateness of the procedure relating to the connected transactions or the transactions that might cause a conflict of interest during the year, to ensure that the transactions are fair, reasonable and for the best benefit of the Company. The review of the connected transactions is one of the primary meeting agenda items of the audit committee. The committee has overseen the disclosure of the transaction to ensure the information was disclosed completely, lawfully and in compliance with notifications of the Securities and Exchange Commission and the Stock Exchange of Thailand.

4. In each meeting The Audit Committee has given an opinion regarding the compliance with the Securities and Exchange Act, regulations of the Stock Exchange of Thailand or other laws relevant to the business of the Company. The Audit Committee had reviewed the operations of the Company in 2020 and found no significant activities that did not comply with the Securities and Exchange Act. or regulations of the Stock Exchange of Thailand or other laws related to the business of the Company.
5. Review of the Charter of the Audit Committee.  
The Audit Committee has reviewed the Audit Committee Charter by considering the improvement and amendment of the Objectives, Composition, Qualifications, Scope of roles and responsibilities, Meetings, in accordance with the Principles of Good Corporate Governance (CG Code) and to be suitable for the Company's business.
6. Performance assessment of the Audit Committee for 2020  
The Audit Committee has assessed performance of the Committee every year pursuant to the self-assessment guidelines of the SEC, the SET and the Audit Committee Charter to make certain that the Audit Committee has performed works pursuant to duties and responsibilities as per specified in the Audit Committee Charter.

The Audit Committee performed its duties and responsibilities with appropriate knowledge, ability, carefulness, and sufficient independence. The Audit Committee had full access to all pertinent information from management, employees, and associated parties. Furthermore, the Audit Committee gave comments and recommendations which were beneficial to all of the Company's stakeholders. In summary, the Audit Committee had fulfilled the responsibility of the Audit Committee Charter that was approved by the Board of Directors and found that the Board of Directors, Management, and Executive Directors all performed ethically with the intent to conduct their job functions professionally and in pursuit of the Company's performance goals. Furthermore, it has been concluded that the Company was fully committed to effective Corporate Governance. The Company disclosed financial and operation information correctly, had appropriate and effective internal control and audit; risk management, complied with laws, regulations, and obligations, disclosed the connected transactions correctly and performed duties in compliance with the Good Corporate Governance principles, with transparency and reliability. Also developed operation systems to be more qualified and fit with the changing business environment on a continuing basis.



(Mr. Saran Supaksaran)  
Chairman of the Audit Committee

# Report of the Nomination and Remuneration Committee

Dear Shareholders of Infraset Public Company Limited.

The Nomination and Remuneration Committee comprises of 2 independent directors and 1 executive as follows;

- |                               |   |
|-------------------------------|---|
| 1. Miss Lalita Hongratanawong | Chairman of the Nomination and Remuneration Committee |
| 2. Mr. Saran Supaksaran       | Member of the Nomination and Remuneration Committee   |
| 3. Mr. Sakboworn Pukkanasut   | Member of the Nomination and Remuneration Committee   |

In 2020, the Nomination and Remuneration Committee had 3 meetings, attended by all members of the committee, which the resolutions altogether with the committee's opinions and recommendations were reported to the Board of Directors. The committee's duties can be summarized as follows;

**1. Nominated and proposed new Directors to replace the Directors retiring by rotation:**

The Nomination and Remuneration Committee considered nomination and proposed persons to replace Directors retiring. The Nomination and Remuneration Committee considered not only qualifications, experience, knowledge, ability benefiting the Company, but also diversity aspects in the structure of the Board of Directors such as gender, age, race, nationality and necessary skills that the Company still lacks in order to align with business strategies of the Company. The Nomination and Remuneration Committee also employed Director Database of the Thai Institute of Directors Association in consideration to recruit and select appropriate persons according to the laws and regulations and proposed to the Board of Directors in order to appoint or propose for approval in the shareholders' meeting in accordance with the Company's regulations.

**2. Determined Compensation for Directors and Committees' members**

The Nomination and Remuneration Committee considered the 2020 remuneration for the Board Directors and Sub-Committees to further propose to the Board of Director and the Shareholders' meeting for consideration and approval, taking into the appropriateness of role and responsibility in accordance with the results of operations, as well as to be competitive with listed companies of the same industry with comparable business size consistent with the company's strategy and goals and enough to attract quality directors and executives to achieve the goals and directions as defined by the Company.

**3. Determined appropriate Bonus and Salary Increase**

The Nomination and Remuneration Committee considered the criteria on salary increase for yearly, bonus payment of 2020 and criteria for bonus of 2021. The salary increases rate and the bonus shall be in appropriate rate and in line with the Company's performance.

**4. Reviewed the Nomination and Remuneration Committee' Charter**

The Nomination and Remuneration Committee Review the Charter of the Nomination and Remuneration Committee of the Company.

**5. The Nomination and Remuneration Committee has promoted, encouraged and provided opportunity to minority shareholders to take part in corporate governance and provide opinions toward business operation as well as propose, in advance, the meeting agenda, the candidates to replace the Directors retiring by rotation for the year of 2021 during 1 November 2020-31 January 2021 (3 Months) through the Company's website.**

**6. In 2020, Nomination and Remuneration Committee organized the assessment for both collectively and individually assessment. The performance assessment result on a collective basis was .87.88 percent and individual basis was 86.80 percent. The assessment results are "Very Good"**

The Nomination and Remuneration Committee have been thoroughly, transparently and reasonably carried out their duties abiding the regulations, while put importance on the best benefit of shareholders and stakeholders of the Company. Each member of the committee stated their opinions independently and creatively corresponding to their scope of duties as defied in the code of conduct of the Nomination and Remuneration Committee.



.....  
(Miss Lalita Hongratanawong)

Chairman of the Nomination and Remuneration Committee

# Report of the Executive Committee

Dear Shareholders of Infraset Public Company Limited

The Company strongly believes in the importance of managing the business operations according to the Company's business policies and plans, including any initiatives mandated by the resolutions of the Board of Directors and Shareholder's meetings. All such implementations that are needed to be done have to be executed in strict adherence to the Company's good Corporate Governance Policies. The Executive Board helped the Board of Directors to consider, inspect and screen important matters before proposing to the Board of Directors for consideration, so the Company and its subsidiaries can perform the business efficiently.

In 2020, the Executive Board held 9 meetings to consider various material matters and reported meeting results as well as solution guidelines including suggestions to the Board of Directors for a constant appropriate consideration, which can be summarized as follows:

1. To consider and specify strategy and operation plan of the Company. Including management Structure and Various administrative powers of the company to propose to the Board of Directors for approval.
2. The Executive Board approved the Company's annual budget and investment including financial transactions and credits which are important for business prior to further approved of the Board of Directors.
3. The Executive Board reviewed and monitored performance of the Company every month, so that the operations can be achieved as per the specified targets.
4. The Executive Board specified remuneration's structure policy, forms and criteria of remuneration's payment of the employees and the Managements for the Nomination and Remuneration Committee's consideration prior to further consideration of the Board of Directors' meeting.

The Executive Board has performed all duties according to the scope of duties assigned by the Board of Directors to pursuant to the Executive Board Charter and in accordance with vision, mission and strategy of INSET by taking into account the best interests of all shareholders and stakeholders, as well as supervised to ensure that the Company has effective operation systems and as per the specified laws and that they are compliance with corporate governance principles of which the Executive Board adheres as foundation stone for management to lead the organization to prosperity with stability and sustainability.



(Mr. Sakboworn Pukkanasut)  
Executive Chairman

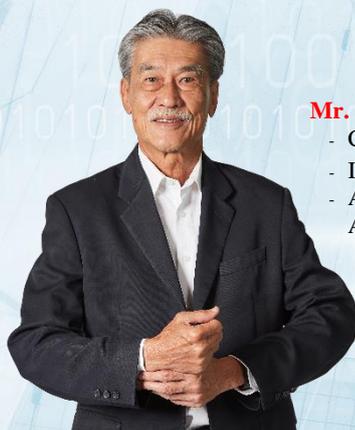
## The Board of Director

Name-Last name	Position
1. Mr. Kampanart Lohacharoenvanich	Chairman of the Board / Independent Director / Audit Committee
2. Mr. Saran Supaksaran	Independent Director / Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee
3. Miss Lalita Hongratanawong	Independent Director / Audit Committee / Chairman of the Nomination and Remuneration Committee
4. Mr. Sakboworn Pukkanasut	Director / Managing Director / Member of the Nomination and Remuneration Committee / Executive Chairman
5. Mr. Metha Chotiapisitkul	Director / Deputy Managing Director-Project Management /General Management / Executive Committee
6. Mr. Akarawatt Akarasuwannachai	Director / Deputy Managing Director-Project Management/Service / Executive Committee
7. Mr. Vichien Jearkjirm	Director
8. Mr. Kasem Techaiya	Director



# Detail of the Board of Directors and Management





**Mr. Kampanart Lohacharoenvanich**

- Chairman of the Board
- Independent Director
- Audit Committee
- Age 70 Years



**Mr. Saran Supaksaran**

- Chairman of Audit Committee
- Independent Director
- Member of the Nomination and Remuneration Committee
- Age 47 Years

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Master of Science in Economics, Kansas State University, U.S.A.
- Bachelor of Economics, Thammasat University

**Training Record:**

- Director Certification Program (DCP 17/2545) Thailand Institute of Director Association (IOD)
- Top Executive Program (CMA, Class.1), Capital Market Academy
- Leading the way into the Futures Business by TFEX And University of Chicago
- Financial Executive Development Program (FINEX, Class 4) Thai Bankers' Association
- KT 4 by Kepner & Tregoe

**% Shareholding:** 0.27 % of paid up capital  
(As of 31 December 2020)

**Personal Relationship with the Management:** -None-

**Illegal Record in the Past:** :- None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 –Present	<ul style="list-style-type: none"> <li>• Chairman of the Board</li> <li>• Independent Director</li> <li>• Audit Committee</li> </ul>	Infrasret PCL.
2018 –Present	<ul style="list-style-type: none"> <li>• Chairman of Audit Committee</li> <li>• Independent Director</li> </ul>	Nirvana Daii PCL
2016 –Present	<ul style="list-style-type: none"> <li>• Independent Director</li> </ul>	Trinity Watthana PCL

Work Experience over the Past 5 Years  
(Non-Listed Company)

Year	Position	Company
2011 – 2018	<ul style="list-style-type: none"> <li>• Director (Finance and Investment)</li> </ul>	National Savings Fund
2009 – 2016	<ul style="list-style-type: none"> <li>• Director</li> </ul>	Securities and Exchange Commission (SEC)

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Master of Science in Financial Science, Chulalongkorn University
- Bachelor of Accountancy (Accounting), Thammasat University

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Audit Committee Program (ACP 25/2560)
- Director Accreditation Program (DAP 114/2558)
- Board Nomination and Compensation Program (BNCP 8/2562)

**% Shareholding:** 0.52 % of paid up capital  
(As of 31 December 2020)

**Personal Relationship with the Management:** -None-

**Illegal Record in the Past:** :- None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 –Present	<ul style="list-style-type: none"> <li>• Chairman of the Audit Committee</li> <li>• Independent Director</li> <li>• Member of the Nomination and Remuneration</li> </ul>	Infrasret PCL.
2018 –Present	<ul style="list-style-type: none"> <li>• Audit Committee</li> </ul>	Sabai Technology PCL.
2015 – Present	<ul style="list-style-type: none"> <li>• Audit Committee</li> </ul>	Ratchaphruek Hospital PCL.
2014 – Present	<ul style="list-style-type: none"> <li>• Audit Committee</li> </ul>	Rajthanee Hospital PCL.

Work Experience over the Past 5 Years  
(Non-Listed Company)

Year	Position	Company
2015 – 2019	<ul style="list-style-type: none"> <li>• Director</li> </ul>	Bunchikij P&S Consolation Co., Ltd.



**Miss Lalita Hongratanawong**

- Chairman of the Nomination and Remuneration Committee
- Independent Director
- Audit Committee
- Age 43 Years



**Mr. Sakbaworn Pukkanasut**

- Director
- Managing Director
- Member of the Nomination and Remuneration Committee
- Executive Chairman
- Age 46 Years

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Doctor of Philosophy in Management Science, Illinois Institute of Technology, USA
- Master of Science in Finance, Illinois Institute of Technology, USA
- Master of Science in Information Technology in Business, Chulalongkorn University
- Bachelor of Accounting, Chulalongkorn University

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Certification Program (DCP 233/2560)
  - Director Accreditation Program (DAP 130/2559)
  - Board Nomination and Compensation Program (BNCP 8/2562)

**% Shareholding:** 0.27 % of paid up capital (as of 31 December 2019)

**Personal Relationship with the Management:** -None-  
**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2019 – Present	<ul style="list-style-type: none"> <li>• Independent Director</li> <li>• Audit Committee</li> </ul>	Synmunkong Insurance PCL.
2018 – Present	<ul style="list-style-type: none"> <li>• Chairman of the Nomination and Remuneration Committee</li> <li>• Independent Director</li> <li>• Audit Committee</li> </ul>	Infrasret PCL.
2018 – Present	Director	JSP Pharmaceutical Manufactory PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2012 – Present	<ul style="list-style-type: none"> <li>• Faculty Teacher at School of Business</li> </ul>	University of The Thai Chamber of Commerce.
2016 – Present	<ul style="list-style-type: none"> <li>• Director</li> </ul>	BDV Estate Co., Ltd

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Bachelor of Engineering, University of the Thai Chamber of Commerce

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Accreditation Program (DAP 144/2561)
  - Director Certification Program (DCP 254/2561)
  - Financial Statements for Directors (FSD 35/2561)
  - Executive Program Capital Market academy (CMA 29)
- University of the Thai Chamber of Commerce
- Top Executive Program in Commerce and Trade (TEPCoT 13/2563)

**% Shareholding:** 38.01 % of paid up capital (as of 31 December 2019)

**Personal Relationship with the Management:** -None-  
**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2006 – Present	<ul style="list-style-type: none"> <li>• Director</li> <li>• Managing Director</li> <li>• Member of the Nomination and Remuneration Committee</li> <li>• Executive Chairman</li> </ul>	Infrasret PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2013 – 2015	<ul style="list-style-type: none"> <li>• Director</li> </ul>	Federation of Accounting Professions



**Mr. Metha Chotiapisitkul**

- Director
- Deputy Managing Director  
Project Management/General Management
- Executive Committee
- Age 42 years



**Mr. Akarawatt Akarasuwannachai**

- Director
- Deputy Managing Director  
Project Management/Service
- Executive Committee
- Age 41 years

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Master of Economics, Kasetsart University
- Master of Business Administration, Kasetsart University
- Bachelor of Engineering (Electrical and Electronics Engineering), Mahanakorn University of Technology

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Accreditation Program (DAP 151/2018)

**% Shareholding:** 3.83 % of paid up capital  
(as of 31 December 2019)

**Personal Relationship with the Management:** -None-  
**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 – Present	<ul style="list-style-type: none"> <li>• Director</li> <li>• Deputy Managing Director – Project Management/General Management</li> <li>• Executive Committee</li> </ul>	Infrasat PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2015 – 2017	• Assistant Managing Director	Infrasat Co., Ltd.
2008 – 2014	• Project Manager	Infrasat Co., Ltd.

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Bachelor of Engineering (Electrical Engineering) Rajamangala University of Technology Krungthep

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Accreditation Program (DAP 153/2018)

**% Shareholding:** 0.18 % of paid up capital  
(as of 31 December 2019)

**Personal Relationship with the Management:** -None-  
**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 – Present	<ul style="list-style-type: none"> <li>• Director</li> <li>• Deputy Director Project Management and Service</li> <li>• Executive Committee</li> </ul>	Infrasat PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2011 – 2017	• Project Manager	Infrasat. Co. Ltd.



**Mr. Vichien Jearkijrm**  
Director  
Age 68 Years



**Mr. Kasem Techiya**  
Director  
Age 45 Years

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- Master Degree in Finance, Indiana University, U.S.A.
- Bachelor Degree in Economics, Thammasat University

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Certification Program (DCP 13/2000)

**% Shareholding:** 0.27 % of paid up capital  
(as of 31 December 2019)

**Personal Relationship with the Management:** -None-

**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 – Present	• Director	Infrasat PCL

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2017 – Present	• Chairman of the Board	Ilesee innovation Co., Ltd.
2015 – Present	• Chairman of the Board	Beyond Green Co., Ltd.
1998 – Present	• Chairman of the Board	Narakit Warehouse Co., Ltd.
1989 – Present	• Director	BOT Lease (Thailand) Co., Ltd.

**Date of Appointment as a Director:** March 15, 2019

**Education Background:**

- EMBA, (Executive Master of Business Administration) University of the Thai Chamber of Commerce
- Bachelor of Business Administration University of the Thai Chamber of Commerce

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Director Accreditation Program (DAP 152/2018)
  - Directors Certification Program (DCP) (292/2020)

**% Shareholding:** 0.27 % of paid up capital  
(as of 31 December 2019)

**Personal Relationship with the Management:**

- Is the brother of Miss Warangkana Techaiya

**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2019 – Present	• Director	Infrasat PCL.
2015 – Present	• Senior Executive Vice President	Phillip (Thailand) PCL.
2012 – 2015	• Managing Director	AEC PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2017 – Present	• Director	KS Advisory Co., Ltd
2016 – Present	• Director	BDV Estate Co., Ltd



**Miss Warangkana Techaiya**

- Deputy Managing Director – Finance and Accounting Department
- Executive Committee
- Company Secretary
- Age 42 Years



**Mr. Panyaphat Suksathu**

- Deputy Managing Director – Sales & Marketing
- Executive Committee
- Age 51 Years

**Education Background:**

- Master of Business administration, Monash University
- Bachelor of Accountancy (Major Accounting), Chulalongkorn University

**Training Record:**

- Thailand Institute of Director Association (IOD)
- Strategic CFO in Capital Markets Program (5/2017)
- Director Accreditation Program (DAP 153/2018) Stock Exchange of Thailand (SET)

**% Shareholding:** 0.13 % of paid up capital (as of 31 December 2019)

**Personal Relationship with the Management:**

- Is the sister of Mr. Kasem Techaiya

**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2018 – Present	<ul style="list-style-type: none"> <li>• Deputy Managing Director – Finance and Accounting Department</li> <li>• Executive Committee</li> <li>• Company Secretary</li> </ul>	Infrasat PCL.
2015-2018	<ul style="list-style-type: none"> <li>• Vice President (Accounting and Finance)</li> </ul>	Demeter Corporation PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2011 – 2017	<ul style="list-style-type: none"> <li>• Assistant Finance Manager</li> </ul>	UPS Parcel Delivery Service Co., Ltd.

**Education Background:**

- Master of Public Administration Program (MPA) National Institute of Development Administration (NIDA)
- Bachelor of Electronic Engineering, Mahanakorn University of Technology, Bangkok, Thailand

**Training Record:**

- None-

**% Shareholding:** - None- (as of 31 December 2019)

**Personal Relationship with the Management:** -None-

**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2020 – Present	<ul style="list-style-type: none"> <li>• Deputy Managing Director – Sale and Marketing</li> </ul>	Infrasat PCL.
2014-2019	<ul style="list-style-type: none"> <li>• Assistant Vice President (AVP) Head of Sales</li> </ul>	Information and Communication Networks PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2010- 2014	<ul style="list-style-type: none"> <li>• Assistant Vice President (AVP)</li> </ul>	Loxley Wireless Co., Ltd
2003 – 2010	<ul style="list-style-type: none"> <li>• Senior Manager</li> </ul>	Alcatel-Lucent (Thailand) co., Ltd
1996 – 2003	<ul style="list-style-type: none"> <li>• Sales Manager</li> </ul>	Siemens Co., Ltd



**Mr. Surawee Paisanpayak**

- Deputy Managing Director – Sales & Marketing
- Executive Committee
- Age 40 Years

**Education Background:**

- Bachelor of Engineering (Electrical Engineering)  
King Mongkut's University of Technology Thonburi

**Training Record:**

- Cisco Sales Expert

**% Shareholding:** - None-  
(as of 31 December 2019)

**Personal Relationship with the Management:** -None-

**Illegal Record in the Past:** -None-

Work Experience over the Past 5 Years  
(Listed Company)

Year	Position	Company
2020 – Present	• Deputy Managing Director – Sale and Marketing	Infrasret PCL.
2003 – March 2020	• Vice President	Advanced Information Technology PCL.

Work Experience over the Past 5 Years  
(Non Listed Company)

Year	Position	Company
2002-2003	• Sale Engineer	Industrial Heat & Combustion Co., Ltd



## Policy and -Business Overview

### Overview of the Company's business operations.

Infrasnet Public Company Limited ("The Company") was founded by Mr. Sakbaworn Pukkanasut who has extensive experience and expertise in the business concerning data center construction. Prior to this date, Mr. Pukkanasut has foreseen the potential and the economic growth that the information technology and telecommunication business would bring to Thailand, on May 8, 2006 he then established the Infrasnet Company Limited in contemplation of operating data center construction business with competency in offering services related to the information technology and telecommunications business. With a registered capital of Baht 1 million as well as the trust, confidence and support of clients, both government agencies and private companies, placed in our abilities, we then have constructed more data centers, fundamental telecommunications infrastructure and telecommunication network consecutively, as of December 31, 2019, the Company has registered capital of Baht 280 million paid in full. The three main business of the Company are as follows:

#### 1. Business concerning construction of Data Center and Information Technology Infrastructure.

The Company offers turnkey services that can leverage business performance, the Company's data centers are the best-in-class IT infrastructure services with over 10 years of experience that comes with Customer Services team: specialized engineers who are well-trained in the latest technologies, their varying areas of expertise relating to the survey, design, construction and installation of not only system and equipment within the data center but also the information technology considering the needs and expectations of various client groups whether the domestic mobile phone service provider, the listed companies in the stock market and other companies In the telecommunications industry as well as the government agencies etc. Examples of our distinguished accomplishment are as follows:

- The construction project on submarine cable landing station along with the power building of Symphony Communication Public Company Limited located in Rayong Province.
- The construction project on Mobile Switching Center (MSC) -TYB (Thanyaburi) located in Pathum Thani Province.
- The project on establishing Internet Data Center of the True IDC at True Tower 2.
- The project on providing mobile phone signal and high speed internet service in remote areas, Village in the border area ( Zone C +), The National Broadcasting and Telecommunications Commission (Office of The National Broadcasting and Telecommunications Commission: NBCT) (establishing schools and community internet centers namely the Universal Service Obligation : USO as required by law to promote the use of computer, internet, work typing, printing and others among community people, as well as to be learning centers for children in the northern and northeastern areas (USO Phase 1 Project )).

- The project on providing high speed internet in remote areas (Zone C) of the Office of the National Broadcasting and Telecommunications Commission, Northern Region 1 and Central Region 2 (USO Phase 2 Project).
- The project on establishing the Computer Operation Center for ICONSIAM Department Store.
- The project on establishing the CAT IDC data center.
- DC Power System Installation Project in North, Central, East, and Northeast (CAT Asian Digital Hub)
- The project on establishing submarine cable landing station, TRUE Landing Station, Songkhla Province
- The construction of a Modular Data Center in the Bang Bua Thong Computer Center complied to Tier III standards of design and construction from the Uptime Institute (New Tier III Modular DC (BBT))

## **2. Business concerning the Telecommunications and Transportation Infrastructure.**

With the extensive experience in operating the business for over 10 years, it cannot be argued that the Company would certainly have business alliances who are well-known companies in the telecommunications industry operating their businesses as main contractor or suppliers of equipment related to telecommunications infrastructure and networks such as Wire and Wireless Company Limited (W&W), Forth Corporation Public Company Limited (FORTH), Advance Information Technology Public Company Limited (AIT), Samart Corporation Public Company Limited (SAMART) etc. Therefore, the Company then has the business opportunity to continuously serve as a sub-contractor for the constructing and installing basic infrastructure and telecommunication networks, with the Company being the service provider offering a total project solution consisting of survey, design, construction of telecommunication towers. And installing communication cables and equipment related to telecommunications. The samples of our accomplishment are as follows:

- The construction project on telecommunications network tower of True Universal Convergence Company Limited (TUC) in Bangkok area.
- The construction and renovation project on cellular mobile base stations of CAT Telecom Public Company Limited (CAT).
- The installation project on Optical Fiber Cable of MEA's.
- The installation project on Optical Fiber Cable of True Corporation Public Company Limited.
- The installation project on Optical Fiber Cable of Ministry of Education (NEdNet).
- The project on electric wire grounding of Nirvana Daii Public Company Limited (NVD).
- The installation project on Optical Fiber Cable of ICONSIAM.
- The installation project on CAT Collocate Tower in national park areas nationwide.
- The installation of 850 MHz frequency band filter circuit according to the Notification of National Broadcasting and Telecommunications Commission regarding the 824-839/869-884 MHz frequency band for the international mobile telecommunications plan and 885-895/930-940 MHz frequency band for the mobile telecommunications plan of CAT Telecom Public Company Limited.
- Design, survey, permit request to install an electric meter and construct the base station of the Civil Works for New Sites and Upgrade Sites Project of True Move H Universal Communication Co., Ltd.

## **3. Business concerning Maintenance and service.**

In addition to the aforementioned businesses, the Company also provides maintenance services for any projects in connection with data center, information technology infrastructure and telecommunication infrastructure by means of providing services to project owners or working as a sub-contractor. It can be noted that the afore-mentioned businesses has contributed to the Company in generating income consecutively. Attempting to describe the type of our maintenance program, we believe it would be more clearly to state that according to the "24/7 Program", our maintenance services are purposefully designed to provide both Preventive Maintenance and Continuous Maintenance with our team being able to promptly support both the existing clients whose projects have been delivered as upon the client services agreement that the Company will to carry out ongoing maintenance stated therein and the new clients as upon request that they need the Company to offer the maintenance service.

- Maintenance service for data communication systems employing dense wavelength division multiplexing (DWDM) technology and IP Core Network technology of the Provincial Electricity Authority (PEA).
- Maintenance service for the equipment installed in Data Center of the CAT Telecom Public Company Limited.
- Maintenance service for the support system of the M.R.T Chaloem Ratchamongkhon Line system Including the extensions to Tao Pun Station (MRT Blue Line).
- Maintenance service for the project on providing mobile phone signal and high speed internet service in remote areas, Village in the border area ( Zone C +), The National Broadcasting and Telecommunications Commission (Office of The National Broadcasting and Telecommunications Commission: NBCT) (establishing schools and community internet centers namely the Universal Service Obligation : USO as required by law to promote the use of computer, internet, work typing, printing and others among community people, as well as to be learning centers for children in the northern and northeastern areas (USO Phase 1 Project)
- Maintenance services for the project to High-speed internet in remote areas (Zone C) of the office of the National Broadcasting and Telecommunications Commission, Northern Region 1 and Central region 2 (USO Phase 2 Project)

## Vision, Objectives, and Goals

### 1) Vision

We are committed to be one of three experts in the business area of telecommunications infrastructure and information technology within 5 years.

### 2) Mission

The Company has continuously carried on its business to fulfill its commitment to offer the just and responsible business conduct toward every stakeholder and adherence to the long-standing principles observed and practiced since the Company's establishment. We are committed to key values, first, to be able to accurately interpret and then satisfy a client's needs with quality service, second, to maximize the sustainable benefits of all shareholders appropriately, third, to develop the business expertise, forth, to improve and enhance employees' quality of life, fifth, to pay close attention to the stakeholders and devote ourselves to the appropriate and reliable business practice, last in order but not of importance, to strive to conduct business in compliance with the principle of good corporate governance.

### 3) Business goals

The Company has a long-standing business goals outlined and carried on continuously since the Company's establishment. We target on long-term, sustainable business growth in term of the service income and the ability to generate profitability by establishing corporate reputation through the accomplished works and the quality services.

### 4) Strategy

The company still focuses on operating the business of design, implementation, and construction of data center, the Information technology system, basic telecommunication infrastructure and networks for the public and private sectors as well as the leading telecommunication operators as a main contractor and sub-contractor. We also increase our capability to work on a larger construction project by employing the business strategies described as follows:

#### 4.1) Acquiring business alliance and potential business partner.

The Company foresees the importance of having business alliance and potential business partner since it helps enhancing competitive ability by combining strengths to attribute the business and satisfy clients' needs. With years of experience and service accomplishments in the telecommunication and information technology industry, the Company has formed good and acceptable business alliance relationships continuously. In addition, the Company also has formed many long- term strategic alliances to cooperate in the services or other business

objectives enabling the Company to enhance an efficient service capabilities to cover various size and scope of businesses in contemplation of keeping up with the constant changes in the telecommunications industry, satisfying the needs of clients and users remarkably, also acquiring the increasing number of trusted clients who require the Company's services.

#### **4.2) Quickly delivering of excellent service exceeding customer expectations.**

The Company realize the significance and benefit assuming that it is in capable of completing the project prior to specified time therefore, the Company then has set up the procedures and systems for implementing any project moreover, regarding the afore-said strategy, the Company also values its business alliances running businesses in almost every area since their cooperation is one essential facilitating factor contributed to our capability to deliver the work more expeditious than expected whilst still maintaining the high level of service. In addition, the Company also provides incentives for engineers being in charge of the project and sets up either invoice approval approach or the fast solution-oriented and easy approach for the business alliances to collect their payments in exchange for the full and expeditious cooperation from all parties with the mission of completing the project quicker. These strategies help us avoid the inconvenience through to late penalty charges from the end customer also to be able to accept more projects. As a consequence, the customers certainly will convey their confidence and impression to the Company's project and will surely be repeat customers who have the power to drive our business to success.

#### **4.3) Promoting the integrated professional services.**

It can't be argued that the accumulation of work experience certainly contributed to knowledge, expertise, and skills in working in different sectors and all areas. Additionally, the Company also consecutively improve the service capability in order to stay abreast of the latest technology trends. Besides, since our clients prefer the integrated professional services, we then propose the complete solutions, from engineering design, construction, installation, and customer services, likewise maintenance and assistance services in the event of operational disruption. In consideration of the customer needs, expectation and satisfaction, the Company then provides competitive and excellent service for a very reasonable price. In addition, the Company also keeps updating with innovations and latest technology developments with the intention of bringing about our expertise and skills to service in different sectors and all areas and fostering our competitive ability while trying to stay head in the world of business.

#### **4.4) Accepting a service project offer in consideration of the limitation in ability.**

In accordance with our work experience having been accumulated many years, we are positive in stating that we are able to offer services as both the main contractor and sub-contractor nevertheless, the evaluation of project offer will be taken into our consideration prior to accepting that offer. Regarding of our business ability, this strategy would allow the Company to efficiently generate and manage consistent income and cash flow from operations. On the occasion that the spectacular large-scale projects have been offered, with the knowledge, expertise, and skills accumulated over the years, we would contemplate and then make a decision to work as a sub-contractor for the specific part of that project forasmuch as it would allow us, at short notice, to collect our expenses from the main contractor after completing our service on the specific project regardless of whether the entire project has been completed or not. As a result, the Company would be able to efficiently generate and manage consistent cash flow from operations. On the other hand, the Company would contemplate accepting to be the main contractor in appropriate scale project in order to generate consistent income and improve profit margin without affecting the cash flow statement of the Company to a considerable extent.

#### **4.5) Improving customer acquisition strategy.**

The Company employs strategies to acquire new customers continuously in order to reduce dependency on a key customer and expand new business opportunities, it had been accomplished by employing long-term executive relationships with people across companies and industries and encouraging the sale team to build new business relationship accordingly. Suffice it to say that the Company has a broad practice guideline for acquiring customers not relating to just one particular business so we focus on procuring contracts with business entity in which the Company can apply knowledge, expertise, and skills in a new context so our goal of attracting and acquiring 3 new customers each year will be accomplished.

## Business Strategy



## Major changes and developments

The significant developments of the company during the past period are as follows:



### Year 2006-2010

- In the year 2006, the Infraset Company Limited was established on May 8, 2006 with a registered capital of Baht 1 million.
- During the first period, the Company has provided services regarding data center construction and installation along with maintenance service and customer services for entrepreneurs who are looking to set up a small data center. In addition, the Company also has acquired contracts with us being a sub-contractor in providing information technology system implementation services such as computer system implementation, cables, as well as information technology equipment installation to a group of customers which are companies with small business office spaces as well as the customers being leading system integrator companies for stance, AIT, FORTH, LOXLEY Group, SAMART Group and CDG Group. According to our practice, the afore-mentioned SI companies will be the main contractor or major suppliers who bid on information technology system implementation project then sub-contract us to carry out part of the works on their behalf. During the initial period, even though the Company as a sub-contractor has been appointed only small and low-value projects however, unconcernedly, the company then focus on the amount of service procured and the opportunity to employ our expertise and skills instead.
- In the year 2010, the Company increased the registered capital from Baht 1 million to Baht 5 million to support business growth and expansion.

## Year 2011 - 2015

The Company began stepping into the telecommunications network and infrastructure industry and forming business alliances with large companies.

- As the Company initiated forming business alliances, it can be said that “FORTH “company was our first business alliance which had cooperated to undertake the infrastructure construction project, the the MSAN 160K (Multi - Service Access Node) project, of the Telephone Organization of Thailand (currently called “TOT”). Under the said project, we had undertaken the installation of MSAN equipment in order to connect Landline phone system (Landlines) to the internet for more than 1,000 points throughout Thailand. Thereafter, from our remarkable accomplishment, the Company had then procured one more project, the MSAN 577K expansion project.
- Subsequently, the Company has become a business alliance with W&W in which we had cooperated to undertake the cell tower construction and installation of antennas project under the TOT 3G project. Regardless of prior experience in this service, the Company nonetheless could foresee the favorable circumstance to grow and expand the business therefore the Company decided to develop its necessary capability that would enable it to comply with this service segment. Magnificently, the hard work and effort have paid off, the Company was able to construct the cell tower and install the antennas up to 570 from a total of 652 of the total project allowing the Company to earn trust and be recognized for the accomplishment and quality work of the Company. Afterward, to express that the W&W put its trust in the Company, the W&W then gave the company the opportunity to participate in the bidding also our service are required in many subsequent projects continuously until present.

From the distinguished accomplishment, the Company has gained more trust from many business alliances for instance the AIT Group and SMART Group. The Company has continuously been offered the cell tower and signal cable construction project. Especially the project relating to the telecommunication network infrastructure that the W&W has procured from True Corporation Public Company Limited and its affiliates (TRUE Group). To this extent, the Company thus became renowned annually in the business world.

- In the year 2013, the Company increased the registered capital from Baht 5 million to Baht 50 million to support business growth and expansion.

## Year 2016

- The Company has procured a project to construct a telecommunications exchange center in Bangkok and suburbs area of the TRUE Group worth over Baht 450 million. The Company has provided the integrated services for constructing building on the area over 10,000 square meters and all related systems such as electrical systems, surge protection systems, air conditioning system, backup electricity generator system, fire extinguishing system and CCTV system in the building, etc. The said construction project requires specialized knowledge and expertise to enable the Data Center to work efficiently and continuously.

## Year 2017

- The Company has stepped to undertake a large-scale project being worth more than Baht 1,000 million for the first time which was the subcontracting work from the bidder for establishing fundamental telecommunications services for public in all areas, namely the Universal Service Obligation (USO Project (Phase 1) under the project of The National Broadcasting and Telecommunications Commission (Office of The National Broadcasting and Telecommunications Commission: NBCT) in order to promote the use of computer, internet, access to internet and mobile signals according to 20-year National Strategy. In the Phase 1 project, the TRUE group is the bidder for the project concerning Broadband Services in the upper northern region and the project providing mobile signal services in the lower northern and northeastern regions, with the W&W undertaking as the main contractor of the project in Phase 1. In the process of acquiring the project, the Company has cooperated with the AIT Group in favor of proposing quotation for price and service. The project that the Company has gotten hold of worth approximately Baht 1,160 million.

## Year 2018

- The company increased the registered capital from Baht 50 million to Baht 207 million, whilst still has attentively engaged in the USO (Phase 1) project from the year 2017. Another detail worth mentioning is that we has obtained other projects consecutively such as the CAT Collocate Tower, the construction and renovation of mobile phone stations worth Baht 100 million, the construction of a computer operation center and telecommunication network project of the ICONSIAM worth more than Baht 50 million. Furthermore, the Company started developing and enhancing its knowledge, expertise and skills beneficial to offer services to new customers with the thought of increasing the efficiency of a service channel by maximizing services to the real estate operators and offering the services of designing and installing electrical systems and underground signal cables designed to evade environment and scenery problem within the housing development project. Currently, concerning the unique benefit of the underground cables, this method is nation-wide preferable to new development real estate projects.

## Year 2019

- The Company has engaged in the USO project (Phase 2) and the maintenance service for the USO project (Phase 1) and has continued to expand new business opportunities. Remarkably, the Annual General Meeting of Shareholders of the Company has approved its conversion to a public company under the name "**Infrasnet Public Company Limited**" and approved the increasing of the registered capital from Baht 207 million to Baht 280 million as well as the issuing and offering of 146 million new ordinary shares with a par value Baht 0.50 baht per share for public offering (the IPO). Accordingly, the company was listed on the MAI Stock Exchange in contemplation of raising capital to fuel its expansion plans or to fund new projects together with to be able to undertake high-value projects in accordance with the vision for being one of three experts in the business area of telecommunications and computing infrastructure within 5 years.

## Year 2020

- Awarded a contract for construction of a Modular Data Center in the Bang Bua Thong Computer Center complied to Tier III standards of design and construction from the Uptime Institute (New Tier III Modular DC (BBT)), project value of 339 Million Baht.
- Awarded a contract for Procure and installation filter on the 850 MHz frequency band circuit of CAT Telecom Public Company Limited to prevent interference with the 900 MHz frequency band circuit, project value of 1,088 Million Baht.
- Awarded a contract for Design, survey, permit request to install an electric meter and construct the base station of the Civil Works for New Sites and Upgrade Sites Project of True Move H Universal Communication Co., Ltd. project value of 250 Million Baht.

## Company Shareholding Structure

As of 31 December 2020, the Company does not have any investment in subsidiaries, associated companies or joint ventures.



## Nature of Business

The Company operates as a construction service provider for entrepreneurs in the information technology and telecommunications industries. The Company's services comprise of

- 1) Data Center and Information Technology Infrastructure business
- 2) Telecommunications and Transportation Infrastructure business such as Installation of signal transmission towers, Installation, and network systems
- 3) maintenance and services concerning data center, information technology and telecommunication infrastructure.

This service can be extended from some main contract project allowing the Company to earn income continuously. The Company strongly believe that the services provided are able to respond to the changes and expansion of the information and telecommunications technology and telecommunication industries becoming more and more important in daily life. To address it clearly, in accordance with the financial statements for the financial year 2017-2019, the income structure of the Company can be divided as follows:

## Revenue Structure of the Company

Type	2018		2019		2020	
	MB	%	MB	%	MB	%
1. Data Center & Information Technology Infrastructure	800.03	79.44	1,059.22	86.82	703.90	46.78
2. Telecommunications and Transportation Infrastructure	194.86	19.35	110.44	9.05	623.61	41.46
3) Maintenance and Service	5.69	0.56	46.95	3.85	173.44	11.53
<b>Total Revenue</b>	<b>1,000.58</b>	<b>99.35</b>	<b>1,216.61</b>	<b>99.73</b>	<b>1,500.95</b>	<b>99.79</b>
Other Income	6.55	0.65	3.35	0.27	3.12	0.21
<b>Total Revenue</b>	<b>1,007.13</b>	<b>100.00</b>	<b>1,219.96</b>	<b>100.00</b>	<b>1,504.07</b>	<b>100.00</b>

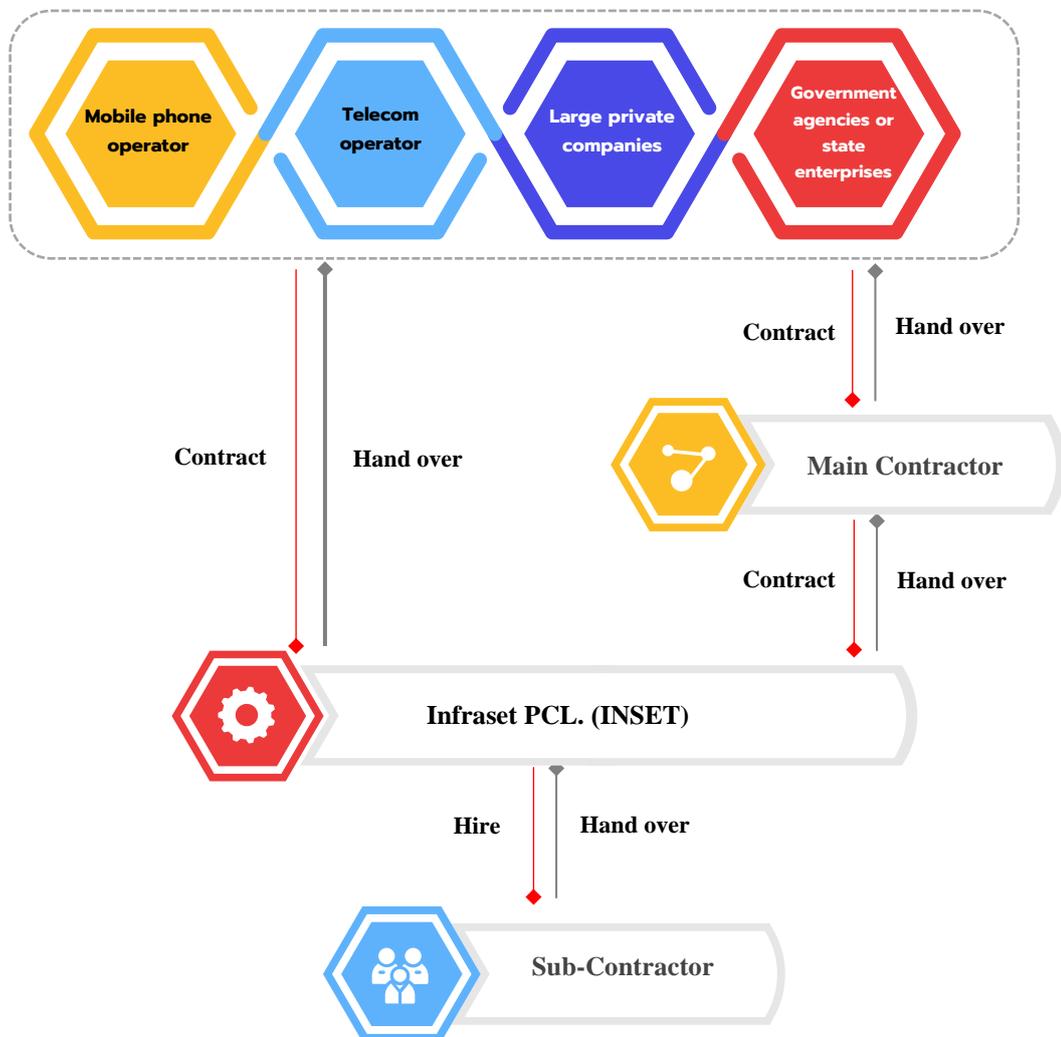
**The total income of the Company consists of:**

- (1) Income from construction of data center and information technology Infrastructure business
- (2) Income from telecommunications and transportation infrastructure business
- (3) Income from maintenance and service business
- (4) Other income namely interest earned from the investment and gain from the disposition of property

## Characteristics of Product and Service

The Company has conducted the business of providing construction services relating to information technology and telecommunications. Our integrated professional service offers the complete solutions, from area surveying, engineering design, structural works together with projects concerning the information and telecommunication technology system engineering industry in Thailand under the terms of reference agreed. The Company will serve as the main contractor hired directly by the project owner and as sub-contractor being directly contracted with the general contractor in which most of the contract is in the form of the Turnkey Contract meaning that the Company will receive the details from the customer then it will work on project planning and estimating and propose the quotation for price and services to the customer thereafter. After the contract has been agreed upon, the Company will hire sub-contractors to undertake the construction which every stage of construction project would be controlled by its engineering team. The Company positively believe that the afore-said practice would contribute to overall quality of work and service delivered and meet the time specified by the customers as shown in the plan below.

### Project Owner





To undertake in every project, our engineering team will be responsible for controlling the quality of work in every stage of project starting from area surveying and project designing to match the needs and expectation of the customer, construction planning as well as monitoring and supervising the construction process undertaken by the sub-contractor until the work is delivered. In addition, according to the project characteristics, our businesses can be divided into categories as follows:

## **1. Business concerning the Construction of Data Center and Information Technology Infrastructure.**

### **1.1 Data center construction project**

Data Center is a building, dedicated space within a building used to house computer systems and associated components, such as telecommunications and storage systems which will be working 24 hours a day. In the design and construction of the data center, one will have to focus on setting servers to be as stable as possible and to be able to respond quickly and decisively. In addition, the data center is currently helping to facilitate data transfer and communication operations.

The Company offers construction services for the data center, both constructing new data center building and renovating of existing buildings for being used as a data center. This task requires highly experienced experts with extensive knowledge or ability based on this particular subject since the data center must be specially designed and constructed to support the function that is different from the general building or computer room. The details are offered as follows:

#### **■ Data Center Structure:**

The data center structure will be especially designed to support not only the weight of building but also the weight many Servers placed therein, not to mention other equipment and system stored which outnumber which stored in the normal building. Furthermore, one needs to consider to vibration level on backup power systems set therein as well. Among other things, the design of data center wall structure must be taken into consideration which it must be thicker than usual, the two- layer concrete wall is preferable insomuch as it helps blocking outside heat and humidity while being able to control the temperature and humidity inside the building.

#### **■ Cooling system:**

In order to support the operation of the Server which generating high heat 24 hours, data center building must have an efficient cooling system where it can measure and control the temperature level of 22 degrees Celsius considered appropriate for the Server or 50 percent relative humidity. To achieve this effort, the external insulation may be installed to help control the internal temperature. In addition, in the previous practice, some data centers have been constructed by raising their floors for the benefit of installing the air conditioning system thereunder or employing the cooling system which circulates cold air to maintain comfort.

▪ **Backup power system:**

Data center must have backup power system for the sake of uninterrupted power supply and compensating power when there is a disruption of power, power outages, power surge or over volt, therefore, the design and construction of data center building must have a backup power system so that the Server can work efficiently and continuously at all times. There are many types of backup power systems, such as UPS Power Supply, Oil Powered Backup Generator and Dry Type Backup Generator. These backup systems are used to adjust the input voltage to the usage in data center. Basically, data center would have more than one backup power system, so they can be used interchangeably when a problem occurs.

▪ **Security system:**

The data center building must have a reliable security system to prevent various accidents within the building due to the large number of electronic devices. Fire suppression system is one sample here. (The fire suppression system should use non-conductive fire extinguishers which will not destroy electronic devices such as Pyrogen, NOVEC, etc.) In addition, the data center building must also have a heat detection system to ensure that it can prevent damage causing from fire along with the high security system of the building under the standard Tier Classification System created by the Uptime Institute, the four distinct Tier classifications for data center infrastructure can be defined as follows:

Uptime Institute	Tier I	Tier II	Tier III	Tier IV
Redundancy	N	N+1	N+1	N After any Failure
Distribution Paths	1	1	1 Active 1 Passive	2 Simultaneously Active
Concurrently Maintainable	NO	NO	YES	YES
Fault Tolerance	NO	NO	NO	YES
Compartmentalization	NO	NO	NO	YES
Continuous Cooling	Load Density Dependent	Load Density Dependent	Load Density Dependent	Class A

Source: The Uptime Institute

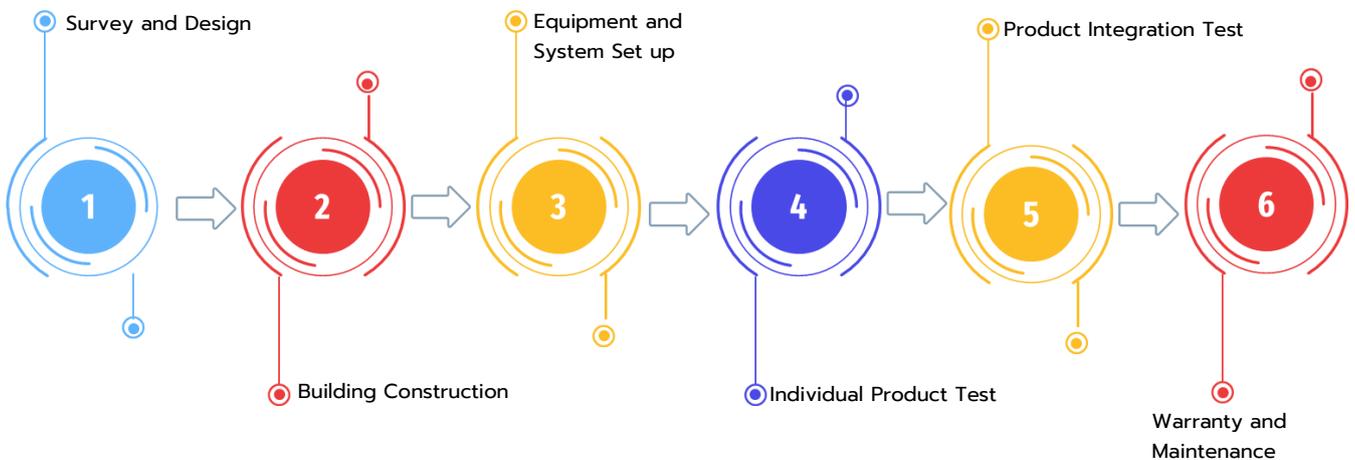
**Tier I: Basic Data Center Infrastructure** Tier I data center provides dedicated site infrastructure to support information technology beyond an office setting with Service Level Agreement (SLA) of 99.671% or 28.817 hours of downtime per year. A Tier I basic data center must have non-redundant capacity components and a single, non-redundant distribution path servicing the computer equipment. Tier I infrastructure includes a dedicated space for IT systems; an uninterruptible power supply (UPS) to filter power spikes, sags, and momentary outages; dedicated cooling equipment that won't get shut down at the end of normal office hours; and an engine generator to protect IT functions from extended power outages.

**Tier II: Redundant Capacity Components Site Infrastructure** Tier II facilities include redundant critical power and cooling components to provide select maintenance opportunities and an increased margin of safety against IT process disruptions that would result from site infrastructure equipment failures. The redundant components include power and cooling equipment such as UPS modules, chillers or pumps, and engine generators. Furthermore, all IT equipment must be dual-powered and fully compatible with the topology of a site's architecture along with concurrently maintainable site infrastructure with expected availability of 99.982% or hours of downtime per year. In terms of redundancy, Tier II offers N+1 availability. Any unplanned activity such as operational errors or spontaneous failures of infrastructure components can still cause an outage.

**Tier III: Concurrently Maintainable Site Infrastructure** A Tier III data center requires no shutdowns for equipment replacement and maintenance. A Tier II allows for any planned maintenance activity of power and cooling systems to take place without disrupting the operation of computer hardware located in the data center. A redundant delivery path for power and cooling is added to the redundant critical components of Tier II so that each and every component needed to support the IT processing environment can be shut down and maintained without impact on the IT operation. In addition, Tier III data center specifications are utilized by larger businesses and feature 99.982% uptime with no more than 1.5768 hours of downtime per year.

**Tier IV: Fault Tolerant Site Infrastructure** Tier IV site infrastructure builds on Tier III, adding the concept of Fault Tolerance to the site infrastructure topology. A Fault Tolerant data center will have multiple, independent, physically systems that are isolated and each have redundant capacity components and multiple, independent, diverse, active distribution paths simultaneously serving the computer hardware. The data center must have IT hardware that is dual powered and properly installed to have compatibility with the topology of the site's architecture (N after failure). Complementary systems and distribution paths must be physically isolated from one another (compartmentalized) to prevent any single event from simultaneously impacting both systems and paths. Tier 4 provides 99.995% uptime per year with 26.3 minutes of annual downtime.

The Company provides design and construction services for the data center according to the needs of customers, whether it is a data center according to Tier I to Tier IV. In this regard, the scope of work of the Company regarding the construction of the data center can be summarized in the diagram shown below.



With regard to the renovating of the existing building area for using as a data center or data center room, the procedures are similar to the construction of the data center shown in the above diagram. However, there has the difference worth explain here that is even though renovating the existing building area to be used as a data center does not need the construction of a new data center structure however, there have some additional factors needed to be taken into consideration such as the load-bearing capacity of the building as well as the caution which must be employed when placing various systems in the building whilst trying not to disrupt the existing system in the same building area.

## Samples of Data Center Construction and/or Building Renovation for Data Center

### ■ Project Name: SYMPHONY Cable Landing Station (Rayong)

Customer Name: Symphony Communication PCL.

Contract Period: 5 January 2015 - 2 August 2015

Contract Value: Baht 95 million.

Project Description: Construction of submarine cable landing station building and power building with system support for submarine station.



### ■ Project Name: True MSC TYB

Customer Name: Wire & Wireless Co., Ltd.

Contract Period: 1 May 2016 – 30 April 2017

Project Value: Baht 431.5 million.

Project Description: Construction of Mobile Switching Center Building with system support.



### ■ Project Name: TRUE IDC

Customer Name: Wire & Wireless Co., Ltd. And Information and Communication Networks Public Company Limited.

Contract Period: 1 Jun 2016 – 31 May 2017

Project Value: Baht 226.09 Million.

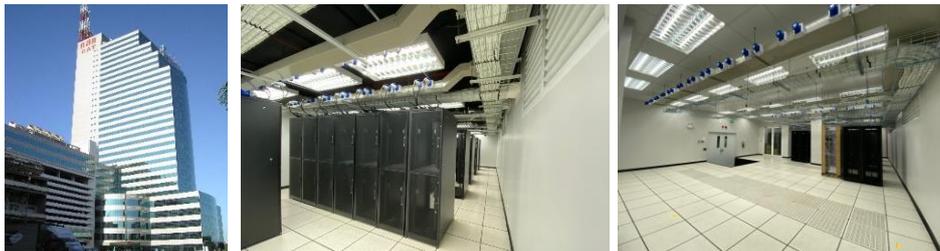
Project Description: Design, Renovation and Construction of Computer center system, True Tower 2 Building for Data Center True IDC project



- Project Name:** TRUE Cable Landing Station Songkhla  
**Customer Name:** Wire & Wireless Co., Ltd  
**Contract Period:** 1 October 2018 – 31 December 2019  
**Project Value:** Baht 84.28 Million  
**Project Description:** Construction of submarine cable landing station Songkhla province



- Project Name:** CAT IDC  
**Customer Name:** CAT Telecom Public Company Limited.  
**Contract Period:** Floor 8, 16 (Bangrak) 26 December 2018 – 24 October 2019  
**Contract Period:** Floor 3 (Sriracha) 29 December 2018 – 25 August 2019  
**Project Value:** Baht 147.87 Million  
**Project Description:** Renovation and Expansion of CAT-IDC 8<sup>th</sup> and 16<sup>th</sup> floor, CAT Tower Bangrak, and CAT-IDC 3<sup>rd</sup> floor, Sriracha Telecommunication Tower



- Project Name:** New Tier III Modular DC (BBT)  
**Customer Name:** Krungthai Computer Services Company Limited  
**Contract Period:** 3 June 2020 – 15 November 2020 (165 Day)  
**Project Value:** Baht 339.24 Million  
**Project Description:** Construction of a Modular Data Center in the Bang Bua Thong Computer Center complied to Tier III standards of design and construction from the Uptime institute

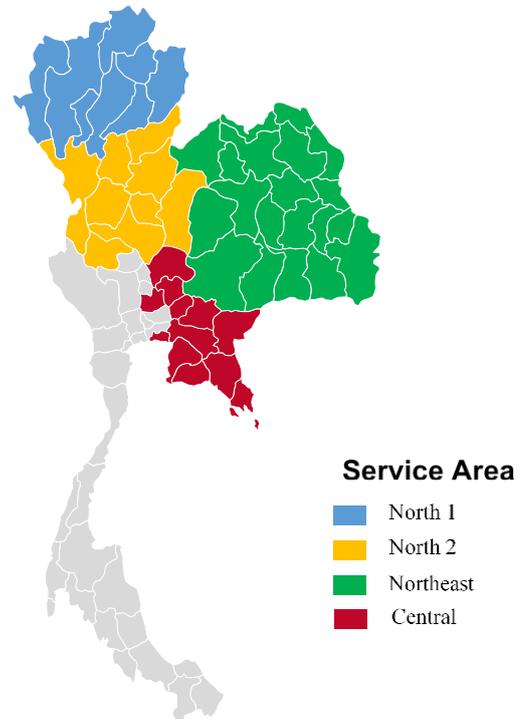


## 1.2 Construction of information technology infrastructure (IT Infrastructure)

Information technology infrastructure construction is the job of installing and connecting various systems in the project area such as the communication systems but also the WIFI signal systems, LAN cable systems and electrical systems in pursuance of ensuring that all systems and elements are connected and coordinated efficiently. The Company offers services covering IT system and infrastructure designing, system implementation, equipment installation and signal wiring in order to connect the system with equipment within the project.

### Sample of IT Infrastructure Project

- **Project Name: Universal Service Obligation (USO)) (Phase 1)**  
Customer Name: Wire & Wireless Co., Ltd., and Advanced Information Technology PCL.  
Contract Period: 28 September 2017 - 27 September 2018  
Project Value: Baht 1,161.90 million. (current value: Baht 1,041.99 million)



According to 20-Year National Strategy, the government has recognized the importance of digital economy development and the necessity of reducing inequalities of access to information technology. The National Broadcasting and Telecommunications Commission (NBTC) has therefore established a project to provide universal service offering basic telecommunications services and social services (Universal Services Obligation (USO)). USO will ensure people living in 3,920 villages in remote areas (Zone C+) would have access to voice and broadband internet services by establishing a policy of providing high-speed internet access to all villages and expanding mobile phone signal to be more coverage in no signal areas. This also includes the construction of internet centers for schools, communities and societies called “USO Net Center”. The USO project aims to create equality in society for everyone including the underprivileged, low income and the disabled people to receive basic telecommunications services thoroughly rural areas and remote area where does not have telecommunications services to be more convenient

For USO (Phase 1), the NBTC, has offered an opportunity to the telecommunication operators having their own infrastructure and network to participate in the bidding. In summary, the bidding results are as follows:

Winners	Broadband Internet Service	Mobile Service
TRUE	North Zone 1	North Zone 2 Northeast
TOT	North Zone 2 Northeast	North Zone 1
ITEL	Central-South	-
CAT	-	Central-South



**North Zone 1**

Chiang Rai, Chiang Mai, Nan, Phayao, Phrae, Mae Hong Son, Lamphang, Lamphun

**North Zone 2**

Uttaradit, Nakhon Sawan, Uthai, Kamphaeng Phet, Tak, Sukhothai, Phitsanulok, Phichit, Phetchabun

**Northeast:**

Kalasin, Khon Kaen, Chaiyaphum, Nakhon Phanom, Nakhon Ratchasima, Buriram, Maha Sarakham, Mukdahan, Roi Et, Loei, Sisaket, Sakon Nakhon, Surin, Nong Bua Lamphu, Udon, Ubon Ratchathani

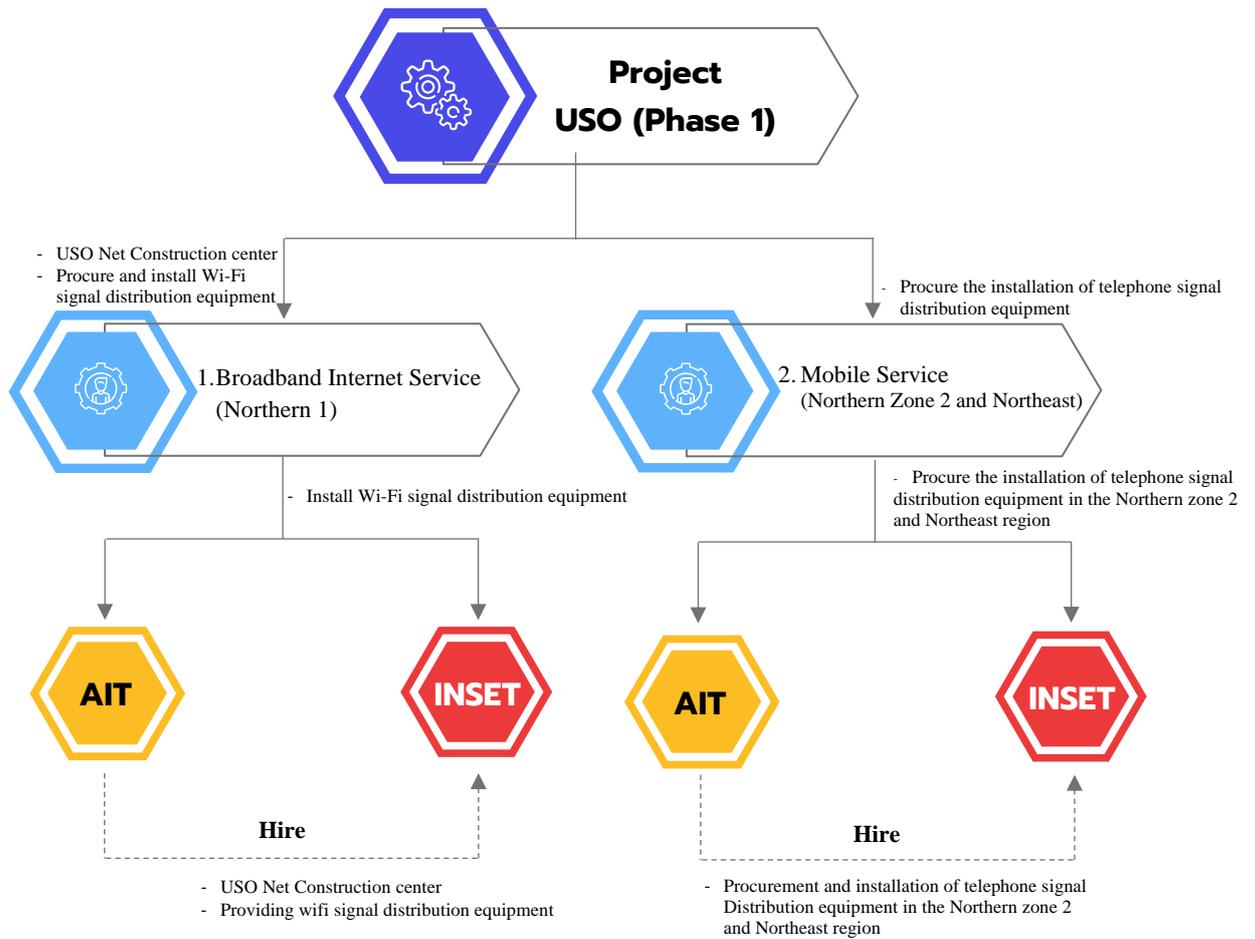
**Central-South**

Krabi, Kanchanaburi, Chanthaburi, Chachoengsao, Chonburi, Chai Nat, Chumphon, Trang, Nakhon Si Thammarat, Prachuap Khiri Khan, Prachinburi, Phang Nga, Phatthalung, Phetchaburi, Ranong, Lopburi, Satun, Songkhla, Sa Kaeo, Suphan Buri, Surat Thani, Narathiwat, Yala

The Company and business alliances have entered into a consortium contract in consideration of submitting bid for promising project as a subcontractor, the USO (Phase 1) from TRUE Group and finally procuring projects as follows:

1. Providing Broadband Internet Service in the Northern Region, Zone 1.
  - Constructing 206 centers of the school and community internet (USO Net).
  - Acquiring and installing equipment for Broadband Internet Service access in 1,255 places.
2. Providing Mobile Signal Service in the Northern Region, Zone 2 and the Northeastern Region.
  - Acquiring and installing equipment for Mobile Signal Service in 2,176 places.

## The Company's scope of work for USO (Phase 1)



Under the Consortium (AI Consortium) between AIT and INSET  
In the bidding for Broadband Internet Service

Under the Consortium (AI Consortium) between AIT and INSET  
In the bidding for Mobile Service

- **Project Name: High speed internet in remote areas (Zone C) of the office of the National Broadcasting and Telecommunications Commission, Northern Region 1 and Central region 2 (USO Phase 2 Project)**

Customer Name: Wire & Wireless Co., Ltd. And Advanced Information Technology PCL.

Contract Period: North Region 30 January 2019 – 26 November 2019

Central region 15 March 2019 – 3 January 2020

Project Value: Baht 522 Million.



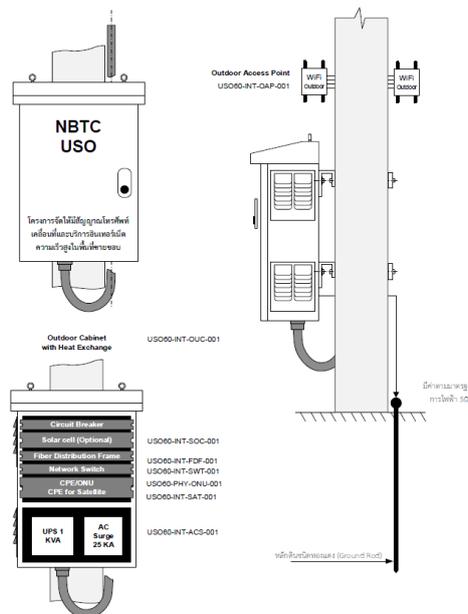
**The scope of each part of work can be summarized as follows:**

**1. Providing Broadband Internet Service**

- Constructing the centers of school and community internet (USO Net) is a construction of one-story concrete building with a usable area of approximately 96 square meters. The area is comprised of computer room used as a learning center for people in communities, common areas, bathrooms and storage.

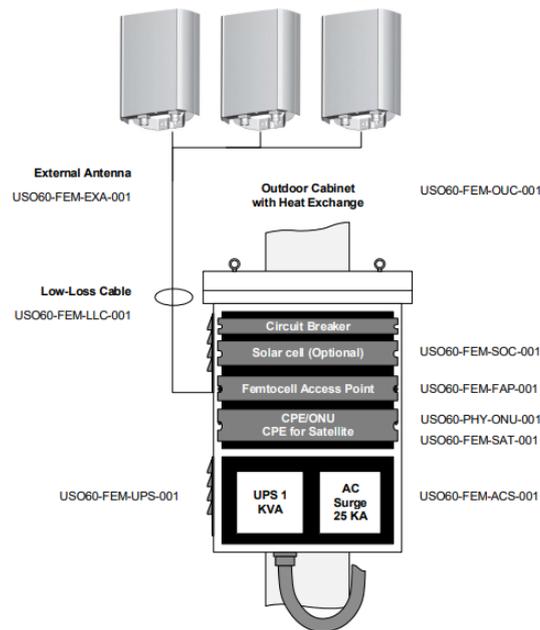


- Acquiring and installing of wireless network access points. This project requires the connecting of telecommunication cables between the main network of the licensees and the villages in remote areas in pursuance of distributing the WIFI (Internet) signal from the important wireless access points installed in that village, including the Health Promotion Hospitals, schools and the center of the village. In addition, in the remote area where the electricity has not been provided, a solar power system must be installed first. In the event that the village of concern is not in the area close to the signal distribution point and network cable cannot be wired, the Company will install the signal receiver via satellite network within the village in order to connect to a WIFI distribution device.



## 2. Providing Mobile Service

Procuring and installing of equipment for mobile phone signal service in pursuance of connecting network cable between the main network of the licensees and the villages in remote areas in order to distribute mobile phone signal within the village.



- **Project Name: IP Access Network (MPLS Router)**

Customer Name: Forth Corporation PCL.

Contract Period: 6 February 2018 - 5 February 2019

Contract Value: Baht 20 million.

Project Description: Install the IP Access Network at the Provincial Electricity Authority in the southern region



- **Project Name: Installation of Service System - Phasi Charoen Station (MRT Blue Line)**

Customer Name: Wire & Wireless Co., Ltd.

Contract Period: 6 November 2018 - 25 February 2019

Contract Value: Baht 8 million.

Project Description: Install the telecommunication system and equipment for service system in the station



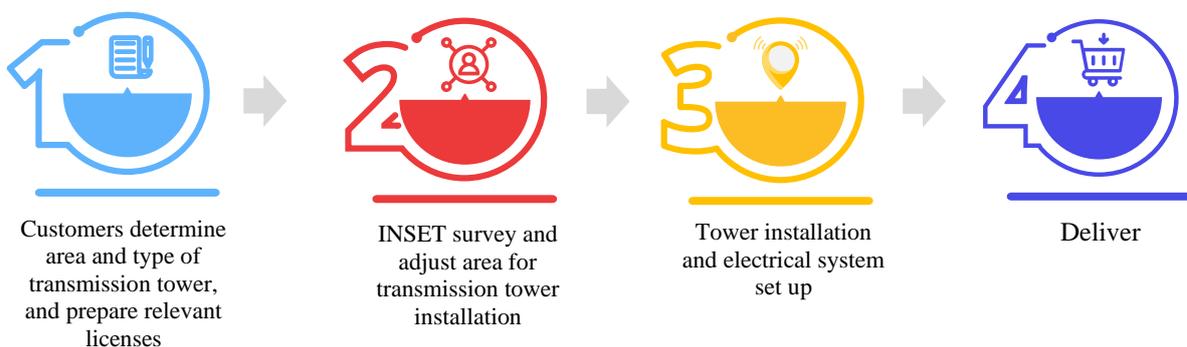


## 2. Telecommunications and Transportation Infrastructure

Telecommunications Infrastructure is physical medium through which all internet traffic flows allowing telecommunications network interconnecting between providers and users. This includes towers, antenna switching, optical fiber, copper cable. The telecommunications network will enable users to access telecommunications signals from their own devices such as landline, mobile phone or internet modem in which the designing and constructing require specialized expertise. The infrastructure construction and telecommunication network businesses of the Company can be described as follows:

### 1. Installation of telecommunication transmission towers

The Company provides signal installation services for telecommunication to the operators in Thailand such as True Corporation Public Company Limited (TRUE Group) and TOT Public Company Limited (TOT Group), for which the Company acts as a sub-contractor hired by the main contractor namely Wire & Wireless company limited (W&W) and Fort Corporation public company limited etc. Thereafter, the Company hired a small contractor to install telecommunication transmission towers which every stage of construction project would be controlled by its engineering team. The Company positively believes that the afore-said practice would contribute to overall quality of work and service delivered and meet the time specified by the customers. The scope of services of the Company can be summarized as follows:



**The common types of telecommunication transmission towers are as follows:**

**Guyed Mast Tower** is a concrete bases on the ground. A guyed mast consists of identical three-side section (approx. 10 ft. (3m) each) that are stacked upon each other. With 30 to 60 meters in height, it can be said that it higher than non-guyed towers and allow larger antenna load. A guyed mast is ideal for most communication needs, including wireless Internet, cellular and antenna radio towers.



**Self - Support Tower** is a concrete bases on the ground constructed without guy wires. Self-supporting towers can be built with three- or four-sided structures. They are assembled in sections with a lattice work of cross braces bolted to three-four sloping vertical tower legs with 35 to 120 meters in height.



**Roof Top Pipe**, a small signal transmission tower, is to be installed on buildings with a height of 10 - 20 meters. They are assembled in sections with a lattice work of cross braces bolted to three-four sloping vertical tower legs in order to reduce the effect of Wind-Induced Vibration.

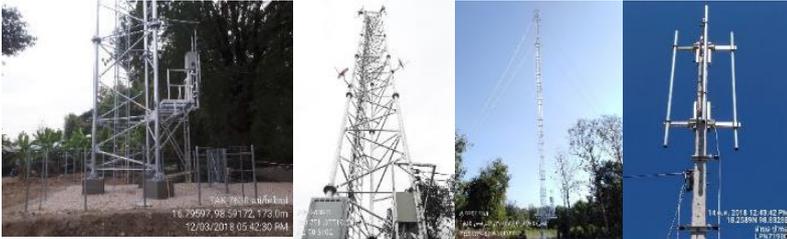


**Samples of Telecommunication Transmission Towers Projects**

■ **Project Name: TUC newsite and upgrade**

Customer Name: Wire & Wireless Co., Ltd.  
 Contract Period: 10 Jun 2018 - 9 Jun 2019  
 Contract Value: Baht 25 million.

Project Description: Installation of mobile phone transmission towers, Guyed Mast Tower, Self-Support Tower, and Roof Top Pipe for the “TUC New Site and Upgrade” project in the northern and northeastern region includes Chiang Mai, Lamphun, Nakhon Sawan, Tak, Kamphaeng Phet, Sukhothai and Surin



■ **Project Name: CAT Collocate Tower**

Customer Name: Wire & Wireless Co., Ltd.  
 Contract Period: 3 January 2018 - 2 January 2022  
 Contract Value: Baht 175 million.

Project Description: Installation of mobile phone transmission towers, Self-Support Tower, Mono Pole Tower for CAT Collocate Tower project in the following areas.

Region	Province
Northern	Phitsanulok, Lampang , Chiang Mai, Tak , Sukhothai, Phayao, Chiang Rai, Nan, Mae Hong Son
Central	Suphan Buri
Northeastern	Chaiyaphum, Nakhon Ratchasima, Ubon Ratchathani, Loei
Eastern	Rayong, Chanthaburi, Phetchaburi
Western	Ratchaburi, Kanchanaburi
Southern	Krabi, Phang Nga



## **2. Installation of network cabling system**

Network cabling system is a communication system that transmits information through cable intermediaries such as Optic Fiber and Copper Cable. The Company provides integrated network cable installation services including surveying, installing of cables along with equipment associated with wireless communications to connect to the telecommunications network. The Company will connect the signal cable from one point to another point such as signal pole or Base Station, or Network Node, etc. The Company's network installation work can be divided into 2 types as follows:

1) Installation of overhead transmission line using bare conductors placed at a height from the ground. It is suspended between utility poles or electricity pylons. The advantages of overhead transmission line is the installing is convenient and repairing is easy. However, it may interfere with the scenery and it presents a risk of accidents that may occur with electric poles.

2) Installation of underground transmission system, the number of conductors bunched together with proper insulation. The cables are not exposed to the environment, there is less chance of fault and it is safer as the cables placed underground. As the underground cable is invisible, it is very difficult to find the location of the fault. For this system, the non-economic factors like appearance, public safety are not considered. The underground cable may install in tunnels, rails or pipes.

**In this regard, the scope of the Company's network installation services can be summarized as follows:**

### **1. Area surveying and Cabling System Planning and Installation**

In the case of installing the overhead transmission line, the employer will determine the terminal points needed cable installing thereafter the Company will take responsibility of designing and planning cabling system. The beginning stage is area surveying employing Google Earth technology for fundamental field surveys in favor of investigating whether there has any tower footing constructed along with the decided terminal points. In the case that the tower footing has already been installed, the employer will be responsible for acquiring permission from the relevant departments such as the Provincial Electricity Authority (PEA) or the National Broadcasting and Telecommunications Commission (NBTC) to line the cables through the said tower footing. However, in the event that the wiring routes do not have any tower footing installed, the Company will propose additional cabling system planning for constructing small concrete towers to be used as a tower footing. In this regard, the employer will be responsible for acquiring construction permission from the relevant departments such as the Provincial Electricity Authority (PEA) or the Department of Highways.

After cabling system planning has been completed, the Company will present the said plan for the approval of the employer.

### **2. Installation of network cable systems / telecommunication equipment**

After obtaining the approval concerning network cabling type and route, the Company will hire a sub-contractor to install signal cables according to cabling system planning, every stage of construction project would be controlled by our engineering team. The Company positively believes that the afore-said practice would contribute to overall quality of work and service delivered and meet the time specified by the customers. Nevertheless, the employer will provide signal cables using in the project to the Company.

### **3. Installation of integrated digital network and signal connection**

After cable wiring according to the laid down route is completed, the company will connect the signal cable between the tower, the base station, the junction, the signal node as specified in the Cabling System Plan then test the signal before delivering project to the employer.

## Samples of Network Cable System Installation

### ■ Project Name: UPC DEN

Customer Name: Wire & Wireless Co., Ltd.

Contract Period: 1 September 2017 - 31 August 2019

Contract Value: Baht 200 million.

Project Description: Survey, design, and installation of the telecommunication network cable system in following areas:

North: Chiang Mai, Chiang Rai, Mae Hong Son, Lampang, Lamphun

Central: Phitsanulok, Nakhon Sawan, Nakhon Pathom, Samut Sakhon



### ■ Installation of underground electrical system for NIRVANA

Customer Name: Nirvana Daiwa Development Company Limited

Contract period: 27 November 2018 - 26 November 2022

Value of the contract: Baht 18.85 million

Project Description: Installation of High Voltage System: electric transformer 1000 kVA, ring main unit and high voltage Cable; installation of Low Voltage System: underground sump and wiring; underground OFC, lighting and CCTV for the whole project.





### 3. Maintenance and Services

Regardless of the construction services described in article 1 and 2, the Company also provides maintenance services for the Information Technology and Telecommunications business Group. The service will be handled by the engineering team of the Company however, sometimes, it might need a service of specialists for that equipment such as electric transformers and high voltage equipment etc.

Most of our works are ongoing maintenance works according to the warranty term. Normally the warranty period is 1 to 3 years nevertheless, after the warranty is expired, the Company will offer services and maintenance project as a follow-up service to the employer for consideration. In the meantime, since the maintenance service presents an advantage of offering continuous recurring income, the Company's sales department will then move forward to contact new customers for offering maintenance services for the similar projects within the scope of the Company's businesses even though the Company is not their contractor in the first place. The services of the Company can be summarized as follows:

#### 1. Preventive Maintenance (PM)

Preventive maintenance services are services for checking various systems upon scheduled in favor of preventing or reducing the risk of system damage. The service process can be explained as follows:

- **Planning for scheduled maintenance services**

The Company will survey the underlined project in order to plan the inspection and maintenance of the project according to the agenda agreed, and to prepare a Check List using as a reference for this service. Normally, the frequency of visits is 1 time per quarter.

- **Undertaking system checkup and maintenance servicing**

In accordance with the maintenance service cycle, the Company will operate system checkup using Check List prepared on advance in order to identify and resolve issues occurred so if any damaged parts has been identified, repair service will be performed immediately. In case that the equipment or parts need to be replaced, the Company will inform the employer the replacement cost in order to obtain the approval before proceeding with the repairs. Thereafter, our engineering term will present the report on inspecting and repairing of every service to the employer.

#### 2. Corrective Maintenance (CM)

Corrective maintenance services are maintenance tasks that are performed in order to rectify and repair faulty systems and equipment. The purpose of corrective maintenance is to restore broken down systems as customers or employers required. The service process can be explained as follows:

- **Getting notification from customers or employers**

The Company has a call center team being on duty 24 hours a day and 7 days a week in contemplation of getting notifications from customers or employers. Fortunately, the call center team consists of engineering teams which will initially solve issues for customers or employers prior to booking for the service appointments.

- **Performing the repair**

The engineering team of the Company will inspect and identify whether the issues occurred thereafter if the repairs are needed, the Company will propose the customers or employers a repair quotation for their approval before proceeding the underlined task. Upon the completion of the repairs, the repair is completed, the company will present report and deliver work to customers and submit bill to customer accordingly.

## Samples of previous maintenance service

- **Inspection, repair and maintenance services for the Dense wavelength division multiplexing (DWDM) device and IP- Core Network project, Provincial Electricity Authority**

Customer name: Forth Corporation Public Company Limited (FORTH),  
Purchase order period: 29 December 2017 to 28 December 2020.  
Value of purchase order: approximately Baht 5 million:  
Project Type: Inspection, repair and maintenance of DWDM and IP-Core Network communication systems, both types of maintenance services; PM and CM.



- **Maintenance services for the project to provide mobile phones signal and high-speed internet services in the border area (Zone C+) of the Office of the National Broadcasting and Telecommunications Commission in the northern and northeastern regions (USO Project Phase 1).**

Customer name: Wire and Wireless Company Limited,  
Contract period: 1 July 2019 - 30 Jun 2024  
Contract Value: Baht 317.40 million,  
Project Description: Maintenance of Universal Services Obligation project (USO Net), service devices, high speed internet, devices for mobile signal service.



- **Maintenance services for the project to High-speed internet in remote areas (Zone C) of the office of the National Broadcasting and Telecommunications Commission, Northern Region 1 and Central region 2 (USO Phase 2 Project)**

Customer Name: Wire & Wireless Co., Ltd.  
 Contract Period: North Region 1 January 2019 – 31 December 2024  
 Central region 1 March 2019 – 28 February 2025  
 Contract Value: 502.09 million  
 Project Description: Maintenance for Universal Service Obligation (USO) – Phase 2  
 “Broadband Internet and Mobile Network System in Northern, Central and Northeast Regional



# Market and Competition

## Characteristics of customers and target customers

The main customer groups of the Company can be divided into 2 groups, first, the main contractor, second, the project owner. The characteristics of each customer group described as follows:

### **1) Main Contractors**

This group of customers is entrepreneurs providing design services and implementing information technology network systems, telecommunication systems, systems related to various technology devices and providing data center construction services. Furthermore, this group will supply equipment or devices associated with the previous-mentioned tasks in order to assist the Turnkey Project in this segment. Thereafter, the Company as sub-contractor will proceed with the project design, system and related equipment installation for each project. In some projects, the Company's services may extend to maintenance services as well.

This customer group concludes of both a limited company and a company listed on the stock market, they offer services to both government and private clients. The projects having been sub-contracted towards this group come from both bidding and direct buy. Most main contractors are entrepreneurs with the potential to register for being traders and telecommunications service providers. In the event that a large project is in the concern, the main contractor group will hire sub-contractors to undertake various services so that the assigned projects can be completed on time. As a result, the main contractor must recruit sub-contractors having a team of qualified, personnel with a high degree of expertise and can deliver the work on time. It can't be argued that the Company is known as a renowned sub-contractors among others and the main contractors in the information and telecommunications technology industry so most of the work acquired then has been hired by the main contractor to assist the completion of the project.

However, since the large project and / or a government project has usually stated about the terms of reference (TOR) specifying the qualifications of the bidder and sometimes these terms have gone beyond one's expectations to require the specific qualifications of the bidder, such as requiring that the bidder has to be a telecommunications business license holder or the bidder has to obtain permission to use frequency for mobile phone business. Unfortunately, the Company then would have been barred from participating in bidding for projects with the said TOR terms thus the Company would have been left only 2 choices which are first, bidding projects from the main contractor, second, having been hired from the main contractor.

Samples of customer being main contractors are Advance Information Technology Public Company Limited (AIT), Wire and Wireless Company Limited (W&W), Forth Company. Corporation Public Company Limited (FORTH), Information and Communication Network Public Company Limited (ICN) etc.

### **2) Project owners**

Project Owners are customers who need to carry out construction / implement of Information technology and telecommunications Infrastructure within their department or organization. Thus, they then usually offer opportunity to any service provider positioning in the similar business in order to directly offer services. With the opportunity offered, the Company can then participate in bidding or offering services to this group of customers. In the previous period, the projects having been hired by this group of customers generating not so much income to the Company due to the fact that if the projects at stake is large-scale, complex and high-value or they are government projects, prequalification is primarily applied. Since then, the opportunity would be bestowed upon the main contractors having specialized technical expertise in which they would be able to participate in the bidding and would likely won the bid. However, the group of customers who are project owners are small and large scale private company, government agencies, government organizations such as Symphony Communication Public Company Limited (SYMC), TOT Public Company Limited (TOT), CAT Telecom Public Company Limited, Provincial Electricity Authority, and Nirvana Rama 9 Company Limited, etc.

## Distribution and distribution channels

Due to the Company's target customers including first, the main contractor acquiring projects from both large-scale public and private information and telecommunication technology service providers, second, the project owners, the Company then offers 2 types of service explained as follows:

### 1) Providing services through business alliances

With the extensive experience of our senior management in operating the business in providing data center construction services, system implementation / infrastructure implementation Information technology and telecommunications for long period together with the opportunity offering the

Company in working with entrepreneurs and the main contractor in the associated industry. As a result, the Company has obtained well-known name and position in this industry. Thus, it cannot be argued that the Company would certainly have many business alliances who are main contractors willing to express their trust by hiring the Company as a sub-contractor for the construction, system implementation and equipment installation including repair and maintenance of various projects. The samples

of our trustworthy business partners are AIT, W&W, ICN and FORTH etc. Additionally, the projects obtained here spring from both bidding and common service proposal.

### 2) Providing direct service to customers

The sales department of the Company is responsible for not only acquiring new customers but also offering services directly to customers. Moreover, offering new line of services or continuing services to the existing customers of the Company would be its responsibility as well. The company's sales department will methodically take the procurement announcement of government agencies into its concern in order to prepare bidding the potential projects having settle its eyes on. On the other hand, since the Company has realized that the scope of its competence covers many aspects including the competency and ability to provide high quality service, in order to obtain project offered by the private company, the Company's sales department will also keep in touch with the staffs of other companies from both a purchasing or procurement department and the information technology department in order to be informed of future projects or news announcements. The Company will continue to offer services to those customers in accordance with the methods specified by the customer.

However, in accordance with the projects that would be hired through business alliances and direct customer, the company has set up business practice in advance so in the event that the underlined project offered the bidding process, the Company has prepared a method both for personally participating in the bidding and cooperating with other operators in the form of consortium or joint ventures. In the case that the contracting authorities may require consortiums, the Company and the business alliances may come together to submit a bid for a contract. However, whenever there has no evidence of an already established consortium, we would first enter into a contract for the purpose of specifying the purpose of participation, scope of work, responsibilities of each party, designating a group leader (Leading Firm) and specifying delegation of authority to act on behalf of the consortium last but not least, agreeing on the terms and termination of the contract. Each consortium bidding must have its specific contract. During the past period, the Company has established 3 consortium contracts with the AIT in order to submit bids to the W&W and so on.

## Industry Outlook and Company's Direction

Due to the technology advancement, many businesses succeed by leaps and bounds meanwhile other businesses face the difficulties with these changes owing to changes in customer behavior. Thus, it is necessary for those companies to change way of thinking and business process. Only the investment and development in technology which follows the trends and customers need could survive in the business. The investment and development in technology includes gaining capabilities of server processing, software development for business management, increase data storage capabilities, gain network connectivity for wire- and wireless infrastructure and so on. Meanwhile the companies should always keep their products or services updated and developed which could create values and differences from other products in the market. The companies may use deep technology to create their own intellectual property and advance technologies, for instance, Artificial Intelligence, Big Data, Cloud Computing etc. These technologies could help companies to create new alternatives which may gain advantages over competitors in competitive market.

Furthermore, technology disruption creates significant effects to people, company, and the way to operate business. The company should not overlook the technology but using them to gain advantages and create new businesses in the future. The company which could keep up with the new technology will be outstanding over others by adding value or innovation to its products, services, and marketing strategies.

The incoming 5G technology is one significant factor that drives other new technologies and gain business process. To use 5G potential effectively, companies' application development will advance into smart enterprise including development application in IoTs which relate to customers' need. Application could be considered as an important factor for changing and creating sustainability to the company and people in this era.

Infrastructure and telecommunication readiness thus are very important for using 5G technology capabilities in industrial sector. It is essential for industrial sector to be well-prepared the infrastructure and telecommunication system before 5G is officially used in the country while operators should be ready in infrastructure and own the specific frequencies that required by 5G.

With 5G technology, many changes will occur to all parties, 5G technology would require the telecommunication infrastructure immensely. Thus, the telecommunication infrastructure company would receive the mass opportunities for telecommunication projects from both public and private sector. Furthermore, Infraset has opinion on 5G technology together with work from home during COVID-19 outbreak will demonstrate all companies the importance of investing in IT. Infraset recently received civil works for new sites and upgrade mobile phone station sites which values 250 million Baht. Additionally, smart city project, 5G upgrade for metro and EEC project are country's mega projects that would attract huge investment from all around the world. These projects will create the gain of data center in Thailand which would increase Infraset's project in-hand.

# Data Center Industry and Information Technology

Covid-19 is the stimulator that changes people way of lives and the needs of technology in life. This outbreak creates the difficulty for people to work and collaborate as traditional way. Thus, the technologies and platforms which could create online communication and collaboration are in-need. To offer this online channel smoothly, the need in data center rise enormously.

In data center business, system management and information storage are really important for run the business since small to large organization. Large organization such as cloud service provider, e-commerce business, financial institute, internet service provider requires well-organized its system to run its business smoothly especially company’s internal storage. Data center is a solution for storing data and information that is always available for company to access and further use for data analytics. Data center can be both located in the company and in the public cloud service center location. Nowadays, the importance of data collection and data analytics could create benefits to the company including the trend keeps growing. Many organizations thus renovate their area to place their own data center and hire the data center experts to implement data center which relate to the company’s use of data and information.

Infraset is one of the experts in data center constructor both in-house and standalone data center. Infraset provides data center with the greatest availability and least downtime which is beyond customers’ desires. Furthermore, our data center contains high security system for our customers’ data. Nowadays, there are many data centers which are for rent and demand in data center keeps growing. The data center providers, therefore, need to gain capacity of their data centers. This trend is a huge opportunity for Infraset to receive more data center projects.

In the future, companies will use more Internet of Things (IoT). The gain in IoTs means more connectivity among devices which is accessible to the internet. Currently, some technologies are already being used which include:

- Smart Home: home devices can connect to one another, share information, and can be controlled via mobile phone. In addition, IoT device could analyze the collected data and turn data into action that is appropriate toward the situation. For example, controlling Google Assistant system, which is able to maintain the room temperature by adjusting air condition level, turn on and off the light, and other devices via voice and mobile phone.
- Smart Watch: the watch which is able to track daily activity, heart rate, other health information, and users’ location. Furthermore, it is able to notify and visualize the data to users via mobile application. In mobile application, it could offer healthcare insurance and some useful advices for users to be healthy.
- Smart Warehouse: the use of internet to improve the stock management such as automate merchandise in and out including automatic restock and be able to find the best and efficient route for delivering merchandise to employees and robot.

Technology applications as earlier mentioned could create huge effect which will affect all companies and raise company’s concern to implement data center and information technology for data storage and data analytics. With this trend, Infraset could receive opportunities to obtain more data center and information technology projects.

From Gartner’s report, the investment in data center will recover and has a huge uptrend after facing 60% drop in 2020 due to the COVID-19 outbreak. After the outbreak, data center will gain more popularity to all businesses as an infrastructure for increase smart device efficiency. Additionally, data center could be a significant factor driving the accessibility and data usage for household, business, and government sector.

Worldwide Data Center Infrastructure End-User Spending (Billions of U.S. Dollars)

	2019	2020	2021
End-User Spending (\$B)	210	183	200
Growth (%)	0.7	-10.3	6.2

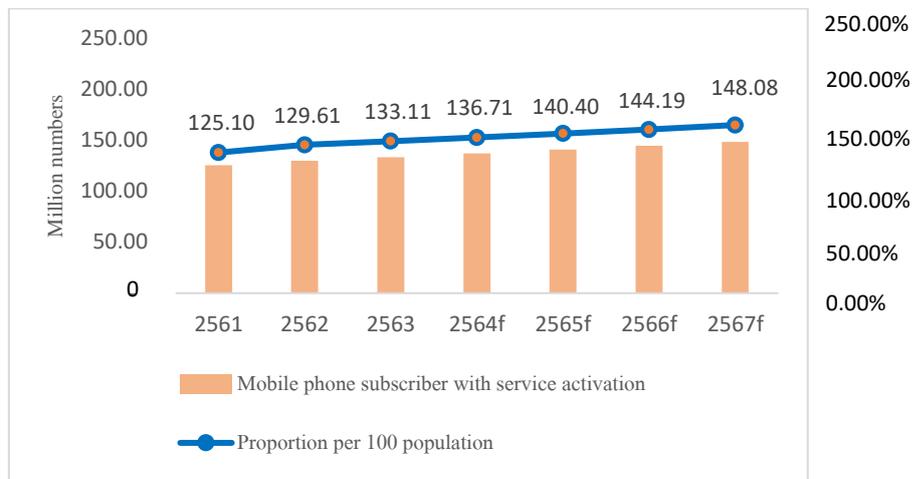
Source: Gartner (October 2020)

## Communication and Telecommunications Industry

The Office of the National Broadcasting and Telecommunications Commission (NBTC) has conducted a survey on Thailand telecommunications indicators in term of fixed-telephone networks users, mobile-cellular networks users, fixed broadband internet users and mobile phone usage is growing continuously. Thus, there are huge investments and development in infrastructure and communication system.

In addition, the numbers of registered mobile subscriber are expected to grow approximately 3.39% per year since 2020-2024. A growth of registered mobile subscriber rises from 129.61 million numbers in 2019 to 148.08 million numbers in 2024 with a proportion of 216.27 numbers per 100 people. In the future, it is expected to continue growing that each user will own approximate 2 numbers.

Chart showing the forecast number of mobile phone subscribers

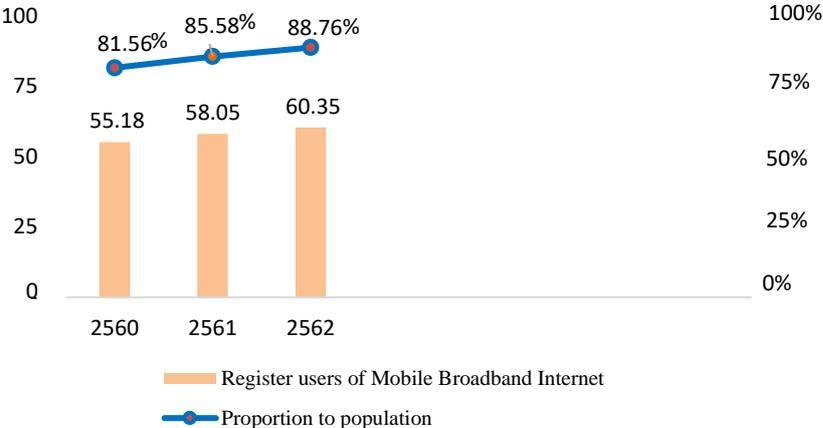


Remark: f is a forecast number

Source: Telecommunication Indicators Yearbook 2018-2019, NBTC

The number of registered mobile broadband internet users in 2019 grew 3.95% which had 60.35 million numbers compared to 2018 which is only 88.67% of all users.

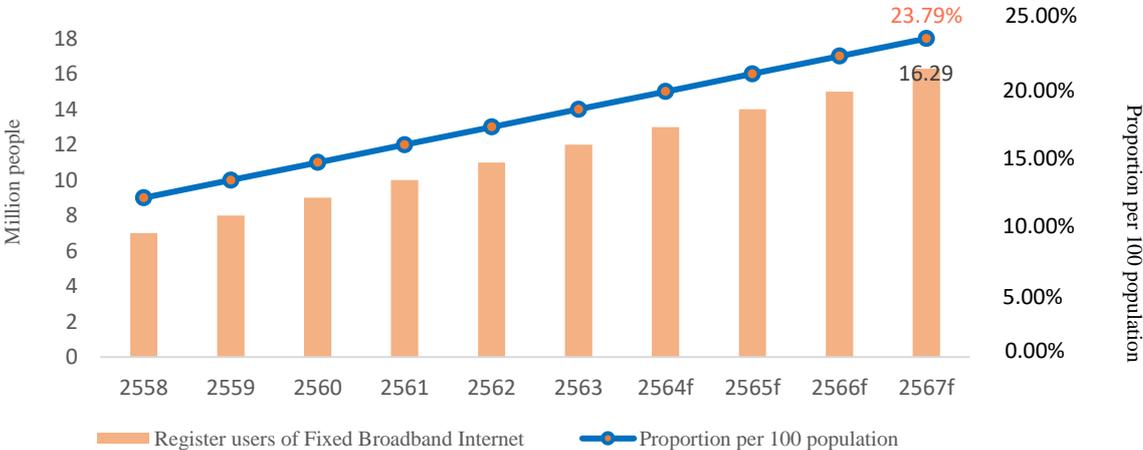
**Chart showing the forecast number of registered mobile broadband internet users**



Source: Telecommunication Economic Research and Data Center Office of Academic Affairs and Telecommunications Resources, NBTC

The proportion of registered high-speed internet users per Thai citizens will reach 23.79 % in 2024. This proportion gained a bit over 5 years, however, users will gain more aggressively due to the importance of high-speed internet in life. In 2019, there were 88.76% of high-speed internet users.

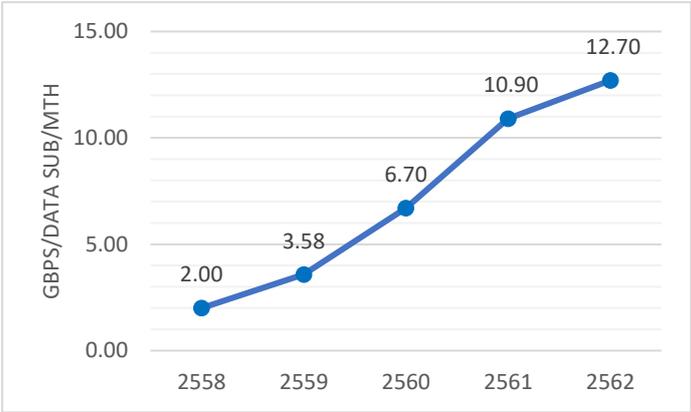
**Chart showing the forecast of Register users of Fixed Broadband Internet**



Remark: f is a forecast number  
 Source: Telecommunication Indicators Yearbook 2018-2019, NBTC

Most high-speed internet user has a 2020 average annual data usage of 12.70 gigabytes per number per month or 16.51% increase compared to 2019. The annual average per year is at 58.74%.

**Chart showing Average high-speed mobile broadband usage per number per month**



Source: Information from AIS group service providers

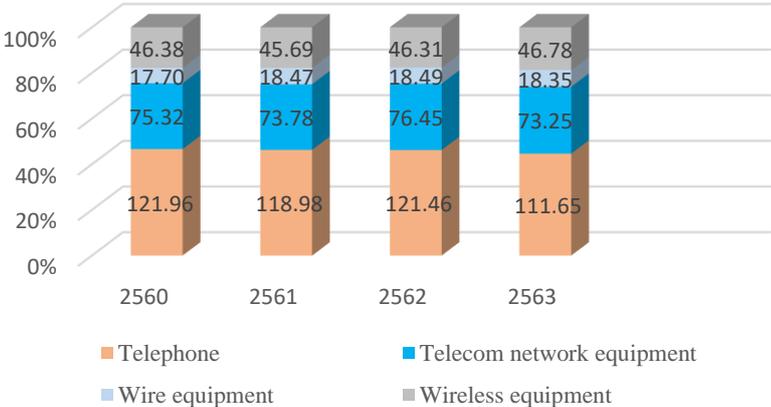
Communication and telecommunication industry trend will have a growth in the future from a gain in number of mobile and high-speed internet users and a change in customer behavior. This trend will be a factor leading telecommunication and mobile business to extend and gain their infrastructure and telecommunication network. With this trend, Infraset will have more opportunity to participate in project bidding from government sector as well.

## Market Value of Telecommunications Equipment

NBTC has conducted a survey of the market value of telecommunication equipment. The survey can be categorized into 4 categories: telephone, main telecommunication network equipment, wire telecommunications equipment and wireless telecommunications equipment. The market value of telecommunications equipment in 2018 to 2020 has been estimated amounting to Baht 256.914, 262.705 and 250.021 billion respectively.

The overall total market value is declining; however, private sectors still remain their investment in this market to maintain and gain their network efficiency. Thus, this made the total market value in 2019 increased from 2018 approximately 2.3%. In 2020, the telecommunication should be continue growing; however, the unprecedented COVID-19 outbreak made the investment in the market grow slower than expectation. The market value of telecommunication equipment in 2020 had 4.8% decrease with value approximately Baht 250,021 million.

**Market Value of Thailand's Telecommunication Equipment**



## **Market Value of Telecommunication in Thailand**

From NBTC's survey in 2019, the total market value was Baht 619,143 million which was 0.9% gain from 2018. However, the COVID-19 outbreak in 2020 made the market decrease to Baht 605,108 million, a 2.3% decrease from 2019.

## **Communication service market**

From National Broadcasting and Telecommunications Commission's (NBTC) research on expenditure in telecommunication service, the market value in 2019 was Baht 356,438 million which was 0.2% decrease compared to 2018 due to high competition in the mobile market and changes in customer behavior. This made the market value of mobile and communication service faced a slower growth. This kept fixed-mobile and international mobile service decreasing continuously. The communication market value in 2020 is expected to Baht 355,087 million, a 0.4% decrease due to negative effect from COVID-19. The outbreak directly affected the tourism business and the delay of 5G technology which brought down the market value slightly.

Furthermore, the number of internet users keep growing both in fixed-internet and mobile-internet. The number of internet users in 2019 was 51.19 million users, a 7.9% gain. In 2020, the number of internet users are expected to gain 4.6% or 53.55 million users.

Broadband internet is the only communication service which is expected to growth. Work from home became a mega trend during the outbreak and aggressively drove the broadband usage. However, the rise of competition made each provider's ARPU drop. Thus, it is expected the growth of 5% or Baht 75,381 million.

Domestic bandwidth in 2019 was 8,338.64 Gpbs, a 16.6% gain. In 2020, the domestic bandwidth was expected to reach 9,097.45 Gpbs, a 9.1% increase compared to 2019. While international bandwidth in 2019 was 10,575.75 Gpbs or 34.5% increase and expected to be 14,467.62 Gpbs or 36.8% gain in 2020.

**Details of Telecommunication Market Value of Thailand in Year 2017-2019  
and Forecast in Year 2020**

Type of Market	Value (MB)				Growth Rate (%)		
	2017	2018	2019	2020f	60-61	61-62	62-63f
<b>Communication Equipment Market</b>	<b>261,360</b>	<b>256,914</b>	<b>262,705</b>	<b>250,021</b>	<b>-1.7</b>	<b>2.3</b>	<b>-4.8</b>
<b>Telephone Handset</b>	<b>121,962</b>	<b>118,976</b>	<b>121,462</b>	<b>111,650</b>	<b>-2.4</b>	<b>2.1</b>	<b>-8.1</b>
<b>Fixed Line Telephone</b>	1,227	1,262	1,223	1,081	2.9	-3.1	-11.6
- Conventional Handset	89	85	77	54	-4.5	-9.4	-30.0
- IP Phone	1,095	1,151	1,126	1,013	5.1	-2.2	-10.0
- Fax	43	26	20	14	-39.5	-23.1	-30.0
Mobile Telephone	120,735	117,714	120,239	110,569	-2.5	2.1	-8.0
- Feature Phone	306	291	233	163	-4.9	-19.9	-30.0
- Smartphone	120,429	117,423	120,006	110,406	-2.5	2.2	-8.0
<b>Telecommunication Network Equipment</b>	<b>75,315</b>	<b>73,780</b>	<b>76,446</b>	<b>73,245</b>	<b>-2.0</b>	<b>3.6</b>	<b>-4.2</b>
Core Network Equipment	47,699	46,792	47,752	45,379	-1.9	2.1	-5.0
Infrastructure Cabling	27,616	26,988	28,694	27,866	-2.3	6.3	-2.9
- Conduit	2,271	2,476	2,894	3,184	9.0	16.9	10.0
- Submarine Cable	6,715	7,753	8,616	8,357	15.5	11.1	-3.0
- General Investment	18,630	16,759	17,184	16,325	-10.0	2.5	-5.0
<b>Wireline Equipment</b>	<b>17,702</b>	<b>18,468</b>	<b>18,489</b>	<b>18,348</b>	<b>4.3</b>	<b>0.1</b>	<b>-0.8</b>
Access Equipment	8,735	9,530	9,979	9,677	9.1	4.7	-3.0
Information Network Cabling	6,718	6,959	6,512	6,835	3.6	-6.4	5.0
PBX	2,249	1,979	1,998	1,836	-12.0	1.0	-8.1
Conventional PBX	703	382	247	173	-45.7	-35.3	-30.0
IP PBX	1,546	1,597	1,751	1,663	3.3	9.6	-5.0
<b>Wireless Equipment</b>	<b>46,381</b>	<b>45,690</b>	<b>46,308</b>	<b>46,778</b>	<b>-1.5</b>	<b>1.4</b>	<b>1.0</b>
<b>Communication Service Market</b>	<b>339,182</b>	<b>357,006</b>	<b>356,438</b>	<b>355,087</b>	<b>5.3</b>	<b>-0.2</b>	<b>-0.4</b>
<b>Fixed Line Telephone Service</b>	<b>10,829</b>	<b>9,516</b>	<b>8,008</b>	<b>7,087</b>	<b>-12.1</b>	<b>-15.8</b>	<b>-11.5</b>
<b>Mobile Telephone Service</b>	<b>246,102</b>	<b>251,241</b>	<b>257,106</b>	<b>254,278</b>	<b>2.1</b>	<b>2.3</b>	<b>-1.1</b>
Mobile Voice	80,553	69,276	63,804	59,947	-14.0	-7.9	-6.0
Mobile Nonvoice	165,549	181,965	193,302	194,331	9.9	6.2	0.5
<b>Internet Service</b>	<b>61,106</b>	<b>75,391</b>	<b>71,791</b>	<b>75,381</b>	<b>23.4</b>	<b>-4.8</b>	<b>5.0</b>
<b>International Calling Service</b>	<b>5,995</b>	<b>5,413</b>	<b>3,497</b>	<b>2,064</b>	<b>-9.7</b>	<b>-35.4</b>	<b>-41.0</b>
IDD/VoIP	2,217	1,737	561	449	-21.7	-67.7	-20.0
International Roaming	3,753	3,659	2,931	1,612	-2.5	-19.9	-45.0
Calling Card	25	17	5	3	-32.0	-70.6	-40.0
<b>Data Communication Service</b>	<b>15,150</b>	<b>15,445</b>	<b>16,036</b>	<b>16,277</b>	<b>1.9</b>	<b>3.8</b>	<b>1.5</b>
<b>Total Communication Market Value</b>	<b>600,542</b>	<b>613,920</b>	<b>619,143</b>	<b>605,108</b>	<b>2.2</b>	<b>0.9</b>	<b>-2.3</b>

Source: Office of The National broadcasting and Telecommunications Commission (NBTC)

According to Thai government's policy to transform Thai society into digital society, the government invests in communication and telecommunication business to drive Thai communication business grow. Moreover, the COVID-19 outbreak is another factor leading to work from home policy which requires a strong telecommunication infrastructure and gain the online communication usage. It, furthermore, drives the company to store files on cloud and concerns more on data center. Thus, Infraset would earn more opportunities in communication and telecommunication projects, for instance, fiber optic installation and data center construction etc.

## Competition

The Company's main business is in information and communications technology industry which has changed dramatically over the last 2 to 3 years due to the development and application of information technologies and communication in all aspects, combined with the government policies that plan to make Thailand a full digital society so both public and private sectors must adapt to keep up with the changes that will occur in the future. Likewise, the government agencies shall also have an investment plan in favor of building primary telecommunications infrastructure of the country, developing its own data centers/information technology systems to support the access, transmit and receive a large amount of data (Big Data). Accordingly, the amount of project initiated by the government agencies has been inevitably increased. Unquestionably, the pre-qualified main contractors who are eligible to bid on the contract often win the bidding on most of the high-value projects, thereafter, the main contractor will assign that project to the sub-contractor in order to proceed with the project obtained. Currently, despite the fact that there are many efficient sub-contractors with unique technological knowledge and expertise who have potential to undertake this kind of project however, with the extensive experience obtained, the readiness of the team, the stable financial status, the ability to deliver high quality work with respect to schedule as well as the business alliances, especially the main contractors, who will regularly bid for projects of the government sector, these key factors would allow the Company to maintain a competitive advantage.

Irrevocably, as a consequence of changes in technology both information technology and telecommunications whether wired or wireless communication as well as the increasing amount of data requiring data storage and effective management with high level of security, the private sector then has to prepare and adapt to this situation as well. Therefore, in order to improve the efficiency of network signal and expansion of signal, mobile operators such as ADVANCE, TRUE and DTAC or the telecommunication operators such as CAT and TOT etc. all have to move toward preparing the annually investment plan irrevocably. In addition, as we have been observed, constructing data center has been considered more importantly and necessarily, as it can be seen that the well-known data center service providers such as True Internet Data Center Company Limited (True IDC), CAT Telecom Public Company Limited (CAT), TCC Technology Company Limited Company Limited, CS Loxinfo Public Company Limited (CSL) etc. are likely to invest in data center construction to adequately provide more services. According to information on the data center construction investment collected by the Company, it has been found that in the next 3 to 5 years, there would be data center space available for leases offered by many private companies which already have plan for developing and investing data center for better services with a total investment value of over Baht 9,000 million. As a result, a number of project relating to signal towers constructing, network cabling and data center constructing has increased accordingly. Fortunately, it can be counted as good opportunity of the Company to enhance its expertise since the Company has the executives with extensive experience in data center construction, the engineering team with knowledge, skill and expertise as well as a good business relation with partners who are both contractors and equipment supplier. Besides, the Company also has had previous achievements to indicate the potential of the Company's services allowing the Company to maintain a competitive advantage among other service providers.

If one has to describe the character of main competitors of the Company, the best description would be first, they are construction contractors, second, they offer services relating to installing information technology equipment for information technology and telecommunications industries. The main competitor can be categorized as follows:

## List of competitors classified by type of work of the company.

### 1. Data Center & Information Technology Infrastructure.

Data Center	Site Preparation Management Co., Ltd.
	Huawei technologies (Thailand) Co., Ltd
	CSPM (Thailand) Co., Ltd.
	Fujitsu (Thailand) Co., Ltd.
	Vertiv (Thailand) Co., Ltd.
	Taikisha (Thailand) Co., Ltd
IT Infrastructure	Information and Communication Networks Public Company Limited
	Communication & System Solution Public Company Limited
	ALT Telecom Public Company Limited
	Interlink Telecom Public Company Limited
	Huawei technologies (Thailand) Co., Ltd

### 2. Telecommunications Infrastructure and Transportation Infrastructure.

Transmission Tower Installation	TNP Telecom supply Co., Ltd.
	Vanic Group Co., Ltd.
	ALT Telecom Public Company Limited
	Samart Telecoms Public Company Limited
	Communication & System Solution Public Company Limited
Cable Network Installation	ALT Telecom Public Company Limited
	Interlink Telecom Public Company Limited
	Information and Communication Networks Public Company Limited
	Multi Telecom Engineering Co., Ltd.

Source: The annual reports and public investment plan information of the listed company.

### 3. Maintenance and Service.

Maintenance and Service	Site Preparation Management Co., Ltd.
	CSPM (Thailand) Co., Ltd.
	Vertiv (Thailand) Co., Ltd.

## **Competitive strategy**

### **Acquiring business alliances and partners**

The Company recognizes the importance of having business alliances and partners in order to enhance the competitiveness. This strategy can be achieved by combining the benefits of different strengths to meet the requirements of customers. From the experience and service in the telecommunication and information technology industry obtained for more than 10 years, the Company has proudly insisted that all the achievements acquired thorough all business year are of quality services offered to many main contractors. Currently, the Company has built good relationship with the renowned business alliances who has been well recognized among other. In addition, the Company also has many business partners in the account who have cooperated for a long period of time and have the ability to provide service. As a result, the Company will be able to develop and enhance its services to its full extent so, it would be able to service business in various scale and scope in the exchange for keeping up with the constant changes in the telecommunications industry and better responding to the needs of customers and users. Thus, the Company then has acquired continuous projects from such business partners and partners all along.

### **Developing the ability to provide One-Stop Service**

As it can obviously be observed, since the Company has accumulated work experience for long period of time, the Company has fully equipped with specialized knowledge, expertise and abilities that are essential for success on the job in order to work in various types of project and in all areas. In addition, the Company has continuously improved the ability to provide services with regards to keep up with the technological change and continuous progress. The customers of the Company all required a complete range of services, from engineering design, construction, installation, and customer services both regular maintenance and assistance in the event of the problems occurred in data center both typical and expected problems and sometimes can be unexpected and unprotected problems. The company then adhere to the needs of customers and offers services that match the needs at a reasonable price.

In addition, the Company has constantly seeked the opportunities to expand not only the scope of work for keeping up with the changes in technology playing an important role in the daily lives of users whether they are entrepreneurs or general public but also the scope of service in order to reach other business groups. The samples of way to pursue this strategy are, first, employing the Internet of Things (IoT); the connection of devices, vehicles, buildings and other physical objects to internet-connected digital platforms in business making it possible to control and operate the said devices via Internet, second, finding ways the businesses can better connect to the potential customers instead of focusing only current customers for instance the customer group of real estate entrepreneurs who want to apply IOT technology in the project or other entrepreneurs requiring to apply IOT technology to their own businesses etc. This strategy will assist the Company to achieve diversifying its portfolio of the customer in the information technology and telecommunications industry.

### **Delivering quality work that is faster and exceeds customers' expectations (Beyond Expectation)**

The Company has realized the importance of exceeding customer expectations so fast delivery of the quality work is certainly the way to create an impression in term of quality and delivery speed on customers so it will induce them to return for the service they desire and becoming repeat customers eventually. Moreover, such customer satisfaction will make customers want to share their impressions on the services of the Company to others, this is so called “Word of Mouth”, which is a powerful strategy for retaining current customers and finding potential customers at one time.

To achieve this strategy, the Company has selected and hired potentially qualified small- size contractors with experience, and reliability to undertake the construction project. The Company then has assigned the specialized and experienced engineering team who are well-trained in the latest technologies to control the quality and time frame in every stage of construction as well as to plan the concise construction schedule, moreover, to follow up regularly throughout the construction period until the work is delivered to the customer. From the above process, as a result, the Company will be able to deliver the quality work which most of them can be delivered faster than scheduled resulting in continuous customer satisfaction.

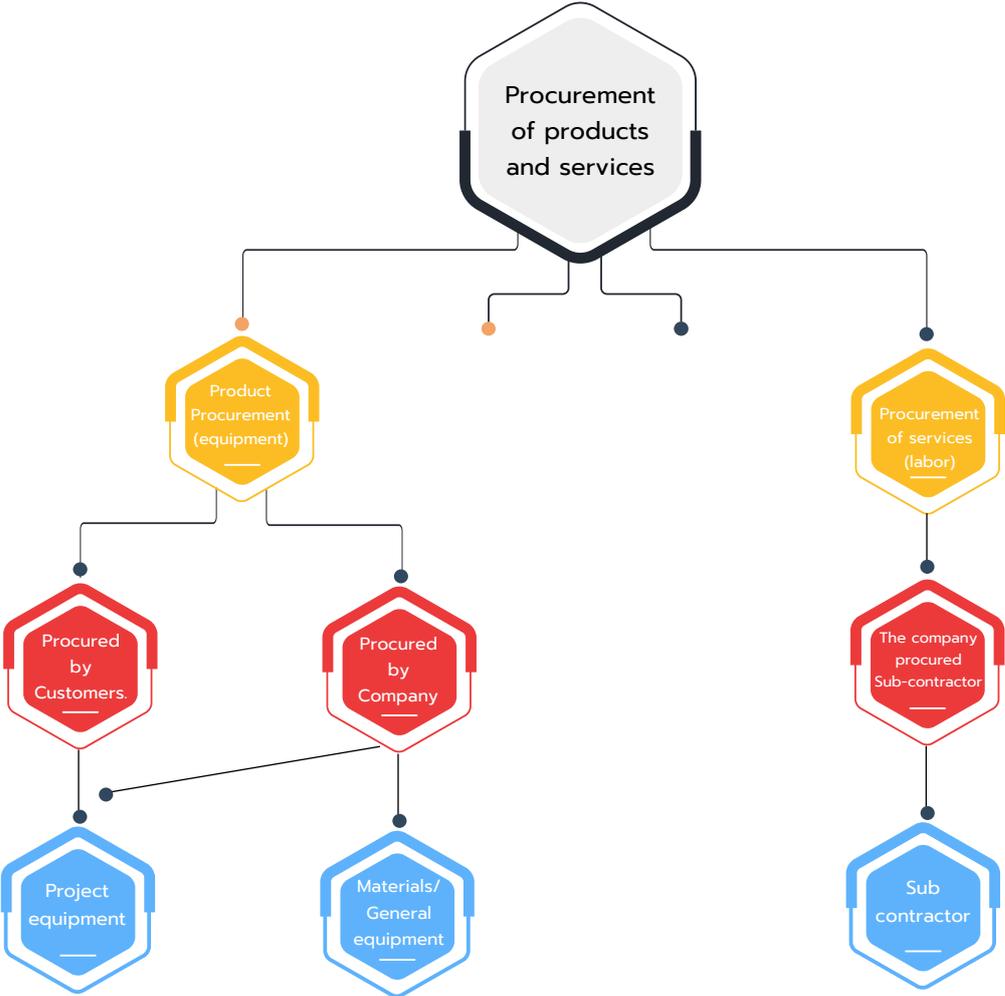
**Accepting project that is suitable for the Company's ability.**

The Company has proudly accepted that the Company has had the abilities to handle any project as a main contractor and sub-contractor, nevertheless, the Company has realized that prior to accept any project, the project description should definitely be considered so it can be curtained that it shall in no way impede the Company's ability. As a result, the Company will be able to efficiently manage income and cash flow since the project description is harmonious with the Company's service capabilities. On the occasion that the spectacular large-scale projects have been offered, with the knowledge, expertise, and skills accumulated over the years, the Company will contemplate and then make a decision to work as a sub-contractor for the specific part of that project forasmuch as it will allow the Company, at short notice, to collect the expenses from the main contractor after completing service on the specific project regardless of whether the entire project has been completed or not. As a result, the Company will be able to efficiently generate and manage consistent cash flow from operations.

**Procurement of Products and Services**

In general, the nature and scope of work that the Company has provided both services in the construction of data center and information technology systems and infrastructure and telecommunication network businesses depending mainly on the project owner or client. With regard to the objective and requirement of the project owner or customer, the Company will individually offer diverse and technical complex services which can be referred to the Price Quotation and Bill of Quantities (BOQ) whether it is the sole construction service or the construction service and installation of the equipment that the customer procures or the construction service and installation of the equipment provided by the Company.

**Diagram showing procurement of products and services.**



## **The Company can divide the procurement of products and services as follows:**

### **(1) Construction of data center and information technology systems business**

#### **(1.1) Procurement of contractors**

- After the Company has fortunately won the bidding on the project, the Company will initiate a plan and hire sub-contractors with expertise in accordance with Bill of Quantities (BOQ) in which the specification has been prepared whether building a structure or installing electrical or installing equipment, etc. In addition, in order to ensure that the project assigned can be delivered in accordance with the contract terms regarding the specified time and standards agreed with the customer thereof, sub-contractor who will be responsible for undertaking this project, shall pass qualification criteria with reference to Approved Vendor List or AVL registering by the Company.

#### **(1.2) Procurement of equipment** It can be divided into 2 types as follow:

- Main equipment for the project, most of them are equipment with high-value and unique specification according to the BOQ of projects for example, electrical generator systems, climate control system, fire and smoke detectors system and telecommunication equipment, etc. In accordance with procuring equipment for this project, there will be 2 possibilities presented, first, the Company provides the procurement service according to the Specification agreed in the contract and/ or, second, the customer procures the equipment of the project.
- General equipment, most of them are equipment with low value and used in large quantities which the Company can procure by itself according to the company's procurement policy through business partners approved in the AVL such as electrical cables, conduits, etc.

### **(2) Telecommunications Infrastructure and Transportation Infrastructure business**

The scope of construction of the infrastructure and telecommunication networks has been stipulated in the BOQ however the technical requirement of the afore-mentioned project isn't nearly as complicated as of the data center construction project. Underpinning this point, it will be different only in term of class and type of tower, for instance Roof Top Pipe, Green Field Tower, Guyed Mast Tower, and Repeater Tower etc. The Company as a service provider has offered services regarding towers construction and network cabling installation in the form of Turnkey Contract to the main contractor hired by the telecommunication entrepreneurs so the fundamental infrastructure and telecommunication networks can be used, practically, with full degree of satisfaction. Thenceforth, the Company will hire sub-contractor to undertake the assigned work, under the control of the company's engineers team for it would be completed on schedule.

The small-size contractors hired are contractors in the AVL account, and most of them have operated their businesses in the same province as the project / or work hired is in due to the fact that they are skilled in the area and are able to find labor in that area.

For the purchase of main equipment such as transmission towers, control panels, insulated steel (Cross Arm) etc., the Company will enter into the purchase contract with partners approved in AVL. The equipment will be procured as specified in the BOQ except for the telecommunication cables that the customers will procure instead.

### **(3) Maintenance and service business**

In case that a maintenance and services of the engineering team with knowledge, skill and expertise has been required in other provinces area whether maintenance requirements for telecommunications cables or the USO project (Phase 1) services etc., the Company will carefully hire sub-contractors listed in the AVL who have run their business around that area for being a service provider on the Company's behalf. However, two possibilities concerning sub-contractor who will be hired have been presented here; first the same sub-contractor that the Company used to employ its service, second, a new sub-contractor with the capabilities to undertake project assigned. The selection method of the appropriate provider depends mainly on the project period, manpower of such sub-contractor and the quality of service. Therefore, the service of the said sub-contractor has remained under the quality control of the Company's engineers.

In accordance with the Preventive Maintenance (PM) and the Corrective Maintenance (CM) which is a type of service on a monthly basis, the Company has had a team of engineers with knowledge, expertise and work experience consisting of Project Manager, Assistant Project Manager, Senior Project Engineer, Project Engineer and Foreman who will provide services at the customer site.

The Company also has had procurement service for all products and services from providers in the country however, products and services procured from each business partner will not exceed 10 percent procurement of a total procurement. With profound experiences as a service provider in the information technology system and telecommunication industry for more than 10 years, the Company therefore has had good relationships with business partners including the project owner, the limited company and the listed company that operates in the ICT industry, the product distributor, the main contractor and the sub-contractor, allowing the Company to receive inside information and news about industry trends and new technology continuously which is useful for trend analysis and strategy determination.

## **Projects that have not yet been delivered**

As of December 31, 2020, the Company has had projects in progress under the agreement, both in the form of agreements, Purchase Order (PO) serving as the official confirmation of an order and Letter of Intent (LOI) worth totaling approximately Baht 5,806.69 million. The revenue has been recognized approximately 3,346.03 Baht million and the remaining is awaiting recognition of approximately Baht 2,460.66 million.



## Risk Factors

Every type of business has different business risks and how much they affect the organization is depend upon the significance and risk management methods of each organization. Therefore, the Company is aware of the impact of risk factors, so it has prepare measures to reduce the risk to an acceptable level.

The Company has also periodically reviewed and evaluated risk factors and obstacles that may affect the Company and all stakeholders. In addition, the Company has set up Risk Management and Risk Assessment Board to set guidelines for preventing risks that may occur. The main risks can be classified as follows:

### 1. Business risk

#### 1.1 The Risk of Relying on Big Customer

The Company as a sub-contractor has been continuously received project from the main contractor so most of the Company's operating income has come from the major contractors, especially W&W and the TRUE group, which has a relationship with the Company as business partners and alliances for a long time. Therefore, it can't be argued that businesses that rely on one big customer are exposing themselves to a tremendous amount of risk and may have a significant impact that can devastate revenue, profit and cash flow as well as the financial status of the Company.

However, the Company has strategically prepared risk management plan in contemplation of reducing risks associated with high customer concentration both in the short and long term with the goal of expanding the customer base and scope of the operations to the business so the Company can offer a one - stop service to the customer. In addition, the Company will put its effort in reducing dependence on a specific customer by employing the strategies including.

- (1) setting goals for acquiring at least 3 new customers progressively and annually in order to expand the customer base and allow the Company to be known widely.
- (2) expanding the scope of its operations to cover all customer groups not limited to only the telecommunications and Data Center businesses such as real estate etc.
- (3) focusing on providing the maintenance and repair of equipment and data center networks to the owner of the company being former customer or new customers which will contribute to the Company in order to be able to generate more recurring income.
- (4) participating in the bidding regarding construction directly to the government agencies or project owners whenever the Company has made a decision to size up its business to large company. The Company strongly believe that these above-mentioned policies and guidelines will contribute to the avoidance of relying on big customer in the future.

#### 1.2 The Risk of Relying on Personnel

Since the Company's main business related to construction and installation of any project, unavoidably the Company will require personnel from many departments in order to acquire and proceed with any project efficiently. These personnel can be categorized as the management, engineer supervisor of the Company and sub-contractors.

##### 1. 2. 1 The Risk of Relying on the Board of Directors

Mr. Sakbaworn Pukkanasut Managing Director, the founder of the Company and the Board of Directors is the group of people that co-founded the Company. These are people with extensive knowledge and expertise in data center construction and they also have experience in the construction of various network systems. Furthermore, they are well-known and have a good relationship with the employers or the main contractor of the Company. From the past period, most of the high value project the Company has procured coming from being notified by the employer via Mr. Sakbaworn or the Board of Directors. Thus, it can be said that the starting point of procuring high value project from the main contractor is through business connection of high-level executives

of the Company and if there is no such Board of Directors, the Company would not likely be able to procure the afore-mentioned large-scale project and, it may unfortunately affect the income and the performance of the Company. Nevertheless, after the Company has successfully operated for more than 10 years, the Company has had outstandingly quality achievements which can be able to deliver accurately, completely and punctually to the employer / main contractor. This performance can be demonstrated as the potential of the Company's service which induces the main contractor to offer an opportunity to participate in each and every bidding. Fortunately, the Company will be notified of the almost every bidding for projects that match the Company scope of services. Since every business has witnessed the potential and quality of the work The Company has accomplished, the need to rely to business connection passed through the Board of Directors is less and less. In addition, the Company already has had High-Level Executives succession plan prepared by itemizing the required competencies, the qualification for successors of key positions which is appropriate and consistent with the business of the Company also, there is a policy of providing incentives that are meaningful and appropriate as a motivation for executives to work with the Company in the long term.

### **1.2.2 The Risk of Relying on Small-Size Contractors**

In consideration of undertaking each project assigned by the employer, the Company must hire a small-size contractor to proceed. Especially in other provinces or remote areas, the Company must hire small-size contractors operating business in that area and it must be a small-size contractor with enough personnel having ability to undertake the project assigned, moreover, such small-size contractors has to deliver the quality work on project schedule. In the event that the small-size contractor is unable to deliver work according to the specified quality and time, it will certainly affect to the delivery process of the Company as it has been agreed upon in the contract between the Company and the employer / main contractor. Thus, it is obvious that there is a risk of relying on small-size contractor since dealing with irresponsible or unscrupulous small-size contractors will likely result in project assigned is abandoned, the project that has been completed is of no quality and the project that has been hired is unable to deliver on time. Thus, in order to reduce the impact of the said risk, the Company has prepared risk management plan concerning small-size contractor in which the small-size contractor must be chosen from the list approved in the Approved Vendor List in which the small-size contractor must be evaluated on many grounds including the readiness for labor supply for undertaking the project so the Company will not have to endure direct impact in term of the labor shortage. However, the Company may be affected by the minimum wage increase which may have an impact on the project cost and the Company's gross profit margin.

### **1. 2. 3 Risk of Relying on the Company's Engineer Supervisor**

Engineer Supervisor is a group of personnel that plays an important role in each project since these personnel must be the person who supervises and controls the work of small-size contractors to get quality work that meets the needs of the employer and can be delivered on time which is important to the Company's ability to deliver that project to the employer and more importantly, it will affect the performance of the Company unavoidably. The Company has realized that an engineer supervisor is a key contributor to the success and performance of the Company, so the Company has had a policy of personnel management in order to be certain that, first, each and every personnel has engaged himself to work for the Company effectively and efficiently, second, efficient personnel with extensive knowledge and skill shall be persuaded to work with the Company in the long term. These strategies can be achieved by 1) encouraging and supporting employees in term of knowledge, competency and work progress so they will be able to adapt and adjust their operations conforming to technological changes in the industry 2) increasing / decreasing the number of employees to be suitable for the workload., not too much or too little work 3) providing incentive compensation for engineers (Project management) which is additional money, or other rewards of value related to performance that are supplementary to base salary and bonus. The incentive compensation will be received when the work has been delivered and the payment has been received from the employer, this has been done in order to encourage morale and motivate so they work more efficiently also deliver the work on scheduled.

### **1.3 Risk from external factors that may affect the bidding of the company**

Since the projects which the Company has been hired by most customers related to the information technology and telecommunications industry, such as the USO (Phase 1) project or the construction of Data Center, etc. so, there certainly have had has external factors presented which may affect such projects, these are discontinuity, decrease or increase in each period which it may result in the Company's inconsistent performance generating from the afore-mentioned project, these risk can be describes as follows:

- Delay or discontinuity of the implementation of the 20- year national strategic plan.

During the past period, the government projects were initiated from the implementation of the national strategic plan in pursuant of building the infrastructure for the benefit of information technology and telecommunications applications in national level. The Company has been assigned to work as part of the said

project in the past 2 to 3 years. Therefore, supposing the implementation was slowed down or even worse was stopped or was changed, this tragedy will negatively impact the Company performance in which the project that the Company is likely to acquire may be changed, may be reduced in number or may become erratic. Nevertheless, the Company has believed that the delayed project may affect only the first period, however, after the government has proceeded, the Company will be blessed as well. Discontinuity or inconsistency of the said project may impact the number of project the Company is likely to acquire which is it may be more or less.

- The telecommunication entrepreneurs may change their investment plan in favor of expanding or improving the efficiency of the networks.

The telecommunication entrepreneurs will decide to invest in expanding the network based on many factors including trends in usage, the Government policy regarding telecommunications, the advancement of related technology. The telecommunication entrepreneurs may decide to increase or reduce their investment in accordance with the said factors, unfortunately, it will have an impact on the Company's income.

- Economic conditions

Supposing the economy is slowing so the organizations or companies may be changes in investment plans in relation to information technology within the organization, for example, there may be a reduction or postponement of the time to build data centers or other related projects. This risk may affect the number of the proposed project of the Company in which it may have been reduced or become erratic.

- Changes in technology

Currently, many companies, organizations tend to employ Cloud Storage to a greater extent thus the small or medium-sized company or organization then have preferred to lease the data center from the Data Center providers offering space to store information of the company however, large organizations have still needed to build their own data centers. From the above factors, the Company may be affected by the reduction of construction work and / or improvement of the small data center however, the Company has still believed in the opportunity to either obtain the construction project concerning large data center or to build data centers for service providers who run a business of leasing data centers.

The Company has had guidelines for reducing the above-mentioned risks occurred from specified factors, the Company has always followed the implementation of the national strategic plan or government investment plan at all times both from news that has been published and information from business partners so it has enabled the Company to prepare its operational plan in which the Company will accept other types of work in favor of contributing to the Company's consistent performance. In addition, the Company will surely not provide its services only for the government sector but the Company has still offered its services to private sector and many organizations in many industries, for instance the construction of data center service, telecommunication network cabling service for organizations or companies etc. In addition, the Company also has provided maintenance services for various projects since the said services have required maintenance service on a regular basis so that information technology systems can be used continuously, without interruption, and won't affect users or customers.

#### **1.4 Risk from accrued revenue**

The Company has had the revenue recognition principle in which the project revenue is recognized as per Percentage of Completion, which is based on the ratio of the actual construction costs of the completed project compared to the total estimated cost of project. Generally, the previous-mentioned ratio did not correspond to the billing / payment periods under the agreements agreed by the parties, which are normally divided into periods, thus it results in revenue that has not been paid or Unbilled Receivables (shown in statements of financial position). There may be a risk regarding liquidity and the risk of not being able to collect money from customers whom the Company satisfies a performance obligation.

The Company is aware of the said risk, therefore it has had a policy in pursuance of monitoring, setting up meeting with customers and reporting the progress on the project, collecting money that customers owe the Company for the services, paying customers of the Company to ensure that the Company can collect money as per the contract and can solve problems that may occur immediately (if any). Nevertheless, the Company has never had a problem with collecting money from customers or the customers cancel the project that the Company has already undertaken. Furthermore, the Company was able to manage liquidity well moreover the majority of the Company's long-term customers also have had good reputation and stable financial status. Besides, the Company is a well-known provider of construction services and installation of telecommunications equipment with expertise, the Company also has been trusted by customers and has retained good relations with the customers all the time. Therefore there is a low possibility that customers will not honor the agreement agreed and not pay expenses accordingly.

### **1. 5 Risks from business competition and new competitors**

Risks from business competition and new competitors may be divided according to the main business of the Company which is the business of data center construction and infrastructure and telecommunication network business.

Data center construction business: There are 2 types of services first, renovating the building space of the organization to be used as a data center (Renovate Project), second, constructing a separate data center building (Greenfield Project). It can be said that the first type of service is not very complicated. Most of the service required there is installing equipment to store data center and setting up backup electricity. On the other hand, constructing data center into a separate building is very complicated and will require employing expertise in construction since it must start with constructing the building foundation which is able to support the weight of equipment installed and to absorb various vibrations. Furthermore, there have many factors have to be taken into account namely, building design, the placement of all equipment, the connection of various system in the building which has to be proceed considering the safety of building, the stability of network operation and data stored therein which is very important. Consequently, the contractor who will undertake the construction of such data centers must have the extensive knowledge, expertise and experience in the design and construction of the large-scale data center such as the Data Center from Tier 3 upward etc. Nowadays, there are not so many competitors in the industry and those who will become new contractors must have experienced personnel and may take time to accumulate experience and achievement to be accepted in the industry. As a result, the competition in the construction of large data centers is not intense. However, the Company must maintain the quality of work consistently in order to remain one of the contractors that is a good choice in the industry.

Telecommunications Infrastructure and Transportation Infrastructure business: Actually, the construction and installation of telecommunication infrastructure is not complicated but adversely, the number of work has to undertake in each project has gone to the other direction. Most of the contractors have to hire a small-size contractor to proceed with the project but that project still needs to be supervised and controlled in term of quality of work and the ability to deliver to the employer on project scheduled. Therefore, the strength of the contractor for this business is the ability to control and maintain the quality of the delivered work which will be delivered on time. Delightfully, the Company has strongly believed that it has already acquired the qualification required to meet the needs of customers which is the ability to compete in this business.

Even though, there has a possibility that the employer of the Company, the main contractor, may change the way the business conducts by undertaking the hired project by itself and not hiring small-sized contractors such as the Company. This change might impact the Company's revenue and performance. Nevertheless, there has such less possibility this situation will occur since the project obtained by the said contractor is a large-scale project so there will be a large quantity of work and certainly the main contractor must hire small-sized contractors to proceed with project, moreover it must have enough efficient engineer supervising the project with sufficient experience which may not be able to do all by itself. Besides, in the past, the main contractor has not directly contacted the small-sized contractors instead it would be the sub-contractor such as the Company that had contacted such small-sized contractors while nurturing the good business relationship with small contractors. Therefore, there will be less chance that the main contractor will undertake every part of assigned project and this has never happened during the past period since doing so may complicate the operations of the main contractor so the main contractor would rather hire a sub-contractor to do as it is currently practiced.

### **1. 6 Risk of no cost control measures.**

As most of the Company's work is a turnkey project thus the Company must take into consideration the significant aspect regarding the operation and the company's performance. This aspect is the capability to identify and reduce business expenses to increase profits by comparing the Company's actual financial results with the budgeted expectations and controlling the actual cost to be not higher than planned. Since cost control is an important factor in maintaining and growing profitability in the event that the actual cost is higher than planned, it may cause the Company's profits to decrease and affect the overall performance of the Company.

The Company certainly has paid attention to the cost of operations so the Company has initiated first step with the estimating cost of the potential project then controlling the actual cost occurred during the operation. Since the main cost of the Company is the cost of hiring small-size contractors, the Company then has set the mid-price for each type of project that the Company has regularly acquired so the Company will be able to control the cost of project at the first stage. In accordance with supervising and controlling the operation of the small-size contractors, the Company has had experienced engineers who has taken responsible for supervising and controlling each project, constantly updating the follow-up schedule regarding the project operation and delivery, last but not least, resolving various problems that may occur during the operation. There are also regular meetings with small-size contractors so it will be possible to be aware of problems constantly and resolve various problems instantaneously. In different circumstances, if there are cases that the small-size contractor is unable to complete the work properly and on project schedule, the Company will immediately select a new small-size contractor to continue working on the said project. As a result, the Company will be able to control the operating costs without escalating as well as maintain and grow profitability without much effect from such occurrence.

### **1.7 Risk of delay in projects**

Most of the service agreement that the Company concluded with the employer has been agreed upon has contained the specific terms and conditions regarding fines and penalties in the event of the failure to deliver the work on time specified thereunder. Fines regarding failure to deliver the work on time has mostly been calculated on a daily basis and it may cause the Company's profits to decrease and affect the overall performance of the Company. The calculation basis mostly employed here has used a wide base of calculation namely the full amount of the contract or the cost of each Purchase Order compared to the penalty rate agreed with regard to type of project under agreement. Therefore, in the case of a high value project, the penalty rate will go up as well. The cause of delayed deliveries can be stated into four groups; first, insufficient number of small-size contractors, second, project abandonment by small-size contractors, third, the project that has been delivered from the small-size contractor is of unqualified quality and needed to be solved or, fourth, the change of small-size contractor.

The Company has set up guidelines that can reduce the cause of delayed deliveries due to the responsibility of small-size contractors. Thus, since the Company has had a good relationship with small-size-contractors in each area, resulting in each contract will have enough small-size-contractors being ready to offer their services to the Company. Methodically, the Company will hire small-size contractors on the list that has been approved and each small-size contractor has been evaluated in term of its competency and ability to undertake the assigned service. In addition, for each project, the Company will set a strict operational guideline and assign the engineers for supervising, monitoring and evaluating the work of the small-size contractors each project closely and consistently. According to this strategy, the Company has strongly believed that the number of mistake and delay in project operating will not be so high and will be solved in a timely manner. As a result, during the past period, there has never been a case where the Company must pay compensation regarding delayed delivery.

## **2. Risk that affects the rights or investment of securities holders.**

### **2.1 Risk from having a major shareholder more than 25 %**

As of 31 December 2020, the Company's major shareholder is the Pukkanasut's family holding 49.2% of the paid-up capital of the Company. The said shareholding proportion makes the Pukkanasut's family to have the votes that have the power to oppose or disapprove for the agenda that needs a special resolution or three-fourths of the meeting's voting right. Nevertheless, the Company has realized the importance of balance of power, therefore, the scope of duties and responsibilities regarding each and every committees has been specified clearly and transparently. Moreover, the related transactions between the directors, major shareholders, executives, and any other persons with possible conflicts of interest has been prescribed. Under the prescribed set of measures, the afore-mentioned persons are not allowed to vote in approving the said business transaction. Additionally, the structure of the Board of Directors comprised of total number of 8 directors and 3 out of 8 are independent directors

who are not involved in business operation. Likewise, the Company has appointed an audit committee comprising of 3 independent directors in order to create business transparency and shareholders trust so that they can review and assure the balance of power on behalf of the minority shareholders. As a listed company, the Company is required to disclose the information and comply with the rules and regulations of the Securities and Exchange Commission and the Market for Alternative Investment such as related transactions, the acquisition or disposition of assets etc. for the most benefit of the Company and all shareholders.

## 2.2 Risk from the fluctuation of the Company's share price

The Company's share price may fluctuate due to many factors, some of which are beyond the control of the Company, such as economic and social conditions changes that affect the industry which the Company is in, changes in operating results and share prices of listed companies in the same industry, changes in law and legislation, industrial changes. In addition, the difference between the Company's operating result and the performance expected by the analysts and investors, or changes in the advice or opinion of the analysts regarding the company's shares may also affect to the Company's share price.

## Assets used in the business.

### Assets used in the business operations of the Company.

As of December 31, 2020, the core assets used in the business operations consist of

#### 1) Property, Plant and Equipment

order	list	ownership	Obligation	Net book value (Million Baht)
1	Land: Title deed no. 222867-9, 3 plots, Anusawari, Bang Khen, Bangkok, total area of 1 ngan 05.7 tarang wa (The Company's head office location)	The Company	Mortgage loan with a financial institution totaling Baht 200 million	35.38
2	Building: Buildings on the title deed No. 222867 – 9, 4- story home office (the Company's head office).	The Company		40.34
3	Tools and office equipment	The Company		10.57
<b>Total</b>				<b>86.29</b>

#### 2) Land Lease Agreement and Building Lease Agreement

Contract parties	Lessee: The Company Lessor: Mr. Sakboworn Pukkanasut.
Relationship with the Company	the managing director of the Company
Leased assets	No. 73, 75 Soi Ram Intra 5, Intersection 2, Ram Intra Road, Anusawari, Bang Khen, Bangkok, with a total area of 300 square meters
objective	a branch office of the Company
Contract period	The contract duration is 3 years from January 2, 2019 to January 1, 2022.
Rental rate	Baht 180,000 per month; monthly payment
Other conditions	If the lessee wishes to renew the contract, the lessee must notify the lessor in written in advance at least 60 days before the end of the contract and the lessor will notify the result within 30 days from the date of receiving the request to renew the lease.  In April-December 2020 reduced monthly rental fee 30,000 baht, after that the rent is the same.

### 3) Car rental agreement

Contract parties	Lessee: The Company Lessor: Car rental company -1
Relationship with the Company	No relationship with the Company and the Company's executives
Leased assets	11 pick-up trucks (4 contracts)
objective	Using in business operations
Contract date	March 2017 to April 2020
Contract period	Duration 24 - 36 months
Contract parties	Lessee: The Company Lessor: Car rental company -2
Relationship with the Company	No relationship with the Company and the Company's executives
Leased assets	15 pick-up trucks (15 contracts)
objective	Using in business operations
Contract date	August 2018 to May 2021
Contract period	Duration 36 months

### 4) Loan agreement from a financial institution

As of 31 December 2020, the Company has credit facilities from 2 local commercial banks as follows:

#### 4.1 The 1<sup>st</sup> domestic commercial bank

##### 1) Long-term loans

Limit / Purpose	Credit limit of Baht 40 million To buy land and buildings that are used as the Company's headquarters
Contract date	14 September 2018
Duration	60 months from the first draw down date
Interest rate	MLR - 2.65 % per year
Collaterals / Guarantors	- Title deed no.222867-9, 3 plots with total area of 1 ngan 05.7 tarang wa , Anusawari, Bang Khen, Bangkok, with 4-storey buildings used as home office, the Company's ownership, mortgage loan value of Baht 40 million.
Important conditions	- Throughout the period of obligation under the contract, the Borrower shall not, without the consent and approval of the Lender, incur any debt and obligation with third party. - The Borrower agrees to not pay the debt to the directors, shareholders, sureties or guarantors, either directly or indirectly until the loan of the Lender has been repaid in full amount. - Throughout the period of obligation under the contract, the Borrower agrees to allow the Pukkanasut's family maintains the proportion of shares not less than 35 percent of the total shares and further allow Mr. Sakboworn to be a key executive and / or the authorized directors.

## 2) Guarantee Limit

Limit / Purpose	The credit limit of Baht 150 million baht is divided into 2 credit limit which are 1) To guarantee the tender, contract performance and the Company's work in the construction project in an amount not exceeding Baht 120 million and 2) To guarantee the receipt of advance payments, the payment for the company's products in the construction project in an amount not exceeding Baht 30 million
Contract date	28 May 2019
fee	At the rate of 1.00 - 1.20 percent per annum
Collaterals / Guarantors	- Title deed No. 222867-9, 3 plot with total area of 1 ngan 05.7 tarang wa , Anusawari, Bang Khen, Bangkok, with 4-storey buildings used as home office, the Company's ownership, by the second mortgage, the total mortgage value is Baht 200 million - Register a certificate of deposit as collateral within the amount of Baht 6 million
Important conditions	- Throughout the period of obligation under the contract the Borrower shall not, without the consent and approval of the Lender, incur any debt and obligation with third party and shall not use all or part of the present or future assets or income as collateral for third party  - The Borrower agrees to not pay the debt to the directors, shareholders, sureties or guarantors, either directly or indirectly until the loan of the Lender has been repaid in full amount.  - Throughout the period of obligation under the contract the Borrower agrees to allow the Pukkanasut family maintains the proportion of shares not less than 35 percent of the total shares and further allow Mr. Sakbaworn to be a key executive and / or the authorized directors.

## 4.2 The 2<sup>nd</sup> domestic commercial bank

Loan type / Purpose	Capital for business operations in the amount of Baht 166 million divided into - Overdraft limit of Baht 16 million - Guarantee limit in the amount of Baht 100 million - Promissory note of Baht 50 million
Contract date	16 June 2017
Interest rate	Bank overdraft: MOR rate Promissory note: MMR rate
Collaterals / Guarantors	- Fixed deposit of the Company. The maximum amount of principal agreed to be used as collateral amounted to Baht 50 million. The balance in such accounts, at all times, must have deposits of not less than 30 percent of the amount of each promissory note withdrawn.
Important conditions	Causes for default payment such as significant changes in the proportion of major shareholders, change of directors or change of the executive team of the Borrower.

## Legal Disputes

As of 31 December 2020, the Company has no legal disputes that may cause damage to its assets more than 5 percent of shareholders' equity and there are no other legal disputes that may affect the business operations of the company significantly.

## Board of Directors and Management' Shareholding Report of Year 2020

No.	Name -Last Name	Position	No. of shares held as of 31 December 2019	No. of shares held as of 31 December 2020	Increase / (Decrease) in INSET's shares held 2020	Percentage of shares held (%)
1	Mr.Kampanart Lohacharoenvanich	Chairman of the Board, Independent Director, Audit Committee	1,500,000	1,500,000	-	0.27
	Spouse and underage child		-	-	-	-
2	Mr. Sakboworn Pukkanasut	Director, Managing Director, Member of the Nomination and Remuneration Committee, Executive Committee	212,850,000	212,850,000	-	38.01
	Spouse and underage child		-	-	-	-
3	Mr. Saran Supaksaran	Independent Director, Chairman of the Audit Committee, Member of the Nomination and Remuneration Committee	2,720,000	2,925,000	1,220,000	0.52
	Spouse and underage child		-	-	-	-
7	Miss Lalita Hongratanawong	Independent Director, Audit Committee, Chairman of the Nomination and Remuneration Committee	1,500,000	1,500,000	-	0.27
	Spouse and underage child		-	-	-	-
4	Mr. Metha Chotiapisitkul	Director, Deputy Director - Project Management and Service, Executive committee	21,450,000	21,450,000	-	3.83
	Spouse and underage child		-	-	-	-
5	Mr. Akarawatt Akarasuwannachai	Director, Deputy Director - Project Management and Service, Executive committee	1,000,000	1,000,000	-	0.18
	Spouse and underage child		-	-	-	-
6	Mr.Vichien Jearkjirm	Director	1,500,000	1,500,000	-	0.27
	Spouse and underage child		-	-	-	-
8	Mr. Kasem Techaiya	Director	1,500,000	1,500,000	-	0.27
	Spouse and underage child		-	-	-	-
9	Miss Warangkana Techaiya	Deputy Managing Director – Finance and Accounting Department/ Executive Committee/ Company Secretary	750,000	750,000	-	0.13
	Spouse and underage child		-	-	-	-
10	Mr. Panyaphat Suksathu	Deputy Managing Director – Sales & Marketing / Executive Committee	-	-	-	-
	Spouse and underage child		-	-	-	-
11	Mr. Surawee Paisanpayak	Deputy Managing Director – Sales & Marketing / Executive Committee	-	-	-	-
	Spouse and underage child		-	-	-	-

# General Information and Other Important Information

## 1. General Information

### Details of the company's securities

<b>Company Name (Thai)</b>	:	บริษัท อินฟราเซต จำกัด (มหาชน)
<b>Company Name (English)</b>	:	Infrasat Public Company Limited
<b>Securities Abbreviations</b>		INSET
<b>Date of registration in the market</b>	:	8 October 2019
<b>Paid up capital</b>	:	Baht 280,000,000
<b>Total number of shareholders</b>	:	2,739 cases (as of 16 December 2020)
<b>% Free Float</b>	:	39.06 % (as of 25 May 2020)
<b>Business type</b>	:	Providing construction services related to the Data Center and Information Technology Systems, Infrastructure and Telecommunications Network Business, maintenance and service businesses in the information and telecommunication technology industry.
<b>Head office location</b>	:	No. 165/37-39 Ramintra Road, Anusawari, Bang Khen, Bangkok.
<b>Branch office location</b>	:	No. 73, 75 Soi Ramintra 5, Intersection 2, Ramintra Road, Anusawari, Bang Khen, Bangkok
<b>Company registration number</b>	:	0107562000084
<b>phone</b>	:	02 -092-7444
<b>website</b>	:	www.infrasat.co.th
<b>Securities Registrar</b>	:	<b>Thailand Securities Depository Company Limited</b> <b>The Stock Exchange of Thailand Building</b> B Tower, 1 Floor (Beside the Chinese embassy) 93 Ratchadaphisek Road, Din Daeng, Bangkok 10400 Tel: (66) 2009-9000 Fax: (66) 2009-9991 TSD Call Center: (66) 009-9999
<b>Auditors</b>	:	<b>ANS Audit Co., Ltd. /</b> Mr. Yuttapong Chuamuangpan CPA License Number 9445 100/72 Floor 22 Wong Wanit B Building, Building No. 100/2 Rama 9 Road Huai Khwang, Bangkok 10310 Tel: (66) 2645-0109 Ext. 110 Fax: (66) 2645-0110

## 2. Other important information

- None -

## Securities and shareholder information

### 1. Number of Authorized Capital and Paid-Up Capital

As of 31 December 2020, the Company's registered and paid-up capital was Baht 280,000,000 with 560,000,000 ordinary shares at par value of Baht 0.50 per share.

### 2. Shareholders

Shareholders structure of the Company referred on 31 December 2020 summarized as follows.

No.	Shareholder Name	No. of Shares	%
1	Mr. Sakbaworn Pukkanasut	212,850,000	38.01
2	Mr. Boonsmit Pukkanasul	62,700,000	11.20
3	Acting Sub Lt. Suraphun Techaiya	24,000,000	4.29
4	Mr. Metha Chotiapisitkul	21,450,000	3.83
5	Ms. Natpicha Laoboonchai	13,200,000	2.36
6	Ms. Piyalak Sukonrat	11,164,100	1.99
7	Thai NVDR Company Limited	10,943,100	1.95
8	Ms. Sukanya Moonrat	8,000,000	1.43
9	Mr. Anuchat Augsumethangkoon	7,002,000	1.25
10	Miss Saowarot Kamjanghan	6,600,000	1.18
<b>Other shareholders</b>		<b>182,090,800</b>	<b>32.51</b>

Information from Thailand Securities Depository Company Limited (TSD) on 30 December 2020.

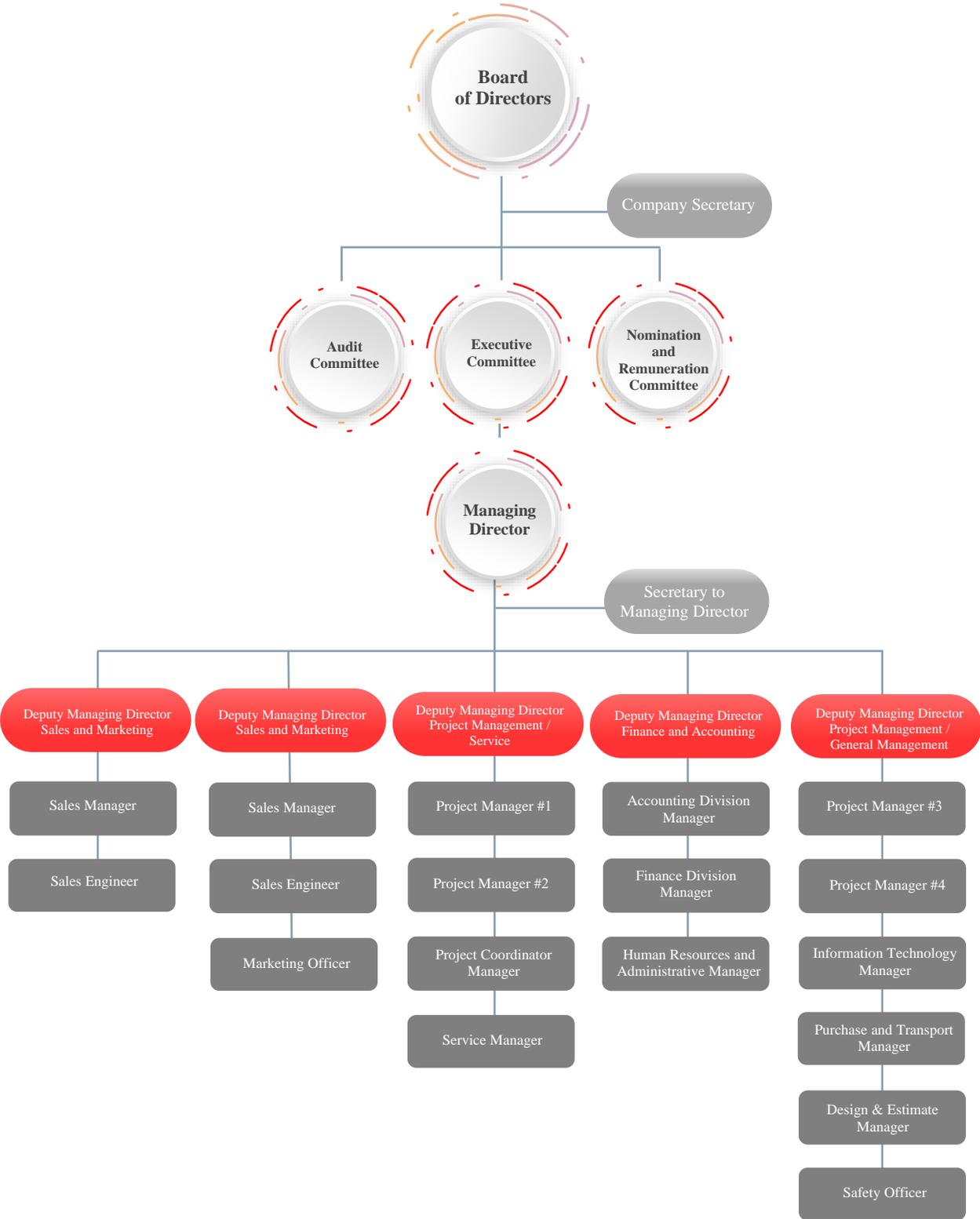
### 3. Issuance of Other Securities

- None -

### 4. Dividend Policy

The Company has a policy to pay dividends of not less than 40 percent of the net profit of the separate financial statements after deduction of legal reserves and other reserves (if any). However, such dividends may changeable, it depends on the performance of the Company, financial status, liquidity position of the firm, necessary need for working capital to fund the operation of the Company, investment plans and future business expansions as appropriate and in consideration of other factors related to the operations and administration of the Company.

# Organizational Chart





## Management Structure

### Board of Directors and Sub-Committees

As of 31 December 2020, the management structure of Infraset Public Company Limited consists of the Board of Directors and 3 sub- committees, namely the Audit Committee, the Nomination and Remuneration Committee and the Executive Committee. The scope of duties of the various committees of the company are as follows:

#### Board of Directors

Name / Surname	Position
1. Mr. Kampanart Lohacharoenvanich	Chairman of the Board, Independent Director
2. Mr. Saran Supaksaran	Independent Director
3. Miss Lalita Hongratanawong	Independent Director
4. Mr. Sakboworn Pukkanasut	Director
5. Mr. Metha Chotiapisitkul	Director
6. Mr. Akarawatt Akarasuwannachai	Director
7. Mr. Vichien Jearkjirm	Director
8. Mr. Kasem Techaiya	Director

In which Ms. Warangkana Techaiya is the secretary of the board of directors.

#### Directors who have signing authority to bind the Company

The authorized directors who sign on behalf of the Company are Mr. Sakboworn Pukkanasut or Mr. Metha Chotiapisitkul or Mr. Akarawatt Akarasuwannachai which two of these three directors jointly sign and affix the company's seal.

## Audit Committee

The Audit Committee consists of 3 independent directors who are not executives in the Company whose named stated as follows:

Name - Surname	Position
1. Mr. Saran Supaksaran	Chairman of the Audit Committee
2. Mr. Kampanart Lohacharoenvanich	Audit Committee
3. Miss Lalita Hongratanawong	Audit Committee

Mr. Saran Supaksaran, Chairman of Audit Committee who is knowledgeable, capable and experienced in accounting and finance and Miss Warangkana Techaiya was the secretary of the audit committee.

## Executive Committee

The Executive Committee consists of 5 executives whose named stated as follows:

Name - Surname	Position
1. Mr. Sakbaworn Pukkanasut	Chairman of the Executive Committee
2. Mr. Metha Chotiapisitkul	Executive Committee
3. Mr. Akarawatt Akarasuwannachai	Executive Committee
4. Ms. Warangkana Techaiya	Executive Committee
5. Mr. Panyaphat Suksathu <sup>1</sup>	Executive Committee
6. Mr. Surawee Paisanpayak <sup>2</sup>	Executive Committee

**Remark:** <sup>1</sup> Mr. Panyaphat Suksathu is the Executive Committee, 3 February 2020

<sup>2</sup> Mr. Surawee Paisanpayak is the Executive Committee, 17 March 2020

Ms. Warangkana Techaiya is the secretary of the Executive Committee.

## Nomination and Remuneration Committee consists of:

The Nomination and Remuneration Committee consists of 3 executives whose named stated as follows:

Name - Surname	Position
1. Miss Lalita Hongratanawong	Chairman of the Nomination and Remuneration Committee
2. Mr. Sakbaworn Pukkanasut	Nomination and Remuneration Committee
3. Mr. Saran Supaksaran	Nomination and Remuneration Committee

Ms. Warangkana Techaiya is the secretary of the Nomination and Remuneration Committee

## Management Group

There are 5 members of Management group consisting of :

Name - Surname	Position
1. Mr. Sakboworn Pukkanasut	Managing Director
2. Mr. Metha Chotiapisitkul	Deputy Managing Director – Project Management / General Management
3. Mr. Akarawatt Akarasuwannachai	Deputy Managing Director - Project Management and Service
4. Mr. Suraphon Siriwatsophon <sup>1</sup>	Deputy Managing Director - Sales and Marketing
5. Miss Warangkana Techaiya	Deputy Managing Director - Finance and Accounting

**Remark:** <sup>1</sup> Mr. Panyaphat Suksathu is the Executive Committee, 3 February 2020

<sup>2</sup> Mr. Surawee Paisanpayak is the Executive Committee, 17 March 2020

## The attendance of the meeting of the entire Board of Directors year 2020

Name	Number of Meeting Attendance 2020									
	AGM		Board of Directors		Audit Committee		Nomination & Remuneration Committee		Executive Committee	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Mr. Kampanart Lohacharoenvanich	1/1	100	5/5	100	4/4	100				
Mr. Saran Supaksaran	1/1	100	5/5	100	4/4	100	2/2	100		
Miss Lalita Hongratanawong	1/1	100	5/5	100	4/4	100	2/2	100		
Mr. Sakboworn Pukkanasut	1/1	100	5/5	100			2/2	100	9/9	100
Mr. Metha Chotiapisitkul	1/1	100	4/5	80					8/9	89
Mr. Akarawatt Akarasuwannachai	1/1	100	4/5	80					9/9	100
Mr. Vichien Jearkjirm	1/1	100	5/5	100						
Mr. Kasem Techaiya	1/1	100	5/5	100						
Ms. Warangkana Techaiya	1/1	100							9/9	100
Mr. Panyaphat Suksathu									9/9	100
Mr. Surawee Paisanpayak <sup>1</sup>									7/8	88

**Remark:** <sup>1</sup> Mr. Surawee Paisanpayak is the Executive Committee, 17 March 2020

## Meetings of non-executive directors

- The Board of Directors has determined that non-executive directors meeting with no executive directors attending the meeting so that non-executive directors exchange ideas and consider various issues both about the business and matters that are in the interest. In the year 2020, the company held 1 meeting on 4 November 2020.
- The Audit Committee convened meetings specifically with the external auditors, without the management present, to discuss information of materiality and INSET's internal control systems related to accountancy and financial reporting and other relevant matters, including obstacles to their operation. The Audit Committee found that the auditors were given full cooperation from the management and provided with operational independence. In addition, the external auditors were knowledgeable and possessed experience and expertise commensurate with their duties as auditors. In the year 2020, the company held 1 meeting on 4 November 2020.

## Directors and Executives remuneration for the year 2020

### Directors' remuneration

The 2019 and 2020 meeting allowance for directors (only non-executive directors) is set by the Company detailed as follows:

- Chairman of the board Baht 15,000 / person / meeting.
- All other directors Baht 12,000 / person / meeting.
- Chairman of sub-committees Baht 15,000 / person / meeting.
- All sub-committee member Baht 12,000 / person / meeting.

Unit: Baht

Name - Surname	Meeting Allowance	
	2019	2020
1. Mr. Kampanart Lohacharoenvanich	138,000	82,500
2. Mr. Saran Supaksaran	144,000	97,500
3. Miss Lalita Hongratanawong	120,000	94,500
4. Mr. Sakboworn Pukkanasut	-	-
5. Mr. Metha Chotiapisitkul	-	-
6. Mr. Akarawatt Akarasuwannachai	-	-
7. Mr. Vichien Jearkjirm	84,000	42,000
8. Mr. Kasem Techaiya	72,000	42,000
<b>Total</b>	<b>558,000</b>	<b>358,500</b>

The 2019 and 2020 remuneration for directors (only non-executive directors) is set by the Company detailed as follows:

- Chairman of the board Baht 8,000 / person / month.
- All other directors Baht 8,000 / person / month.

Unit: Baht

Name - Surname	Monthly Retainer Fee	
	2019	2020
1. Mr. Kampanart Lohacharoenvanich	96,000	64,000
2. Mr. Saran Supaksaran	96,000	64,000
3. Miss Lalita Hongratanawong	96,000	64,000
4. Mr. Sakboworn Pukkanasut	-	-
5. Mr. Metha Chotiapisitkul	-	-
6. Mr. Akarawatt Akarasuwannachai	-	-
7. Mr. Vichien Jearkjirm	96,000	64,000
8. Mr. Kasem Techaiya	76,000	64,000
<b>Total</b>	<b>460,000</b>	<b>320,000</b>

In 2019 and 2020, the Board of Directors received remuneration totaling Baht 1,018,000 and Baht 678,500 respectively

**Remark:** Since the pandemic of COVID-19 has affected the global economy, including the business operations of the Company. The Board of Directors Meeting no. 3/2020 held on 8 May 2020 has resolved to reduce 50% of monthly remuneration and meeting allowance of the Board of Directors and Sub-committees (for non-executive directors) starting from May to December 2020. (Total period of 8 months)

The company determines pension to the directors (Only non-executive directors) for the year 2020, details are as follows:

Name - Surname	Monthly Retainer Fee
	2020
1. Mr. Kampanart Lohacharoenvanich	200,000
2. Mr. Saran Supaksaran	200,000
3. Miss Lalita Hongratanawong	200,000
4. Mr. Sakboworn Pukkanasut	-
5. Mr. Metha Chotiapisitkul	-
6. Mr. Akarawatt Akarasuwannachai	-
7. Mr. Vichien Jearkjirm	200,000
8. Mr. Kasem Techaiya	200,000
<b>Total</b>	<b>1,000,000</b>

**Remark:** The 2020 Annual General Meeting of Shareholders held on 17 June 2020, approved a resolution to grant the pension to the directors of 1 percent of the net profit but not more than 1 million baht (only for non-executive directors).

## Executive remuneration

The Board of Directors has considered and approved the salary structure of executives and employees along with other benefits such as bonus and remuneration with reference to performance of the Company and the past performance of the individual.

In addition, the regulatory concerning approval authority has stated that in the event that there is a change in the salary structure of executives and employees, it must be approved by the Board of Directors.

In the Board of Directors' Meeting no.1/2019 (PCL.) held on 22 March 2019, has unanimously resolved that the method of determining the remuneration of the current executives of the Company is appropriate according to the level of responsibility and it also could motivate directors and executives to lead the organization to carry out both short-term and long-term goals accordingly.

In 2018 - 2020, the Company paid remuneration to executives in the amount of Baht 27.85 million, Baht 21.53 million and Baht 21.70 million respectively. The remuneration was paid in the form of salaries, bonuses and other incentives (excluding the remuneration of the directors mentioned above) with details as follows:

Year	No. of Executives (person)	Remuneration (Baht)
2018	5	27,846,248
2019	5	21,527,547
2020	6	22,229,110

**Remark:** The remuneration paid to the executive committee will be calculated at the rate of not more than 10 percent of the profit before the annual corporate income tax.

## Other Remuneration

- Other remuneration for directors  
- None -
- Other remuneration for executives  
- None -

## Company Secretary

In compliance with good corporate governance principles, the Board of Directors' Meeting no.1/2019 (PCL.) held on 22 March 2019, has resolved to appoint Ms. Warangkana Techaiya as the company secretary to help oversee the activities of the Board of Directors in managing the business in the right direction, more transparent and more efficient. The Company Secretary has the following roles and responsibilities:

1. Informing the resolutions and policies of the Board of Directors and shareholders to relevant executives as well as giving advice and initial recommendations to the Board of Directors in accordance with the Company's regulations, policies and best practices on corporate governance.
2. Preparing and keeping important documents of the Company as follows:
  - (A) Director registration.
  - (B) Notice of the board meeting, Board Meeting Minutes and the Company's annual report.
  - (C) Notice of the shareholders meeting and the minutes of the shareholders meeting.
3. Informing the directors and executives to prepare reports of their personal interests and those of related parties in accordance with legal requirements. While keeping the said report as well as sending a copy to the Chairman of the Board of Directors and the chairman of the Audit Committee.
4. Arranging meetings for the shareholders, the Board of Directors, sub-committees as well as coordinate to ensure that all resolutions have been implemented and complied with the related laws, the Company's regulations, charter of each committee as well as guidelines. Recording the minutes of the meeting and monitoring the implementation of the resolutions of the meeting.
5. Ensuring the disclosure of information and material events in own responsibility to the relevant department.
6. Contacting and communicating with general shareholders to be informed of various rights of shareholders.
7. Overseeing the Board of Directors' business and being a coordinator between the Board and executives as well as providing news and information to directors regarding issues related to the Company's business operations. Moreover, Informing Directors and Executives of any changes in regulations related to them.
8. Evaluating the performance of the Board of Directors and every sub-committee, as a whole and on an individual basis. Reporting the said evaluation results to the Board of Directors.
9. Ensuring the compliance of the Company and the Board of Directors with the notification of the Capital Market Supervisory Board, Law governing securities and market as well as other relevant laws and regulations.
10. Performing any other tasks assigned by the Board of Directors.

## Personnel

In 2018, 2019 and 2020 the number of staffs of the Company detailed as follows:

Work Group	department	Employees (person)		
		2018	2019	2020
1. Management	1.1 Executive Office	5	5	6
	1.2 Secretary	-	-	2
2.Sales and Marketing	2.1 Sales and Marketing	3	5	6
3.Project Management	3.1 Project Management	51	53	46
	3.2 Service	16	26	20
	3.3 Project Coordinator	13	16	17
	3.4 Design	-	11	11
4.General Management	4.1 Information Technology	1	2	2
	4.2 Human Resources and Administrative	2	10	5
	4.3 Purchase and Transport	3	4	3
	4.4 Safety officer at professional level	-	-	2
5.Finance and Accounting	5.1 Finance and Accounting	4	4	4
Total (Including five executives)		98	136	124
<b>Total</b>		<b>93</b>	<b>131</b>	<b>116</b>

### 1.1 Labor Dispute

- None-

### 1.2 Remuneration for Staffs

Monetary Remuneration

Remuneration of the employees in the year 2018, 2019 and 2020 are as follows:

Remuneration	2018	2019	2020
Employees	93	131	124
Salary	30,008,972.99	38,103,857.74	40,376,955.06
Commission / Incentive / Bonus	16,198,985.71	17,532,860.03	6,509,812.14
Contribution to provident fund	1,127,928.49	1,650,836.23	1,863,814.14
Other welfares	3,229,390.00	13,363,460.42	12,406,128.04
<b>Total</b>	<b>50,565,277.19</b>	<b>70,651,014.42</b>	<b>61,156,709.97</b>

### 1.3 Other Remuneration

-None-

The Board of Directors will appropriately and necessarily determine and review the structure of the Board of Directors regarding the size, composition, and proportion of independent directors for achieving the main objectives and goals of the Company which can be summarized as follows:

### Management Structure of Infraset Public Company Limited

Consisting of various committees as follows:

#### Board of Directors

- **Three sub-committees of the Company:**
  1. Audit Committee
  2. Nomination and Remuneration Committee
  3. The Executive Board of Directors
  
- **The company has appointed two working groups of the company.**
  1. Risk Management Working Group
  2. Corporate Governance and Social Responsibility Working Group





## **Board of Directors**

### **Composition**

The Board of Directors is responsible for supervising the management of the Company to be in accordance with the laws, Company's objectives and Articles of Association. Moreover, the Board of Directors is also responsible for overseeing the executives to work under the corporate governance policy with the consideration of social responsibility, promoting the confidence of shareholders, the public and all groups of stakeholders.

The Board of Directors consists of the Chairman, the Managing Director and other directors a total of not less than 5 members. The directors not less than half of the total number of directors shall have residence in the Kingdom and shall have qualifications as according to the law. There shall have independent directors not less than 1 in 3 of the total number of directors and not less than 3 persons. The shareholders shall approve the appointment of the Board of Directors thereafter the Board of Directors will nominate one director to be the Chairman of the Board. The appointment of the Board of Directors shall be in accordance with of the Company's Articles of Association and relevant laws besides, the appointment shall be transparent and vibrant, considering the educational background and the professional experience of that person with sufficient details for the benefit of the decisions of the Board of Directors and shareholders.

### **Qualifications of the Board of Directors**

- Directors must be knowledgeable, capable, honest, and ethical in conducting business and have sufficient time to devote knowledge, ability to perform duties for the Company.
- Directors must have qualifications and are not under any prohibition under the law on public limited companies and other related laws. Moreover, they must not have characteristics that indicate lack of appropriateness to be entrusted with the management of a public-owned business as stipulated by the Office of the Securities and Exchange Commission (SEC).
- Directors can hold the position of director in not more than 5 other listed companies however, being director in another listed company must not be a barrier to the performance of the Company's directors and must comply with the guidelines of the Stock Exchange of Thailand (SET).
- Independent directors must have qualifications concerning independency as specified by the Company and in accordance with the same guidelines as the qualifications of the Audit Committee according to the announcement of the SET, Subject: Qualifications and Scope of Work of the Audit Committee. The independent directors must be able to look after the interests of all shareholders equally as well as prevent conflicts of interest. In addition, they must also be able to attend meetings of the Board of Directors with independent opinions.

### **Terms**

In Annual General Meeting of Shareholders, the directors must be retired at least 1 in 3 but if the number of retiring directors cannot be divided equally into three parts, the number of directors to be retired must be the closest number to one-third. The directors who are retired by rotation manner are able to be appointed to be a director again in case that the meeting has chosen them to take office again. The directors who have to retire in the first and second years after the registration of the Company must draw lots to select who will retire, and for the coming year, the directors with the longest positions must retire. Apart from the expiration of the term, the directors vacate office upon

- Dead
- Resign
- Lacking qualifications or having legal prohibited characteristics under the law on public limited companies or having characteristics that indicate lack of appropriateness to be entrusted to the management of a public-owned business as specified in the Securities and Exchange Act.

- The meeting of shareholders resolved to the position.
- The court issued an order.

Any director of the company Resign from office, submit in resignation to the company The resignation is effective from the date the letter of resignation reaches the company.

In the event that the position of the director is vacant for other reasons apart from the expiration of the terms, the Board of Directors must select any person who has suitable qualifications and not being under any of the prohibitions as required by law to replace in the next committee meeting. In the event that the remaining terms of director is less than 2 months, the person to replace the aforementioned member can hold the position only for the remaining terms of the replacement.

### **The Directors' remuneration**

The remuneration of directors is consistent with their duties, assigned responsibility and in accordance with the best practice guidelines for company director of the Thai Institute of Directors Association. In determining the directors' remuneration, The Board of Directors has stipulated rules for determining remuneration for directors and sub-committee by considering from 1) the appropriateness regarding the Company performance; 2) the appropriateness comparable to the company's practiced in the same industry and size and 3) the appropriateness according to duties and responsibilities of an individual director.

### **Scope of duties of the Board of Directors**

1. Performing duties in accordance with the law, Company's objectives and Articles of Association, the resolutions of the Board of Directors and the shareholders' meeting with honesty and thoroughly to protect the Company's interests.
2. Providing the balance sheet and profit and loss statement of the Company. Considering and approving quarterly financial statements and proposing to the shareholders' meeting to consider and approve the annual financial statements.
3. Ensuring the Company to have a suitable and efficient accounting system and providing reliable financial report and audit, and also establishing an adequate and appropriate internal control and internal audit system with monitoring on a regular basis.
4. Determining goals, guidelines, directions, policies, strategies, business plan, budget, investment budget as well as allocating important resources and monitoring and supervising the executives to efficiently and effectively manage in accordance with the agreed policies. These all have been done in order to create sustainable value for the business, competitive advantage and good performance for the Company. Conducting business with ethics and with respect to the rights and responsible to shareholders, stakeholders, society and environment.
5. Establishing the risk management policy, which can be applied to the whole organization and also supervising and controlling in order to have a process in managing risk with supporting measures and control methods to reduce the adverse effects on the Company's business.
6. Establishing the management structure and determining the level of authority. Having the power to appoint / change the scope of power with regard to Managing Director's Duties, Sub-committees, the management, management department, or any other persons as appropriate to carry out the Company's business or to perform any act on behalf of the committee. In this regard, the delegation of authority within the specified scope of authority must not be a form of authorization empowering the Managing Director, every sub-committee, the Management or any person, to acquire power to consider and approve lists waiting to be voted that may conflict, have interest or any other conflict of interest with the Company or subsidiaries (if any) as defined in the notification of the Capital Market Supervisory Board and / or the Stock Exchange of Thailand And / or any other notices of the relevant department,

except for the approval of lists waiting to be voted that are in accordance with the policies and criteria that the Board has already considered and approved.

7. Providing a good corporate governance policy, Anti-Corruption Policy, Code of Ethics and Business Ethics of the Company, Code of ethics and business ethics for directors, executives and employees to be a guideline for business operations and providing a review of such policies as appropriate one time per year.
8. Supervising and overseeing management And the operations of the Company and its subsidiaries (if any) for it shall be in accordance with the laws, announcements, regulations, policies and related practices, such as the Securities and Exchange Act, the announcement of the Capital Market Supervisory Board, the announcement of the Stock Exchange of Thailand, such as the business practice on connected transaction and the acquisitions or dispositions of important assets as well as taking care of the business operation to not cause conflicts of interest.
9. Giving advice / suggestion and making decisions with prudent discretion based on the matters proposed in the agenda of the Board of Directors' meeting. Outside Directors are ready to freely exercise their discretion in considering and opposing the actions of other directors or the management department in the event that there is a conflict of interest with a significant impact on the Company and shareholders.
10. Arranging for a review of strategy, vision and mission and the shared values of the organization whilst considering the changing environment and encouraging the use of innovation and technology that is appropriate for the business ecosystem, in the meantime, taking into account the needs of customers and stakeholders and also taking into consideration the competitiveness of the business annually.
11. Providing the disclosure of important information accurately, sufficiently, in time and in accordance with relevant rules, standards and practices.
12. The Board may authorize one or more directors or sub-committee or any other person to perform any act on behalf of the Board of Directors however, this practice has to be under the control of the board. The Board of Directors may delegate power to the aforementioned persons to have the powers and duties of the Board as appropriate and within the period of time as the Board deems appropriate but shall be subject to the Board decision in which the Board may cancel, revoke Change or amend the authorized person as appropriate.

Delegating of duties and responsibilities by the Board of Directors must not be in the form that the persons having been delegated duties and responsibilities can approve transactions that themselves or persons who may have conflicts of interest. (Means as specified in the notification of the Securities and Exchange Commission), may have interest r there may be conflicts of interest with the company, except for the approval of transactions in the manner of transactions in accordance with the policies and criteria prescribed by the Board of Directors Or the shareholders' meeting has approved which is in accordance with the law on securities and stock exchange, regulations, announcements or orders or requirements of the Stock Exchange of Thailand or the SEC and / or related laws.

### **The meeting**

1. To hold a board meeting at least one time per quarter by pre-scheduled meetings throughout the year and each committee is informed in advance.
2. Chairman and the managing director jointly considered the matter of the meeting agenda.
3. Arrange for the meeting invitation, the meeting agenda and meeting documents to be sent to the directors at least 7 days before the meeting date in order to have sufficient time to consider the information.

4. Requiring that all the committee members join the quorum when voting on important matters such as the acquisition or disposition of assets of the Company and its subsidiaries which has a significant impact on the Company, investment project expansion, financial management policy and risk management, etc.
5. In the meeting, if any director being a stakeholder in the agenda considered, he or she must leave the meeting before considering the agenda.
6. Every director has the right to propose matters to the meeting agenda, to check the meeting documents and other important documents, if in doubt, other directors and management department must take steps to answer that question.
7. Company Secretary or assignee must prepare the minutes of the meeting completely within the time specified by law.
8. In the board meeting, there must have directors not less than half of the total number of the directors for it will be eligible to constitute a quorum. The decision of the meeting shall be made by a majority of votes.
9. Each director has one vote, if the votes are equal the chairman of the meeting shall have a casting vote.



## **Audit Committee**

### **Composition**

The Audit Committee consists of independent directors to help the Board of Directors and increase management flexibility as well as provide opportunities for management and auditors to discuss possible risks to ensure that the financial reports is accurately disclosed, in accordance with relevant standards and regulations.

The Audit Committee must have at least 3 members, all of them must be independent directors. The Board of Directors will elect one of the Audit Committee to be the Chairman of the Audit Committee.

### **Terms**

- Audit committee(s) hold the office for 3 years each time or same length with taking a position of director. Upon the term of office is completed, the previous audit committee(s) may be re-assigned
- By the time that some audit committee(s)' term of office expire, or the number of audit committees do not meet the requirement, company's directors will assign audit committee(s) immediately or within 3 months since the day that audit committee number does not meet the requirement.

### **Qualifications of the Audit Committee**

The Audit Committee must be appointed by the Board of Directors and / or the shareholders' meeting and must be independent directors with qualifications as specified in the SEC notification as follows:

- Not being a director assigned by the Board of Directors to decide the business operations of the Company, parent company, subsidiary company, associate company.
- Have sufficient knowledge and experience to be able to perform duties as an Audit Committee regarding the assigned mission The Audit Committee must be able to devote sufficient time to the Audit Committee's tasks.
- At least one person of the Audit Committee has the sufficient knowledge and experience to review the reliability of the financial statements. The Company must state such qualifications of whose Audit

Committee in 56-1 and 56-2 form. Also, those qualifications must be specified in the certificate and biography of the Audit Committee submitted to the SET.

### **Remuneration**

The remuneration of the Audit Committee is consistent with their duties, assigned responsibility and in accordance with the best practice guidelines of the Thai Institute of Directors Association. In determining the Audit Committee s' remuneration, the Board of Directors has stipulated rules for determining remuneration for the Audit Committee and sub-committee by considering from.

- 1) the appropriateness regarding the Company performance
- 2) the appropriateness comparable to the company's practiced in the same industry and size and
- 3) the appropriateness according to duties and responsibilities of an individual director

### **Scope of duties and responsibilities of the Audit Committee**

1. To review to ensure that the Company has accurate and sufficient financial reporting.
2. To review to ensure that the Company has an appropriate and effective internal control and internal audit systems and consider the independence of the internal audit department as well as giving approval to the appointment, transfer, and termination of the head of the internal audit department.
3. To review to ensure that the Company complies with the securities and exchange laws, regulations of the Stock Exchange of Thailand and laws related to the Company's business.
4. To consider, select and propose the appointment of an independent person to act as the company's auditor and propose the remuneration of the said person. Attending meetings with the auditors without the management to attend at least once a year, with the auditor considering problems or limitations arising from the auditing and reviewing the financial statements and recommendations from the auditor.
5. To 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 to ensure that the said transaction is reasonable and is of the maximum benefit to the company.
6. To prepare a report of the audit committee to disclose in the company's annual report, which must be signed by the chairman of the audit committee and consist of at least the following information:
  - (A) Comment on the accuracy and completeness. Being reliable of the Company's financial reports.
  - (B) Opinion about the sufficiency of the internal control system of the Company.
  - (C) Opinion on compliance with the securities and exchange law of Thailand and regulations of the Stock Exchange of Thailand or laws related to the Company's business.
  - (D) Comment on the suitability of the auditor.
  - (E) Comment on transactions that may have conflicts of interest.
  - (F) Number of the audit committee meetings and the attendance of each audit committee's meeting.
  - (G) Overall opinion or observation that the audit committee has received from performing duties under the charter.
  - (H) Other transactions which the shareholders and general investors should know within the scope of duties and responsibilities granted assigned from the Board of Directors.
7. To consider and approve the audit plan of the Internal Audit Department. As well as giving opinions supporting the budget and manpower of the internal audit department.

8. To have the power to inspect and investigate relevant persons as needed in various matters as well as requesting company information as necessary to accomplish the duties under the responsibility of the Audit Committee.
9. To have the power to hire specialized experts to assist in the audit work as the Audit Committee deems necessary at the Company's expense.
10. To perform other duties as assigned by the Board of Directors with the approval of the audit committee.

### **The meeting**

1. The Audit Committee has arranged or called a meeting as it deemed appropriate at least 4 times a year. The Audit Committee has had the power to call for additional meetings as necessary with the quorum consists of not less than half of the members of the Audit Committee.
2. The audit committee may invite the management, internal auditors, auditors or other relevant persons on the agenda. Attend a meeting and ask for information as necessary and appropriate.
3. The audit committee should hold a specific meeting with the company's auditors. With no management to attend at least once a year.



## **Nomination and Remuneration**

### **Composition and qualification**

Nomination and Remuneration Committee (Nominating Committee) appointed by the Board of Directors by selecting from certain amount of directors of the Company or a qualified person. In this regard, the independent director shall be the chairman of the Nomination and Remuneration Committee.

### **Terms**

- Nomination and Remuneration Committee (s) hold the office for 3 years each time or same length with taking a position of director. Upon the term of office is completed, the previous Nomination and Remuneration Committee (s) may be re-assigned.
- Appointment of a replacement committee in case of vacant positions, the nomination and remuneration committee will select the members and / or experts. To the Board of Directors for further appointment.

### **Remuneration**

The remuneration of the Nomination and Remuneration Committee is consistent with their duties, assigned responsibility and in accordance with the best practice guidelines of the Thai Institute of Directors Association. In determining the Committee s' remuneration, the Board of Directors has stipulated rules for determining remuneration for the Nomination and Remuneration Committee and sub-committee by considering from 1) the appropriateness considering the Company performance; 2) the appropriateness considering in a manner comparable to the level practiced in similar industries and businesses and 3) the appropriateness considering duties and responsibilities of each member.

## **Scope of duties and responsibilities of the Nomination and Remuneration Committee**

1. To search, select and nominate appropriate persons to assume the position of the Independent Director, the Chairman of the board and the Company's directors whose terms have expired or become vacant, including newly appointed director and proposing it to the Board of Directors and/or Shareholders Meeting for approval as appropriate.
2. To search, select and nominate appropriate persons to assume the position of director in many sub-committees of the Company. Managing Director, senior management and company secretary whose terms have expired or became vacant, including newly appointed director and proposing it to the Board of Directors and/or Shareholders Meeting for approval as appropriate.
3. To determine necessary and appropriate monetary and non-monetary remuneration of the Board of Directors many sub-committees of the Company. Managing Director, senior management each year, by taking into consideration each director's duties and responsibilities, performance, and comparisons against similar businesses, the benefits expected in return from each director and the market situation
4. To determine bonus and annual salary increase rate by considering the Company profit.
5. To consider salary structure and other benefits of the Company.
6. To consider and examine the names of those nominated as directors with the relevant agencies to ensure they are not blacklisted or withdrawn from the lists created by these agencies.
7. Support for minority shareholders nominate persons to be considered for election as directors.
8. In the event that retired member of the Committee has been re-nominated, his achievement, the history of attending the board of directors 'meeting and shareholders' meeting shall be presented to shareholders for consideration as well.

### **The meeting**

1. Nomination and Compensation Committee shall schedule a meeting at least 1 times a year as necessary and appropriate.
2. The agenda and meeting documents must be sent to the Nomination and Remuneration Committee in advance of the meeting.
3. In the meeting of the Nomination and Remuneration Committee, there must be at least half of the committee members attend the meeting to constitute a quorum.
4. The resolution of the Nomination and Remuneration Committee is based on the majority votes of the members attending the meeting. Directors with interests in any matter must not participate in the consideration or resolution.
5. Nominating Committee must report the results of their duties to the Board on a regular basis and preparing annual report of duties for the shareholders in the annual report.



## **The Executive Board of Directors**

### **Composition and qualification**

The Executive Board of Directors is appointed by the Board of Directors by selecting from the committee and a number of qualified executives of the Company.

## **Terms**

- The Executive Committee has a term of office as approved by the Board of Directors, which is 3 years or not exceeding the term of office as the case may be.
- The Executive Board of Directors has a term of 1 year. Upon completion of the said term the Executive Board of Directors members who have completed their term may be re-appointed.

## **Scope of duties and responsibilities of the Executive Board of Directors**

1. To consider strategies and business plans including the management structure and various management powers of the Company to propose to the Board of Directors for further consideration.
2. To efficiently monitor, follow and implement policies and various management guidelines of the Company which have been assigned by the Board of Directors.
3. To consider and approve the annual budget and the investment of the Company prior to presenting to the Board of Directors for further consideration and approval.
4. To consider and propose matters that the Executive Committee deems appropriate, notify the Board of Directors or consider giving approval. Or consider approving
5. To consider the remuneration policy and salary structure of the employees to propose to the Nomination Committee prior to proposing to the Board of Directors for further approval.
6. To have the power to do legal acts binding the Company as stipulated in the Company's policies and procedures Subject to Approve Authority.
7. To perform other operations as assigned by the Board of Directors.

## **The meeting**

1. The Executive Board of Directors' meeting requires at least 6 meetings a year as necessary and appropriate.
2. The agenda and meeting documents scheduled shall be sent to The Executive Board of Directors before the meeting.
3. At the meeting of The Executive Board of Directors at least half of the committee members are required to attend the meeting to constitute a quorum.
4. The resolution of The Executive Board of Directors shall be based on the majority of the committee members who attend the meeting. Committee members with interests in any matter must not participate in the consideration or resolution.



## **Managing Director**

### **Scope of duties and responsibilities of the Managing Director**

1. To supervise the overall operations of the Company to comply with the Company's business objectives and as assigned by the Board of Directors.
2. To formulate business strategies and plans for submission to the Board of Directors and proceed to achieve goals in accordance with business strategies and plans approved by the Board of Directors.
3. To perform and carry out the duties as assigned by the Committee in accordance with the policy of the Board of Directors.

4. To issue an order, regulations, announcements, memorandum for the operations to be in accordance with the policy of the Board of Directors.
5. To approve and / or authorize power regarding juristic acts which will bind the Company in accordance with normal business transactions of the Company including transactions that the Managing Director has been authorized by the Board of Directors to carry out. This shall include any transaction that is not a direct binding on the property of the Company.
6. To coordinate the Management and employees to comply with the business policies and directions from the Board of Directors.
7. To seek new business opportunities and investments relating to the Company's main business to increase income and profit of the Company.
8. To consider the way to use the Company's assets to incur any encumbrances with individuals, companies, stores, or financial institutions to propose to the Board for approval.
9. To consider and approve the payment of normal operating expenses in accordance with the amount approved by the Board of Directors.
10. To consider and approve investment financial instruments and securities to account for the Company in the amount approved by the Board of Directors.
11. To approve the principles of investing in business expansion as well as joint ventures with other entrepreneurs then present to the Board of Directors for approval at the next meeting.
12. To approve important investment expenditure as specified in the annual expenditure budget or which the Board of Directors has approved in principle.
13. To supervise the work of the employees in accordance with policy. Regulations Including operations with good corporate governance principles
14. To promote and develop the knowledge, capabilities and potential of the employees to increase the overall potential of the organization.
15. To consider and appoint various advisor which is necessary for the Company's operations.
16. To consider and approve connected transactions being normal commercial conditions, such as buying or selling goods or services at market prices, charging service fees at the normal rate and giving credit terms like general customers etc.
17. To approve, appoint, transfer and terminate executive level employees.
18. To operate other businesses as assigned by the Board of Directors. However, the Managing Director does have neither the authority to approve matters or any connected transactions that are not considered a normal business condition nor the acquisition or disposal of assets of the Company and/or transactions that the Managing Director or the connected person with any related interest or the conflict of interests with the Company or conflicts of interest in any other way with the Company do with the Company except for those having been considered normal business conditions according to the approved policies and guidelines by approving the transaction according to the policy and criteria approved by the Board of Directors and requesting the shareholders' approval in connection with the transaction and the acquisition or distribution of important assets of the Company in order to comply with the regulations of the SET in such matters.
19. To grant and/or delegate powers to other persons to perform specific tasks on behalf of the Managing Director within the scope of authorization under the power of attorney provided and/or to be in accordance with the rules, regulations or orders that the Board of Directors has stipulated. Therefore, the delegation of duties and responsibilities must not vest in the Managing Director or a delegate so they or the connected persons (As defined in the notification of the Securities and Exchange

Commission or announcement of the Capital Market Supervisory Board) or person with personal interest, or person having conflicts of interest of any character with the Company are able to approve such transactions except for approval of transactions that are in accordance with the policies and criteria approved by the meeting of shareholders or the Board of Directors.



## **Risk Management Working Group**

The Board of Directors has recognized the importance of good corporate governance processes so it has specified the corporate risk management as part of the good corporate governance process that helps the Company achieves the objectives and goals. Risk is an unwanted event to occur however, if that happens, the Company should be least affected from such risk. Therefore, the Company has arranged for corporate risk management by applying the principles of corporate risk management in accordance with the COSO risk management guidelines and framework, becoming a generally accepted risk management standard to be used as a guideline for risk management of the Company.

According to the risk management of the Company, there must have been cooperated from personnel at all levels of the Company, including the Board of Directors, the Audit Committee, high-level executives, personnel under the risk management working group / the risk management working group, line managers / departments / divisions of the Company and supervisors and employees of the Company.

Roles, duties and responsibilities of the Board of Directors, the Audit Committee, high-level executives which related to risk management are

- To have an understanding of the risks of the organization, support, promote the policies or guidelines for risk management.
- To supervise and monitor risk management including establishing an efficient internal control system to ensure that the organization's risk management is sufficient and appropriate.
- To monitor the work of departments related to internal control and risk management.
- To support the implementation of policies or guidelines for risk management and ensures that risk management processes are implemented throughout the organization.

### **The roles and responsibilities of the Company's risk management working group are as follows:**

- To establish risk management guidelines.
- To monitor the development of risk management framework.
- To monitor the process of identification and risk assessment.
- To assess and create risk management plans.
- To report the Audit Committee and the Board of Directors regarding risks and risk management.



## **Corporate Governance and Social Responsibility Working Group**

The Company has assigned the executive board to appoint a working group to oversee the corporate governance and social responsibility by specifying no less than 3 members and the Corporate Governance and Social Responsibility Working Group will select 1 member to be the Chairman of the Corporate Governance and Social Responsibility Working Committee.

**The roles and responsibilities of the Company's corporate governance and social responsibility working group are as follows:**

- The set a direction and focused on cultivating employees to understand the organization's goals and operate with awareness of social responsibility.
- The communicated social and environmental responsibility policies to all employees to understand through the corporate governance policy of the Company which was announced and published for all employees to follow in the same direction.
- Also encouraged employees to participate in various activities for the benefit of society and the environment on a regular basis. In this regard, to raise awareness of participation and create social and environmental responsibility of the personnel within the Company,
- The consider and establish social and environmental responsibility practices that are appropriate for the Company's business operations, financial status and performance of the Company in favor of determining the budget and the type of activities for that year.

The Company has also realized of the guidelines in implementing social and environmental responsibility according to the specified policy then the Company has released a yearly report on compliance with social and environmental responsibility policies for presenting to the management, the Board of Directors and shareholders which will be disclosed in the annual registration statement or will be prepared in the form of a sustainability report to be published every year after being listed on the stock market.

### **Performance evaluation of the Board of Directors, Sub-Committees and Managing Director.**

The Company has provided an evaluation of the performance of the Board of Directors and sub-committees one time a year in contemplation of evaluating the performance effectiveness of the Committees which have been performing according to guidelines on good corporate governance besides, assisting the Committees to review the work issues and obstacles during the past year whilst utilizing the evaluation results to improve the Committees' performance. There has the criteria for evaluating the Board of Directors in term of the committee and individual which covers six topics including structure and qualifications of the Committees, roles, duties and responsibilities of the Committees, the Committees' meetings, duties of members of the Committees, relationship with the management department and self-development of directors and executive development.

Thereafter, the Company secretary will submit the Risk Management Working Group the performance evaluation report of the committees including the Board of Directors, the Audit Committee, the Nomination and Remuneration Committee in order to evaluate the performance of the entire committees and individual committee. The performance evaluation of the Board of Directors and sub-committees can be summarized as follows:

Board of Directors / Sub - Committees	Performance Evaluation of the Board (%)	Performance Evaluation of Individual Directors (%)
The Board of Directors	94.38	93.47
The Audit Committee	98.41	96.21
The Nomination and Remuneration Committee	86.84	87.88
The Executive Committee	85.83	87.88

## Performance evaluation of the Managing Directors

The Company arranges the performance evaluation to the Managing Directors to evaluate the performance in the past year on their leadership, set up and implementation of strategy, planning and financial performance, relationship with the Board of Directors, outsiders, and employees, operational management and relationship with other personnel, succession plan, knowledge on product and service, risk management and internal control, corporate governance and business ethics, personal characteristics based on the assessment guideline provided by the Stock Exchange of Thailand.

The Nomination and Remuneration Committee is the evaluator and the results of the assessment will be considered to determine the appropriate remuneration to Managing Directors. Results of the evaluation for the year 2020, The performance evaluation of the Managing Directors in the "Very Good" category.

## Director Development Plan

The Company encouraged all directors to attend the training courses as recommended by the Securities and Exchange Commission. The Board of Directors of the Company is organized by the Thai Institute of Directors (IOD) such as the Directors Accreditation Program (DAP), the Directors Certification Program (DCP), the Audit Committee Program (ACP), most of the company's directors the course has already passed. In addition, training is encouraged to educate the directors, Audit Committee, Company Secretary and other related persons. The company secretary will be responsible for informing the interesting training program to all directors if a new director is appointed. The director shall be briefed on the nature and business conduct of the Company from the Chairman.

The Company also encourages the Company Secretary and the Secretary of the Audit Committee to attend various training courses and listen / talk about relevant / consistent with the situation and is beneficial to the operation, organized by the Securities and Exchange Commission, Thai Listed Companies Association and other agencies.

The company gives importance to promotion. Development for directors has continuously developed knowledge and therefore has established a policy to encourage directors to continuously improve their knowledge which recommends that the directors be trained in various areas and in the absence or looking for additional knowledge, such as auditing, risk management, corporate governance, etc. The Corporate Governance Committee Recruitment and remuneration and has developed a director development plan in 2019 to develop knowledge in acting as a director regularly.

In the year 2020, the Company's directors Participated in training for knowledge development for 2 persons as follows:

Directors	Position	Training courses / institutions (year 2020)
1. Mr.Sakboworn Pukkanasut	Director / Managing Director	Top Executive Program in Commerce and Trade (TEPCot) (13/2020) University of the Thai Chamber of Commerce
2. Mr. Kasem Techiya	Director	Directors Certification Program (DCP) (292/2020) Thailand Institute of Director Association (IOD)

## **New director orientation**

Board of Directors orientation for all new directors to prepare to perform duties and acknowledge the role Responsibilities of directors, create knowledge and understanding in the overall business and various operations of the company, investment structure, organizational structure, guidelines for the practice of corporate governance, social and environmental responsibility, rules, regulations, business ethics policy of the company as well as compensation, benefits and various welfare.

## **Nomination and Appointment of Directors and High-Level Executives**

The Company has had personnel preparation/professional development policies in favor of preventing shortage of personnel in important positions in the organization in the future. The succession plan has been established for continuity of the work and organizational management. The succession plan initiating with the Management Level in furtherance of preparing the manpower and potential personnel being capable of efficiently taking important positions of the organization, meeting the objectives and supporting the sustainable growth of the Company.

### **Recruitment and Appointment of Directors**

The Nomination and Remuneration Committee will select and nominate suitable individuals for various positions, including directors, committee members in sub-committees thereafter proposing to the Board of Directors.

### **Recruitment and Appointment of High-Level Executives**

According to the succession plan, the Company has had guidelines for succession for 2 key management positions, including the Managing Director and Deputy Managing Director of Accounting and Finance which is summarized as follows:

#### **Managing Director**

Responsibilities: Setting policy, direction and management of the Company, planning strategies and managing overall performance to meet the objectives and goals in order to create long-term value and benefit for the stakeholders of the Company.

Qualifications and Experience: Minimum, master's degree in Business Administration, Marketing Economics or other related fields with at least 15 years of overall work experience, having previously held a position as a high-level executive of the organization for at least 5 years.

Position-Specific Qualifications: visioning, organizing, carrying the ability to empower and motivate others, acquiring the ability to build a network and partnership and possessing knowledge regarding sustainable development organization.

#### **Deputy Managing Director of Accounting and Finance**

Responsibilities: preparing and submitting quarterly and annual financial statements in accordance with Financial Reporting Standards and the regulations of the Stock Exchange of Thailand as well as the Office of the SEC. Managing financial, planning budget and investment, analyzing financial and investment expenses in accordance with the policies and goals of the Company.

**Qualifications and Experience:** Minimum, master's degree in Financial Management, Accounting, Economics or other related fields with overall work experience of not less than 12 years, having previously held a position as a high-level executive of the organization for at least 5 years.

**Position-Specific Qualifications:** acquiring the analytical and systematic thinking, having the ability to build teamwork, obtaining the ability to manage risk, acquiring conflict management and negotiation skill and possessing knowledge of the financial and investment reporting standards in various forms.

## **Control and Supervisory of Subsidiaries, Associate Companies and Joint Ventures**

The Company has set policy on supervisory and management of subsidiaries, associate companies and joint ventures with the objective to define both direct and indirect measures and mechanisms for supervising and managing the subsidiaries, associate companies and joint ventures as well as monitoring for subsidiaries, associate companies and joint ventures in order to be certain that measures and mechanisms established have been implemented in the same practice as in the Company departments in consideration of protecting the interests of the Company's investments in the said subsidiaries, associate companies and joint ventures with details as follows:

1. The Company will send its representative to position as a director of each subsidiary, associated companies in order to oversee subsidiaries, associate companies and joint ventures to comply with the good corporate governance policy as well as other policies of the Company. However, considering the suitability of each company, the approval of the Board of Directors must be obtained prior to sending a representative positioning as a director therein.
2. In the event that entering into the transaction or any operation of a subsidiary is considered as an acquisition or disposition of assets under the Notification of Acquisition or Disposal of Assets or it is a connected transaction according to the announcement of the related connected transaction which will lead the Company to request approval from The Board of Directors Meeting and / or requesting approval from the shareholders meeting or the relevant department according to the law prior to entering into such transaction or operation. As a consequence, prior to entering into the transaction or operation in concern, the subsidiaries must obtain approval from the Board of Directors Meeting and / or requesting approval from the shareholders meeting or the relevant department according to the law (as the case may be).

In addition, in the event that entering into the transaction of subsidiaries or occurrence of certain event occurs to subsidiaries which will impose the Company duty to disclose information to the Stock Exchange of Thailand in accordance with the rules and regulations, the representative directors of the said subsidiaries must notify those events to the management department of the Company as soon as they have noticed that the subsidiaries had plans to enter into the transaction or the said event occurred.

3. The Company requires that the Board of Directors and executives of subsidiaries, associate companies and joint ventures has significant scope of duties and responsibilities in accordance with relevant laws, such as disclosing information about financial status and performance to the Company by applying relevant notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand, mutatis mutandis, much as the Company does. Furthermore, there must be the disclosing and submitting information of personal interests of its own and connected persons in order to acknowledge the Board of Directors of the relationship and transactions which may cause conflicts of interest between the Company and associate companies and joint ventures in favor of avoiding transactions that may cause conflicts of interest.
4. The Company will consider and establish the necessary operation plan to ensure that subsidiaries, associate companies and joint ventures will certainly disclose information about the performance and financial status. In addition, the Company will intendedly take the necessary actions and monitor the subsidiaries, associate companies and joint ventures regarding sufficient and appropriate information disclosure process and internal control systems. Last but not least, the Company will establish policies or improve the business of subsidiaries, associate companies and joint ventures to develop and grow continuously.

## **Internal Controls in Management Information System**

The Company realizes the importance of Confidentiality of Information concerning the Company and its customers which may have an impact on business operations, both commercial and legal aspects. Therefore, the Company has established the Company and customers information confidentiality policy which can be described as follows:

### **Policy on dealing with of internal information based on methods and guidelines established.**

1. The Company requires that directors, executives, and employees must not disclose confidential information of the Company to anyone outside of the Company or seek to benefit from for themselves or for others, whether directly or indirectly and whether or not they will be awarded.
2. The Company requires that directors, executives, and employees must not trade, transfer or receive the Company's securities and they must not enter into any other juristic acts using confidential information and / or the Company's internal information which will cause damage to the Company whether directly or indirectly.
3. The Company provides knowledge to directors and executives concerning the duty to report the securities holdings of themselves, their spouses and their children who have not yet become sui juris to the Office of the Securities and Exchange Commission under Section 59 and penalties under Section 275 of the Securities and Exchange Act B.E. 2535.
4. The Company requires directors and executives to report the holdings of securities issued by the Company of themselves, their spouses and their children who have not yet become sui juris to the Company secretary in order to submit to the Office of the Securities and Exchange Commission accordingly within 30 days from the date of being appointed to the position.
5. The Company requires directors and executives to notify changes regarding the holdings of securities issued by the Company to the Company as well as report such changes to the Office of the Securities and Exchange Commission within 3 working days from the date of purchase, sale, transfer or acceptance of transfer in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 and for further public distribution.
6. The Company requires that directors, executives, executives in accounting or financial positioning as assistant managing director or higher or equivalent to the said position and related employees who were informed of the substantial internal information which will affect the price of securities, must suspend the trading of the Company's securities prior to the distribution of the information regarding financial statements, financial status and the Company status which means the period of 30 days before and until the date of the company's financial statements and performance will be disclosed to the public both quarterly and annually and a period of 24 hours after the information has been disclosed to the public.
7. The Company has established disciplinary action for those seeking benefits from the use of internal information of the Company or to use or disclose in the manner that will cause the damage to the Company whether directly or indirectly. The Company uses a range of disciplinary procedures depending on the severity of the transgression so it can be described as verbal warning, written warning, disciplinary probation, involuntary termination as the case may be, etc.

## Guidelines for the disclosure of internal information

Directors, executives, employees and the relevant personnel of the Company who sometimes have to deal with information and documents that cannot be disclosed to other people or they are a trade secret such as internal information that has not been yet disclosed in the stock market, information about bidding, work plans, numbers, inventions, etc. which are considered the rights of the Company. Protecting information stated herein is therefore extremely important for achieving current and future Company objectives as well as job security of all personnel.

Personnel at all levels of the Company is responsible for maintaining the confidentiality and information security in order to protect confidential information and to prevent confidential information from being accidentally disclosed.

All relevant Company information releasing outside of the Company or to the public must only be approved by Managing Director the chief executive officer or the person assigned by the Company. In addition, the Company provides a central unit that provides information to the public as well as takes responsibility for Investor Relations. This central unit will cooperate with all department to summarize information as the company profile in order to release to the public subject to the approval of the Managing Director or the person assigned by the Company.

## Practices for the use of internal information

As the Company has many related parties and stakeholders, therefore, it must act to be equitable and fair to all equally. In pursuance of preventing illegal acts, personnel at all levels of the Company as well as all relevant persons who have been informed or may have been informed the internal information that has not yet been made to public should avoid trading in the securities of the Company which they are directors or executives of that company. Nevertheless, in the case that they decide to trade the Company's securities, it should be practice with caution by means of not using internal information that has not been disclosed in the Stock Exchange for trading and accordingly, they should report the trading of that security after the trading process is completed by complying with the rules and regulations of the Stock Exchange of Thailand And the Securities and Exchange Commission. Thus, in furtherance of ensuring that the policy implementation is completed, The Company therefore has established preventive measures as follows

1. To restrict access to non-public information, so only the highest level management as possible will have access however they may disclose such information to the employees of the Company only as necessary to know whilst informing employees that the information is confidential and has restrictions on their use.
2. To establish a workplace security system to protect files and confidential documents.
3. The owner of the information that has not yet been made public must notify the relevant parties to strictly according to the security procedures.

## Audit Committee with Experience and Knowledge of Accounting and Finance

**Mr. Saran Supaksaran**, was the Chairman of the Audit Committee who has had sufficient knowledge and experience in accounting and finance to be able to review the credibility of the Company's financial statements, with experience in reviewing financial statements as follows.

### Work Experience and Training Record

Master of Science in Finance Chulalongkorn University
Bachelor of Accounting, Thammasat University
Training: Director Accreditation Program (DAP) 114/2558 / Thai Institute of Director Association (IOD)
Training: Audit Committee Program (ACP) 25/2560 / Thai Institute of Directors Association (IOD)

## **Work Experience**

<b>Time</b>	<b>Position / Company</b>
2014 – Present	Director / Independent / Audit Committee / Rajthanee Hospital PCL.
2015 – Present	Director / Independent / Audit Committee / Rajapruek Hospital PCL.
2018 – Present	Independent / Audit Committee / Vending Corporation Co., Ltd
2015 – Present	Director / Bunchikij P&S Consolidation Co., Ltd.
2013 - 2015	Director of Federation of Accounting Professions

## **Auditor's remuneration**

For the year ended 31 December 2018, 31 December 2019 and 31 December 2020, the remuneration was paid to the auditor including audit fee, non-audit fee such as photocopy, overtime, and travelling expenses. The details can be summarized as follow:

<b>Detail</b>	<b>Unit: Baht</b>		
	<b>Year 2020</b>	<b>Year 2019</b>	<b>Year 2018</b>
1) Audit Fee	1,450,000	1,380,000	1,260,000
2) Non-Audit Fee	40,000	252,100	39,560

## **Internal Control and Risk Management**

### **Internal control**

The Board of Directors adhere to the importance of the internal control system therefore it has established an internal control system covering financial, management, operations to be efficient and effective as well as complying with relevant laws, regulations and policies. The Company focus on continuous development to comply with the guidelines of the COSO (The Committee of Sponsoring Organization of Treadway Commission) and the said guidelines has been applied in order to develop the internal control and risk management of the Company to be better and to ensure that the various operations of the Company will be efficient and most productive.

The Company has had a risk management working group to oversee the Company's risk management which consists of heads in each department who will systematically, efficiently and effectively oversee risk management of the organization. The working group then has implemented the risk management policy approved by the Board of Directors by assessing and evaluating risk, analyzing risk factors that affect the organization both external and internal factors, establishing a risk management plan for the department, reporting and following-ups in order to present to the executives which will be implemented throughout the organization and used to control corporate risks.

For internal control and internal auditing to cover all aspects, the Company adheres to the 5 components of internal control as follows:

#### **1. The organization and control environment**

- 1.1 Organizational structure, dividing the chain of command as well as specifying duties and responsibilities clearly.
- 1.2 Establishing clear policy, target, direction and business plan of the Company as well as taking care of the business in accordance with the set goals.
- 1.3 Establishing policies, regulations, and rules of the Company clearly In order to use as the principle and operation guidelines conducive to prevent damage might occur or prevent when any employee does not exercise any of his functions.
- 1.4 Preparing codes of ethics and business ethics of the Company and of employees which will publish in order to acknowledge and induce cooperation from the executive directors, employees at all levels and relevant persons to follow correctly and appropriately.
- 1.5 Preparing Job Descriptions to gain an understanding of roles and responsibilities.

- 1.6 Providing training course pursuant to develop personnel to acquire knowledge, skills, and experience.

## **2. Risk Assessment**

The Company adhere to the importance of business risk which is an uncertainties or unexpected events, which are beyond control a company or organization has to factor(s) that will lower its profits or lead it to fail. The Company therefore requires all departments to assess the underlying risk in the department and then control that risk at an acceptable level by constantly assessing risks.

The Company internal audit will focus on risk based audit (Risk Based Audit) by assessing the job risk and selecting high-risk jobs to plan the audit which will help the inspection be effective.

## **3. The Management Control**

The Company will provide the efficient and effective internal control activities which sufficient and appropriate by focusing on control activities in a preventive manner, searching for, solving or replacing, which will reduce damage or mistakes that may occur and will be able to reach achievement of internal control objectives. The internal control activities will be in the forms of risk control policies, plans, budgets, procedures and operational procedures as well as organizational structure, division of duties, authorization, etc. The directors, executives and employees at all levels must cooperate and strictly comply with the rules, regulations, orders or announcements.

## **4. Information technology and communications**

- 4.1 The Company provides sufficient and up-to-date use of necessary information technology which must be accurate, clear, and easy to understand and current.
- 4.2 The Company provides communication between executives and operators or between departments for their understanding and coordinate operations by regularly arranging staff meetings.

## **5. Monitoring**

The Company regularly monitors, reviews, and evaluates internal controls by engaging internal auditors who have no relationship with the operation or departments such as internal auditors etc. The internal auditors will reports to the audit committee and the management of the Company. In the case that the process or control is weak, the management is responsible to consider and determine the control procedures to solve those problems systematically and continuously.

The independent internal auditors will report directly to the audit committee to help the audit committee and the Board of Directors ascertaining that the main operations and important activities of the Company exhaustively and efficiently proceed according to the specified guidelines.

To ensure the efficiency of the internal control, the Company has engaged Resourceful Co., Ltd. as the Company's internal auditor. In 2020 and Ms. Pasuwadee Bubpha, CIA, is the head of the internal auditor whose the qualifications is presented in Attachment 3. The internal auditor has reported directly to the Audit Committee on a quarterly basis by providing advices and audits, the assessment of internal control system and risk management system to ensure that those systems performs efficiently and adequately in accordance with the objectives stipulated.

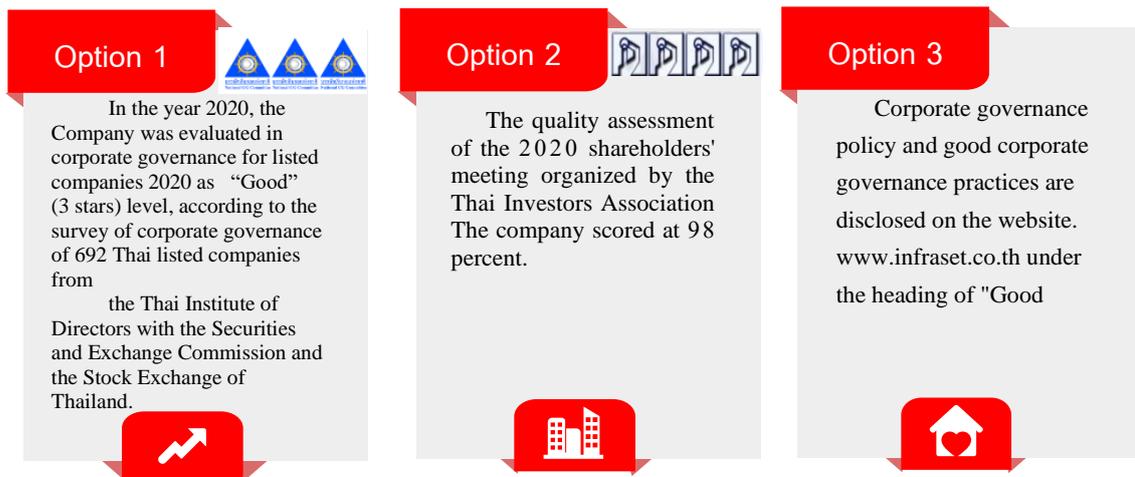
Resourceful Co., Ltd. proposes the 2020 internal audit plan with details as follows:

Internal Audit Year 2020	Internal audit list 2020
1. Internal Audit No. 1/2020	<ul style="list-style-type: none"> <li>● Project management system</li> </ul>
2. Internal Audit No. 2/2020	<ul style="list-style-type: none"> <li>● Estimate of accrued expenses</li> </ul>
3. Internal Audit No. 3/2020	<ul style="list-style-type: none"> <li>● Human Resource Management System</li> </ul>
4. Internal Audit No. 4/2020	<ul style="list-style-type: none"> <li>● Procurement and procurement system</li> <li>● Evaluation of internal control components               <ul style="list-style-type: none"> <li>- Environmental assessment</li> <li>- Risk assessment</li> <li>- Control activities</li> <li>- Information and Communication</li> <li>- Tracking system</li> </ul> </li> <li>● Sales and marketing system               <ul style="list-style-type: none"> <li>- New customer registration and credit consideration</li> <li>- Approval power table</li> <li>- Project cost estimation</li> <li>- Order of approval of documentsการจ่าย Incentive</li> <li>- Assessing customer satisfaction</li> <li>- Company website</li> </ul> </li> </ul>

# Corporate Governance

## Corporate Governance Policy

Board of Directors was conscious of the good corporate governance which has induced transparency in business operation and increased the competitiveness of the business as well as increased the confidence of shareholders, investors and other stakeholders. With reference to the good governance regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission, the Board of Directors has employed the afore-mentioned regulations as a factor in enhancing the effectiveness of organization management system, creating transparency in business operation, encouraging business ethics in workplace, establishing various internal control systems, centralizing on the shareholders and maintaining benefit of the shareholders. The Board of Directors has reviewed its principles and methods with reference to the Corporate Governance Code at least 1 time a year.



The Board of Directors has considered and reviewed the good governance policy with respect to the 2017 good corporate governance policy for listed company conforming to good corporate governance policy of the Stock Exchange of Thailand and the Securities and Exchange Commission referring to the definition “Corporate Governance” of G20/OECD Principles of Corporate Governance consisting of eight categories which can be described as follows:

- Section 1. Recognizing role and responsibilities as the leader of the organization who creates value for sustainable business
- Section 2. Specifying business objectives and major goals for sustainability
- Section 3. Strengthening the effectiveness of the Board of Directors.
- Section 4. Recruiting and developing of High-Level Executives and Managing of personnel.
- Section 5. Promoting innovation and operating business with responsibility.
- Section 6. Ensuring that there is an appropriate risk management and internal control system.
- Section 7. Maintaining financial reliability and disclosing of information.
- Section 8. Supporting participation and communication with shareholders.

## Section

## 1

**Recognizing role and responsibilities as the leader of the organization who creates value for sustainable business.**

- The Board of Directors has set the objectives and goals of the Company, and has defined strategies concerning operational policies, key resources allocation in order to achieve the Company's objectives and goals. The Board of Directors also has monitored, evaluated, and reported the Company performance as well.
- The Board of Directors has established policy regarding operational guidelines for directors, executives and employees which will assist the Company in term of competing with other businesses and achieving good long-term performance, implementing appropriate business policies and practice to the Company, contributing benefit to society and reducing environmental impact. The Company also focuses on a follow-up of the policy implementation as well as provides regular policy reviewing.
- The Board of Directors has had a duty to ensure that directors and executives perform their duties with responsibility and prudence while maintaining their honest to the organization, also overseeing operations in accordance with the laws, regulations and resolutions of the shareholders' meeting for the greatest benefit of the Company.
- The Board of Directors has had an understanding in the scope of their duties and responsibilities and they has clearly set the scope of duties and responsibilities for the managing director and management of the Company as well as followed up the operations of the managing director and management.

## Section

## 2

**Specifying business objectives and major goals for sustainability.**

The Board of Directors has specified the vision, mission, and values of the organization. The Board of Directors has also specified strategies, goals and annual operational plan requiring the Company's personnel to comply with so the Company would reach its goals within the specified period and it would promote the sustainability.

**Vision:**

To be one of three experts in the business area of telecommunications and computing infrastructure within 5 years.

**Mission:**

Responding to customer's needs and wants through the highest quality of service, maximizing shareholder value appropriately as well creating a long-term and sustainable shareholder wealth. Raising business competence by actively pursuing the development of professional and focusing on improving employees' quality of life, meeting the expectation of all stakeholders in business sector by dedicating to doing what is appropriate and reliable for the Stakeholder also committing to conducting business under good corporate governance.

**Corporate Values:**

The Board of Directors, executives and employees are all drive the Company's strengths whilst they are ready to learn and challenge new things, always enjoy working so a strong corporate culture will lead the Company to reach the goal securely.

In addition, the Board of Directors will ensure that objectives and goals as well as the annual operational strategy or plan mentioned above consistent with the achievement of the objectives and main goals of the Company. The Company also has taken into account environmental factors, opportunities and acceptable risks by employing innovation and technology appropriately and safely. Henceforth, the Board of Directors will convey the main objectives and goals of the Company through strategies and plans which will be informed throughout the organization.

**Section****3****Strengthening the effectiveness of the Board of Directors.**

- The Board of Directors consists of directors with appropriate qualifications beneficial to the Company's operations. There must be at least one out of the 3 of total number of directors have to be an independent director but not less than 3 persons. The number and qualifications of independent directors shall be in accordance with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. Furthermore, the Board of Directors shall ensure that independent directors are able to work efficiently with all committees and can express opinions independently.
- Details concerning the Board of Directors, qualifications of directors, tenure, authority and responsibility, performance evaluation have been specified in the charter of the various committees of the Company. In addition, the directors' information, number of years in the position and holding positions in other listed companies must be disclosed in the annual report and on the company's website as well.
- The Board of Directors has appointed the Nomination and Remuneration Committee.
- (Nominating Committee) in order to consider the criteria and methods of recruiting people in order to acquire qualified directors that will contribute to the effectiveness of the Committee. In this regard, the role of the Nominating Committee has already been specified in the charter of the said committee.
- The Board of Directors will oversee and supervise that every director is responsible for performing duties and allocating sufficient time by specifying in the charter and notifying all directors. The Board of Directors will also specify the appropriate number of listed companies that each director can hold his position as well as determine the number of attendances in the meetings so the directors will perform their duties effectively and efficiently
- Establishing investment policies and performance evaluation policy regarding the operations of subsidiaries, associate companies and joint ventures.
- Arranging for the performance evaluation of the Board of Directors, sub-committee and individual directors at least once a year.
- Supporting all directors to acquire knowledge, understanding and enhance operational skills regarding roles and responsibilities, nature of business and related laws.
- Arranging meeting schedule and meeting agenda in advance so the directors can arrange the time and attend the meeting.

In this regard, the Company has appointed the company secretary to perform duties relating to the meeting of the Board of Directors, shareholder meeting, to support the operation of the Board of Directors as well as to coordinate to ensure that all resolutions have been implemented and complied with. The company secretary must have the knowledge and experience necessary and appropriate to support the work of the Board and should obtain continuous training and knowledge development which is beneficial to the performance of duties.

**Section****4****Recruiting and developing of High-Level Executives and Managing of personnel.**

- The Board of Directors has assigned the Nomination Committee to consider the criteria and methods for recruiting suitable persons for the position of managing director. However, the Board of Directors has specified the qualifications of the managing director, high-level executives, succession plan, with details as according to the policy on recruiting executives to inherit important positions of the Company,
- The Board of Directors will oversee that the remuneration structure and the evaluation of high-level executives have been carried on appropriately by comparing to the duties, responsibilities, and estimated remuneration level among other businesses in the same industry, the company performance as well as performance and capabilities of each high-level executive.
- The Board of Directors will ensure that the structure and shareholder relations are not a barrier to the Board's operation. In the case of a change of director or a new director, the Board will inform new directors of business character and business direction accordingly.

- The Board of Directors will monitor the management and development of personnel regarding the number of personnel, knowledge obtained, skills, experience and appropriate motivation. Besides, the Board of Directors will promote the training and educating for those involved in the corporate governance system of the company such as directors, audit committee, executives and company secretary.

## Section 5 Promoting innovation and operating business with responsibility.

The Board of Directors was conscious of the importance and the support of innovations development since it creates business value and contributes to the company's sustainable growth. In the meantime, the Company has created mutual benefits for the Company, customers, business partners or related parties and adhere to its responsibility to society and the environment. The Company also has allocated and efficiently managed resources. The Board of Directors will promote innovation then will monitor and encourage the management to use innovation as part of the operational development strategy and to use it to define business model and thinking methods, improve operational process, manage the information technology management as well as supervise the risk management for the Company will be able to achieve objectives, business strategy and the main goal. In this regard, the guidelines for each group of stakeholders are as follows:



**Shareholder:** The Company is determined to operate the business to ensure sustainability in order to increase the value of the Company so it will benefit the shareholders with good returns they have expected.



**Employees:** The Company will ensure that all employees' capabilities will be promoted and developed to their fullest. The Company also has provided fair employment conditions, appropriate compensation and channels for commenting moreover providing good welfare and a good working environment. Last but not least, the processes of hiring, appointing, transferring and considering punishment must be considered based on fairness.



**Customers:** The Company is committed to providing quality service which will meet the standards required, being punctual, offering a variety of services and abiding strictly by the agreement to meet the needs of customers both short and long term and to build customers confidence and maximum satisfaction in the service.



**Business Partners:** The Company will respect the rights and treat all partners with equality and fairness also strictly fulfilling the contract or various conditions agreed. In addition, the Company has had guidelines for monitoring and evaluating business partners for sustainable business development.



**Community, society and environment:** The Company brings business knowledge and experience to develop projects that can materially benefit the community. For the environmental aspect, the Company will ensure that the Company will not cause a negative impact on the environment.



**Competitors:** The Company will operate the business openly, transparently and the Company will not initiate an unfair competition or encourage corruption.

**Section****6****Ensuring that there is an appropriate risk management and internal control system.**

- The Board of Directors has appointed the Audit Committee to oversee and supervise the Board of Directors regarding its operational duty towards the Company. Moreover, the Audit Committee will also provide honest opinions on financial reports, internal control system and risk management so the Company will effectively achieve the objectives desired. Besides, the Audit Committee will provide opportunities for management and auditors to have consultations in order to manage potential risks and for the financial report to be reliable. The scope of duties and responsibilities of the Audit Committee is specified in the Audit Committee Charter.
- The Board of Directors has established a risk management policy and appointed a risk management working group to oversee the company's risk management.
- The Board of Directors will monitor and resolve the issues concerning the conflicts of interest that may occur among the Company, management department, Board of Directors and shareholders. The Board will assure that there have measures or methods in contemplation of preventing improper use of the property, information and opportunities of the Company as well as dealing with doing transactions improperly with persons who have a relationship with the company. Furthermore, the Board of Directors should establish anti-corruption policies and guidelines subsequently.
- The Company has established the reporting system encourages the disclosure of any potential violations or corruption and the Company also provides employees and third parties with the opportunity to make a report through a dedicated channel, anonymously. Thereafter, the Audit Committee will order the investigation and find a solution (if any) and report to the Board of Directors in the future. Reporting of corruption complaint has been stated in the anti-corruption policy.

**Section****7****Maintaining financial reliability and disclosing of information.**

- The Board of Directors adhere to the importance to the disclosure of financial information that is accurate, sufficient, timely, by ensuring that there will be sufficient number of personnel involved in the preparation and disclosure of information who have knowledge, ability and are suitable for their responsibilities. Besides, the Board of Directors will ensure that the disclosure of information, financial statements, annual report, Form 56 - 1 and preparation of Management Discussion and Analysis (MD&A) have adequately reflected financial status and performance of the Company.
- The Board of Directors will monitor the adequacy of the company's liquidity and Long-term debt paying ability. In which the management has to regularly report to the Board of Directors and there must be a discussion between the management and the Board of Directors to find a solution in the event that there have business factors indicating liquidity problems.
- In the event that the Company experiences financial problems or is likely to encounter such problem, the Board of Directors will ensure that the Company has a plan, having been considered in consideration of the reasonableness of the afore-mentioned plan, creditors and right of all stakeholders.
- The Board of Directors will prepare a sustainability report as appropriate. By considering the appropriateness of disclosure, legal compliance Code of Conduct Anti Corruption Policy Treatment of Employees and Stakeholders. Including social and environmental responsibility and taking into account a nationally or internationally recognized reporting framework. Which may be disclosed in the annual report Or prepared as a separate book as appropriate.
- The Company has recruited the Investor Relations officers to appropriately, equally and timely communicate with shareholders and other parties. In addition, these officers will be responsible for disseminating of the Company information, financial information and general information of the Company to the shareholders, Securities Analyst, credit rating companies and relevant government agencies through various channels for instance reporting to the Securities and Exchange Commission and The Stock Exchange of Thailand as well as publishing on the Company's website etc.

- The Board of Directors will promote the use of information technology in the dissemination of information. The Board of Directors is also conscious of importance of disclosing information regularly for the shareholders to receive regular news via the Company website. However, the said information has to be kept up to date.

## Section

## 8

### Supporting participation and communication with shareholders.

- The Board of Directors will ensure that Shareholders are involved in the decision-making on important matters of the Company so meeting invitations letter along with relevant documents will be sent to them meanwhile having been published on the Company's website prior to the meeting date according to the period specified by relevant laws or relevant regulations so the shareholders will have time to study the information in advance of the meeting date. The Company will specify the criteria for minority shareholders to propose additional meeting agenda. And nominate a person to be a director.
- The Board of Directors will ensure that the proceedings on the shareholders' meeting proceed with transparency, efficiency and efficiency allowing shareholders to exercise their rights equally so they can freely express their opinions, offer suggestions or asking questions on related agenda at their discretions prior to voting on any agenda and prior to all directors and relevant executives will attend the meeting to answer the questions of the shareholders at the meeting
- The Board of Directors will oversee the disclosure of the resolutions of the meeting and the preparation of the minutes of the shareholders' meeting correctly and completely according to relevant rules and regulations.

## Rights of Shareholders

The Board of Directors values and respects the rights of all Shareholders equally and encourage Shareholders to fully exercise their rights especially the basic rights of Shareholders namely the right to sell, buy or transfer shares; the right to receive the profit sharing; the right to receive sufficient information; the right to propose agenda and nominate a person to be a director of the Company; the right to attend Shareholders' meeting to vote for appointing and removing directors; the right to freely express opinions in the meeting; the right to approve the remuneration of directors; appointment of auditor and any other significant matters that would impact the Company e.g., dividend payment, amendment of the Article of Association and the Memorandum of Association, capital reduction or capital increase including approval of any transactions that would impact on the direction of the Company's business. The Company shall not do any activities that violate or restrict Shareholders' rights. The Company sets the policy on Shareholders' rights as follows;

### 1. Right of sharing profit

The Company has a dividend payout policy to Shareholders not less than 40% of net profit after tax.

### 2. Right to have information

In 2020, the Company provided essential, accurate, adequate, reliable information to Shareholders in timely manner and ignored any actions that limits the opportunity of Shareholders to access the Company's information.

- In 2020, the Company provided essential information to Shareholders and general investors according to the laws and regulations of the Stock Exchange of Thailand through SET Portal and published other information through the Company's website ([www.infraset.co.th](http://www.infraset.co.th)) which is a channel that can be accessed easily and conveniently.

- The Company regularly presented the operational performance, financial and non-financial information to analysts, investors and shareholders every quarter regularly and also provided the opportunity to meet the executives to ask questions to create better understanding in the business and strengthen the relationship between the Company and analysts, investors and shareholders throughout the year.

Investor Relations Activities in 2020	จำนวนครั้ง
Analyst Meeting	11
Meet the press	12
Local Roadshow	3
SET Opportunity Day	1
Annual General Meeting of Shareholders 2020	1

### 3. Right to attend the meeting

The Company has the policy for all Shareholders, including Institutional Investors, to exercise their right to attend the meeting and vote at most convenience and strictly avoid any activities that restrict Shareholder's opportunity to attend the meeting. The Company has set the guideline for organizing and conducting the Shareholders' meeting as follows;

- The Board of Directors oversees the information of date, time, venue, agenda of the meeting with explanations and reasons for each agenda is provided in the invitation letter including takes care of having the meeting venue convenient for traveling.
- The Board of Directors recognizes and respects the rights of Shareholders and shall not do anything that violates or reduces the rights of Shareholders and takes care of the interests of Shareholders fairly as well as supports and encourages all groups of Shareholders; Thai Shareholders, Foreign Shareholders, Individual Shareholders, Major Shareholders or Institutional Shareholders, to exercise their rights to access to information sufficiently and timely and the right to attend the Shareholders' meeting to determine the direction of operation and consider on matters that have a significant impact on the Company.
- The Board of Directors shall not add any additional agendas or change any significant information without prior notice, particularly, important agenda that Shareholders need to study carefully before making decision.
- The Board of Directors invites Shareholders to propose agenda for Annual General Meeting, submit question in advance and nominate persons to be elected as directors before meeting date through the Company's website and SET Portal.
- During the meeting of Shareholders, Shareholders shall have the right to ask questions and express their opinions in the meeting freely. The Chairman of the meeting shall allocate the appropriate time for question and inquiry.
- The Board of Directors promotes the use of technology in the Shareholders' meeting in order to ensure accuracy, transparency, and voting in each agenda. Shareholders shall have the right to vote by agenda separately. For the agenda of election of directors, Shareholders shall vote for election of directors individually.
- The Board of Directors provides Shareholders the right to approve the remuneration of directors every year and proposes policies and criteria for remuneration of each director by considering the responsibility, income and profit of the Company including the number of directors as well as comparing the remuneration of directors in other companies, which are the same or similar size in the same industry
- The Board of Directors disclosed the resolutions of the 2020 Annual General Meeting of Shareholders for the public to be informed about the voting results in each agenda in both Thai and English through the SET Portal system of the Stock Exchange of Thailand and published on the Company website on the meeting date, after the meeting.

In 2020, the Company organized Annual General Meeting of Shareholder to allow Shareholders to exercise their rights as follows;

## **Annual General Meeting of Shareholders**

The Board of Directors requires that the Annual General Meeting of Shareholders shall be held every year within 4 months from the end of the Company's fiscal year and if there is a need to consider the special agenda related to rights and benefits of Shareholders, the Board of Directors will call an Extraordinary General Meeting of Shareholders as necessary and appropriate.

The Company has strictly complied with the laws along with good corporate practices according to the AGM Checklist of the Thai Investors Association and also taking into account the rights of Shareholders and equitable treatment of Shareholders in accordance with the principles of good corporate governance.

In 2020, the Annual General Meeting (AGM) of Shareholders was held on 17 June 2020\* at 13:30 hrs. at the Company's Meeting Room. As the AGM was held during the COVID -19 pandemic, measures and procedures to protect attending shareholders and those involved in the meeting had been imposed to protect them and to mitigate the risk from potential spread. The Company duly informed shareholders of the measures in advance of the AGM, restricted the number of attending shareholders and requested cooperation from shareholders to authorize proxies to Independent Directors instead, channels to propose any queries before the AGM were provided for as well as safety measures for the attendants, such as the COVID-19 Screening Form to be filled, 1-meter social distancing from all directions, mask-wearing throughout the meeting, and screening before entering the meeting venue. Food and refreshment were not offered to reduce the risk of the spread.

Remarks: \* The AGM was postponed from 22 April 2020 due to the COVID-19 pandemic.

## **Before the date of Annual General Meeting**

- The Board of Directors at Meeting No. 1/2020, on 21 February 2020 approved the date of the 2020 Annual General Meeting (AGM). Accordingly, INSET informed the Stock Exchange of Thailand to disseminate the meeting's resolution on the date of 2020 AGM (22 April 2020), the record date and topics of the agenda on the same day, about two months prior to the date of the AGM. However, due to the COVID-19 pandemic, the AGM was postponed and the Board at Meeting No. 2/2020 on 7 April 2020, rescheduled the AGM to 17 June 2020, and the record date as required by laws;
- Due to the COVID-19 pandemic, delivery and posting period on INSET's website of the notice of the meeting and supporting documents, both in Thai and English, was shortened from the previous 30 days before the date of the AGM, but in the new meeting, the company has performed as follows :
- The Company published the notice of the Annual General Meeting of Shareholders and the Proxy form A, B, C on the Company's website since 2 June 2020, 16 days prior to the meeting date so that Shareholders would have time to study information and submit inquiries to the Company in advance, including having the opportunity to appoint independent directors or other persons attending the meeting on their behalfs in the event that they.
- The Company provided an opportunity to Shareholders to propose agenda of the meeting and nominate qualified persons to be considered as a directors from 14 May 2020 - 31 May 2020 prior to the meeting date. The Company announced the criteria and procedures on the Company's website and informed via SET Portal of the Stock Exchange of Thailand. There was no Shareholder proposing the agenda and the person to be elected as a director in any way.

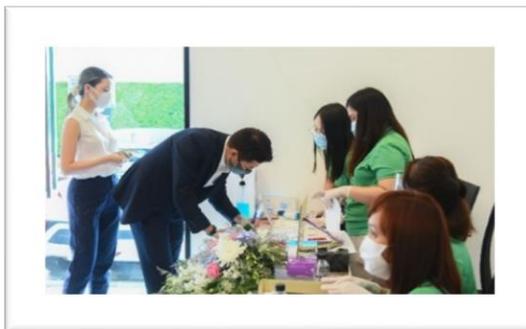
are unable to come by themselves. In this regard, the Company has announced the dissemination of such information via the SET Portal system of the Stock Exchange of Thailand for the shareholders to acknowledge.

- The Company invited Shareholders to submit questions in advance to the Company before the meeting date to inquire information related to the meeting agenda or other important information of the Company during 14 May 2020 - 31 May 2020, the Company has clearly defined the criteria for sending questions in advance and published on the Company's website and announced via the SET Portal of the Stock Exchange of Thailand, none of Shareholder submitted questions in advance to the Company.

- The invitation letter and supporting documents were prepared in Thai for Thai Shareholders and English for foreign Shareholders. Thailand Securities Depository Co., Ltd., a Company's registrar, was responsible for sending the invitation letter by registered mail to Shareholders on 2 June 2020, 16 days prior to the meeting date. The invitation letter was enclosed with registration process, documents and evidence, proxy method, proxy form and the agenda. Each meeting agenda has had supplementary information including directors' opinion on each agenda. The invitation letter was published on Saiklang, daily newspaper, on 29 May 2020, 1-2 June 2020, 3 consecutive days prior to the meeting date
- The Company facilitated institutional and custodian Shareholders to submit the details of securities holdings for verification and to send proxy to the Company in advance. Institutional Shareholders or custodians who appointed independent directors, the Company would return a copy of the proxy form with the signature of the independent director to the Shareholders after the meeting.

### **On the date of Annual General Meeting**

- The 2019 Annual General Meeting of Shareholders was held on 17 June 2020, at 13.30 hours, at the Company's Meeting Room, Floor 2, No. 165/37-39 Ram Intra Road, Anusawari, Bang Khen, Bangkok 10220, where is the headquarters of the Company. The time of meeting was proper and the meeting place was convenient for attending. There were 44 Shareholders and proxies attended the meeting. The total share were 415,495,115 units or 74.21% of total shares. There was not any additional agenda without prior notice. Nobody proposed the agendas in advance as we invited.



- The Company allowed Shareholders to register to attend the meeting 1.30 hours in advance before meeting starts, which informed the Shareholders in the invitation letter already. The barcode system was used for registration and vote counting for accuracy, fast and accurate together with preparation on staff, copier and stamp duty in order to facilitate the Shareholders who appointed proxies.
- The Company facilitated Shareholders who were unable to attend the meeting by themselves to be able to attend the meeting and exercise voting rights by proxies for others to attend the meeting and vote on their behalf. The Shareholder chose to appoint a person or independent directors attending the meeting and voting on their behalf. In case of proxy to independent directors, the proxy form should be submitted

to the Company in advance. In this regard, the Company had proposed 3 independent directors, namely, Mr. Kampanart Lohacharoenvanich, Mr. Saran Supaksaran and Miss Lalita Hongratanawong as proxies to attend the meeting and vote on behalf of Shareholder. The Company has attached the information of all 3 independent directors in the meeting invitation letter to the Shareholders.

- The Chairman of the Board, Chairman of the Audit Committee, Chairman of the Corporate Governance Nomination and Remuneration Committee, Chief Executive Officer and President, Chief Financial Officer, Auditor and Independent Legal Consultant attended the meeting to answer various questions (In 2020, there were 8 directors from the total of 8 directors attending the Annual General Meeting, representing 100%)
- The Chairman of the Board who acted as the Chairman of the meeting conducted the meeting according to the Company's regulations. The 2019 Annual General Meeting of Shareholders has considered various matters according to the agenda as specified in the invitation letter. There was no addition or amendment of the agenda other than those specified in the meeting invitation.
- The MC notified the quorum, the number and proportion of Shareholders who came by themselves and proxies as well as informed the participants about how to vote, how to count votes and processing with the barcode system. Shareholder was required to vote according to the agenda.
- The Company used voting ballots for every agenda and counting votes would be counted at the end of that agenda. For the agenda for the appointment of directors, voting was conducted individually. representatives of Shareholders who were not directly related to the Company were invited to audit a vote counting for transparency according to good governance principles. Voting procedures for each agenda, the Chairman of the meeting invited the Shareholders or proxies who disapproved and abstained to vote and sign on the ballot and then INSET Staffs collected ballots and recorded the votes of disapproval and abstention. Shareholders, who agreed, signed the ballot and then the INSET Staffs should collect all the voting ballots after the meeting.



- The Chairman of the meeting provided opportunity to the Shareholders to express opinions, suggestions or ask questions in each agenda as well as allocated appropriate and equal time on each agenda before voting. The Company Secretary recorded issues, questions, answers, suggestions, comments in the minutes.
- The voting results of each agenda was notified to the meeting after the voting process on each agenda completed. In the event that the vote counting took time longer than usual in any agenda, the Chairman of the meeting might ask the meeting to consider the next agenda first in order to continue the meeting. When the vote counting was finished, the meeting MC notified the meeting of the voting results immediately. The resolution of the meeting in each agenda was divided into agreed, disagreed, abstained and voided ballots. No Shareholders objected or disagreed with the said resolution.
- The Company granted the rights to Shareholders, who attended the meeting after the Chairman of the meeting has opened the meeting, to be able to vote on an agenda being considered which has not yet been resolved and would be counted as a quorum starting from the agenda being attended, therefore, it might resulted in unequal votes in each agenda.

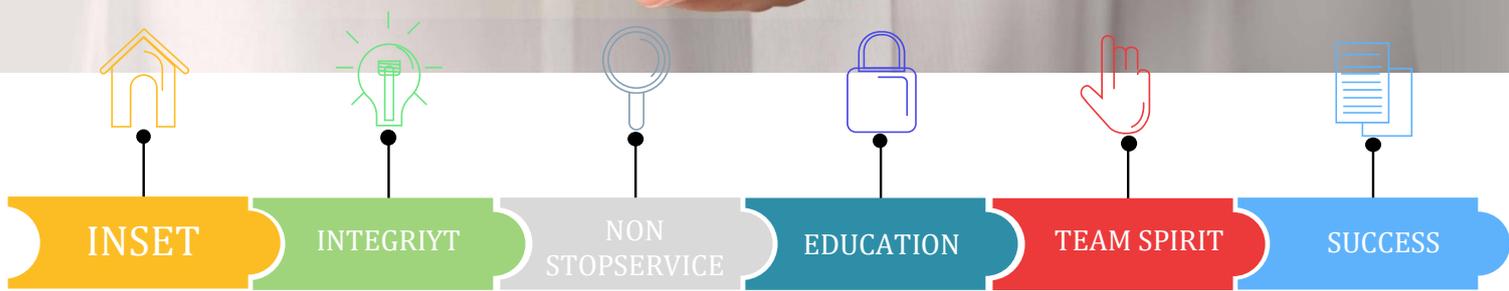
## **After the date of Annual General Meeting**

- The Company Secretary recorded the resolution of the Shareholders' meeting and disclosed the resolutions of the Shareholders' meeting and voting results in each agenda in both Thai and English via the SET Portal system of the Stock Exchange of Thailand within the date of the Shareholders' meeting and published on the website of the Company on the next business day. The Company had a system for storing voting ballot that shareholders can check.
- The Company has provided VDO recording and pictures during the meeting and published on the Company website for Shareholders who did not attend the meeting to acknowledge.
- The Company Secretary prepared the minutes of the Shareholders' meeting correctly with complete details and important notes such as the list of directors who attended / did not attend the meeting including the cause of leave and important statement, procedures and methods of voting, questions or answers or summary comments, details of each agenda in accordance with the facts at the meeting. There were summaries of votes for each agenda, separated by agreed, disagreed and abstained according to the principles of good corporate governance of the Stock

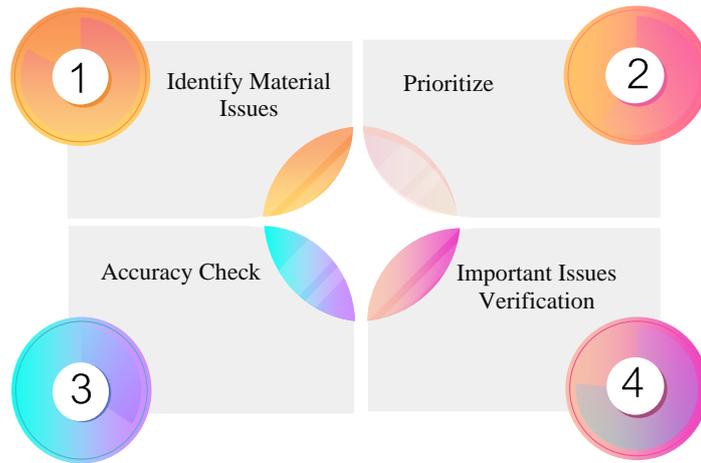
Exchange of Thailand. The minutes of the meeting was signed by the Chairman of the Board, who was the Chairman of the meeting, and submitted to the Stock Exchange of Thailand and the Ministry of Commerce on 30 June 2020, (14 days from the date of the meeting) within the period of time prescribed by law. The information and pictures of the Shareholders' meeting were disclosed on the Company's website both in Thai and English for Shareholders to acknowledge and to check information without having to wait for the next meeting.



# Corporate Social Responsibilities Report (Sustainability Report)



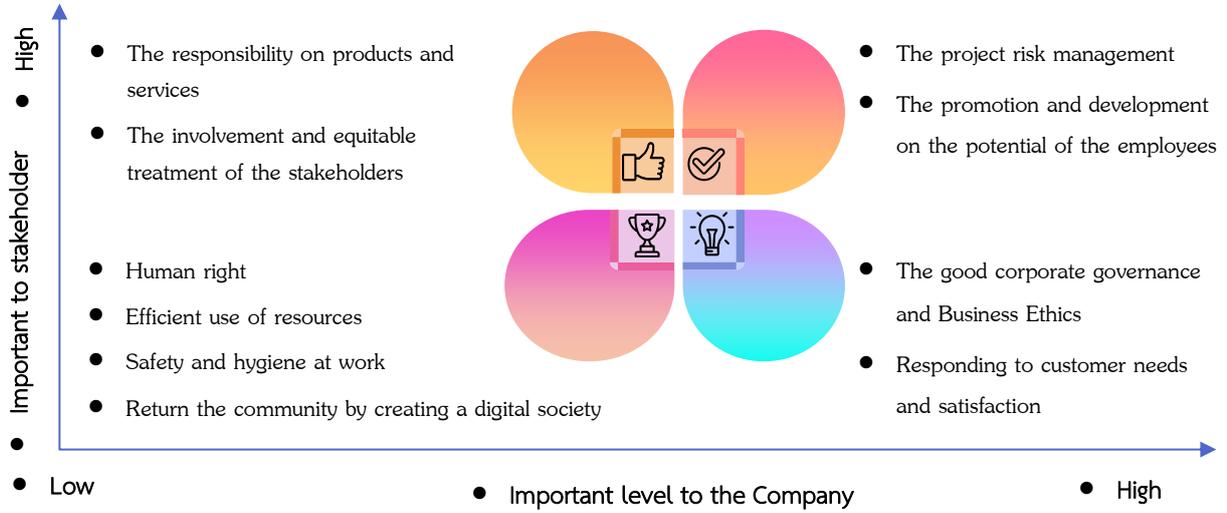
## Determination of Sustainability Issues



### Identify Material Issues

Sustainability Framework	Material Topics	Stakeholders				
		Internal	External			
		Employees	Shareholders /Investor	Customers	Business Partners	Society
Sustainable Organization Management	The good corporate governance and Business Ethics	●	●	●	●	
	Internal control system and risk management	●	●	●	●	
Value Chain Management	The responsibility on products and services			●	●	
	Responding to customer needs and satisfaction			●		
	The involvement and equitable treatment of the stakeholders	●		●	●	
Employee Development	The promotion and development on the potential of the employees	●				
	Human right	●				
	Safety and hygiene at work	●				
Social and Environmental Management	Environmental and Social Management					●
	Efficient use of resources	●				●

## Prioritize



### Accuracy Check:

The Company will verify the accuracy to determine the operational guidelines on the important issues and present relevant information in the Sustainability Development Report. Including disclosing information on the Company website.

### Important Issues Verification:

The Company reviews related issues for the information assurance and applying information to indicate the important sustainability issues in the future.



## **Good corporate governance Business ethics**

### **Fair business operation**

The Company has had a business approach with regard to equality, fairness, without taking any advantage. Moreover, the Company has operated business with honesty, integrity and transparency. The Company does not act in a way that would be unthinkable for professionals so being honesty in business means the Company will not tolerate any benefit that is up against a code of ethics. The Company shall not demand, receive or offer any benefits in bad faith in trading with business partners. The Company will adhere to the fair competition rules which induces fair returns for both parties with consideration to the rights of all stakeholders whether he/she is internal stakeholders namely employees and executives of the Company or external stakeholders, namely, customers, creditors, government agencies, and other relevant agencies, as well as communities, society and the environment which not only complying with the law but also refraining from any actions that violate / deprive the rights of those interested parties.

### **Anti-Corruption**

The Company adhere to operates business with transparency and accuracy by encouraging employees to work with honesty thus the Company does not encourage building success from corruption. The Company has implemented the specific procedures for deterring, detecting, and dealing with incidents of misconduct or corruption, the procedure also will assist in check and balance of power process in order to prevent corruption. The Company has declared its Anti-Corruption Policy and the operation methods to prevent the involvement with the corruption and then has disclosed the Company Good Corporate Governance

## **Corporate Social Responsibility, Environment and Stakeholder Policy**

The Company is committed to sustainable business development along with social and environmental responsibility. Therefore, in order to promote the sustainable business development of the Company, the Board of Directors has established the Corporate Social Responsibility (CSR) policy in accordance with the corporate governance policy of the Company in order to plant and instill awareness of social and environmental responsibility in the organization and to be prepared to support the community and society by focusing on promoting development that is in line with the requirements of the community in order to improve the quality of life

Guide and business ethics to communicate with directors, executives and employees with all processes are within the scope of the law. There also has the reporting system encourages the disclosure of any potential violations or corruption and the Company also provides employees and third parties with the opportunity to make a report through a dedicated channel, anonymously in order to ensure the appropriate safeguarding of reporting persons or those who cooperate in reporting corruption.

### **Respect for human rights**

The company has realized the importance of respecting the human rights. Executives and employees should treat each other with respect and dignity and human values equally. The Company then promotes a collaborative work environment and equal opportunities for career advancement and provides appropriate incentive and benefits according to their ability. Moreover, the employees will be supported and promoted to acquire knowledge thoroughly and continuously in favor to create value and maintain business excellence.

### **Labor Practices**

Since the Company values and recognizes equality, so the Company shall have fair and equal treatment to all employees so the Company has declared the Company Good Corporate Governance Guide and business ethics and then has communicated all employees on their first day of joining the Company. The Company also gives importance to the development, knowledge transfer and abilities of employees then the details of staff training courses provided have been emphasized. Last but not least, the Company also has supervisory provision having been carried out according to

carefully designed and approved personnel policies in the workplace in order to oversee the progress and productivity of employees.

### **Responsibility to consumers**

In addition to complying with the law, the Company has had a policy for all employees to perform duties in accordance with business ethics in relation to customers or business partners fairly by complying with fair, reliable business conditions under appropriate contract forms with reliable management and monitoring system to ensure that the contract conditions are fully complied with and prevent fraud and misconduct at every step.

### **Responsibility to communities, society and the environment**

The Company gives importance to the community, society and the surrounding environment with the awareness that the Company is part of a society that stepped forward to the sustainable development of communities, society and the environment, so the Company has had a guideline to continuously carry out activities for the community, society and environment in parallel with business operations. By having a policy to organize the committee to jointly create society, community and environment both self-operated and in cooperation with government agencies, private sectors, and communities. In addition, the Company will respond quickly and efficiently to events that have an impact on the environment due to the Company's operations by cooperating with the government and relevant agencies in the operation as well as encouraging employees at all levels of the Company to realize the importance, to have awareness and to support activities that are socially and environmentally responsible.

### **Innovation and dissemination of innovation from operations that are responsible to society, the environment, and stakeholders.**

The Company will encourage innovation both at the work process level in the organization and at the level of cooperation between organizations in order to create positive change which will induce better change and increased effectiveness. In contemplation of maximizing the benefit to the society, disseminating of innovation is considered a social responsibility by means of communicating

and disseminating to the stakeholder both directly and indirectly through various communication channels to ensure that the information of the Company accesses to the stakeholder groups of the Company thoroughly.

### **Operations and report preparation**

The Company has assigned the executive board to appoint a working group to oversee the corporate governance and social responsibility by specifying no less than 3 members and the Corporate Governance and Social Responsibility Working Group will select 1 member to be the Chairman of the Corporate Governance and Social Responsibility Working Committee.

The Company has focused on cultivating employees to understand the organization's goals and operate with awareness of social responsibility. The Company has communicated social and environmental responsibility policies to all employees to understand through the corporate governance policy of the Company which was announced and published for all employees to follow in the same direction. The Company has also encouraged employees to participate in various activities for the benefit of society and the environment on a regular basis. In this regard, to raise awareness of participation and create social and environmental responsibility of the personnel within the Company, the Corporate Governance and Social Responsibility Working Committee will consider and establish social and environmental responsibility practices that are appropriate for the Company's business operations, financial status and performance of the Company in favor of determining the budget and the type of activities for that year.

The Company has also realized of the guidelines in implementing social and environmental responsibility according to the specified policy then the Company has released a yearly report on compliance with social and environmental responsibility policies for presenting to the management, the Board of Directors and shareholders which will be disclosed in the annual registration statement or will be prepared in the form of a sustainability report to be published every year after being listed on the stock market.



### Prevention of involvement in corruption

The Company adhere to the importance of carefully operations business in order to avoid corruption, by adhering to the principles of good corporate governance for the best benefit of shareholders, stakeholders and related parties, the Company therefore establishes an anti-corruption policy to be employed as a guideline as follows:

1. Directors, management and staff members must not commit corruption both directly and indirectly, such as offering, promising, requesting, demanding or receiving any benefits in bad faith or other acts that are fraud or corruption for the personal interest or others.
2. Directors, executives, and employees must comply with the anti-corruption policy and measures as well as comply with the laws of Thailand regarding anti-corruption.
3. Directors, executives, and employees are responsible for surveillance and prevent corruption in the Company, In the event that they have witnessed any acts of corruption or acts that may cause corruption, they must notify the situation or report to the supervisor immediately or may report through a dedicated channel specified by the Company.
4. The Company will keep the details of the informants as confidential. The person who reports the incident with good intentions and sincerity as well as those who refuse to commit fraud will be protected from the Company and will not be affected from the said action.

5. To establish policies and guidelines to prevent corruption coming in various forms for example political assistant, charitable donations, funding, gift payment welcome fee, etc. and providing supervisory system to follow up on such matters in which they have to be transparent and not contrary to relevant laws or improperly contributing.
6. To provide an adequate and appropriate internal control system to prevent corruption.
7. To arrange for an assessment of the risk of corruption and appropriate anti-corruption measures.

8. To provide communication channels for employees and Stakeholders in order to communicate the anti-corruption policy and assists those people in reporting any incident or complaints to the Company in favor of finding facts in accordance with the process and addressing the issues accordingly.

In which the company has established a channel for Reporting Corruption or whistleblowing as follows:

8.1 **Mail:** Board of Directors or Chairman of the Audit Committee  
Infraset Public Company Limited  
165/37-39 Ram Intra Road, Anusawari,  
Bang Khen, Bangkok 10220

8.2 **Email:** [ifssec@infraset.co.th](mailto:ifssec@infraset.co.th)

8.3 **Company website:** <https://infraset.co.th>

9. To provide the development of personnel management systems, creating values and anti-corruption culture by communicating and disseminating knowledge to the Company's personnel.
10. To notify the subsidiaries, associate companies, and other companies that the company has power to control (if any) as well as business representatives of the anti-corruption measures so they can implement anti-corruption measures in practice. Besides, the Company will disclose the policy and measures against corruption to personnel and the public as well.
11. Procurement we must operate in a transparent manner. Not contrary to the laws, regulations and procedures set by the company Including regular audits of the procurement operations.

# Stakeholder Engagement

Well aware of the importance of stakeholder engagement, INSET believes that a good relationship with shareholders built upon trust and shareholders' valuable feedback is a crucial factor in driving the company's sustainable growth. Stakeholder management has enabled the company to effectively tailor itself to shareholders' needs. as follows:





### Whistleblower for Stakeholders

The company promote stakeholders to suggest and complain about the product, service, fraud and corruption in order to propose to the Management and the Board. The channel provided are as followings:

	Tel:	Email:
Investor Relation	02-0927444 (104)	<a href="mailto:ir@inset.co.th">ir@inset.co.th</a>
Independent Director	020927444	<a href="mailto:ifssec@infraset.co.th">ifssec@infraset.co.th</a>
Company Secretary	020927444 (901)	<a href="mailto:Companysecretary@inset.co.th">Companysecretary@inset.co.th</a>

Besides, the company provides the channel for stakeholders both external stakeholders and employee for complain and inform about fraud and corruption at

Mail: Board of Directors or Chairman of the Audit Committee  
**Infraset Public Company Limited**

165/37-39 Ram Intra Road, Anusawari, Bang Khen, Bangkok 10220

Email: [ifssec@infraset.co.th](mailto:ifssec@infraset.co.th)

Company website: <https://infraset.co.th>

The Company has appointed a committee for investigation and investigation for the audit of those complains in order to manipulate those complains confidentially and fairly. Also, there is the procedure for protect the complaints, in the event that it tends to be damaged.

## Human resources development policy

The Company has had a human resource development policy focusing on the progressive development in potential, knowledge and ability of employees with emphasis on individual training for career growth and development in pursuance of meeting business needs and preparing to support the business expansion. Thereupon, the Company has determined to develop human resource in all professions at all levels by combining the development of skills, knowledge, capabilities whilst cultivating the culture and ethics of the organization together in compliance with the strategy and guidelines in the business operations of the Company at present and in the future.

### Training and Human Resources Development Policy

The Company was conscious that personnel are a valuable resource to drive the organization to succeed and grow sustainably, therefore, the Company then has organized training within the Company in order to assist promoting and developing of the capability of the executives and employees so they would engaged in their works efficiently and effectively with reference to the Company's strategy and goals. The training provided can be divided into internal training courses as follows:

**Executives:** The Company provides human resource development for executives by arranging high-level management courses to develop leadership skills while adding new knowledge in contemplation of enhancing management expertise to be more efficient and preparing for getting promote to the position consistent with the professional progress and business promotion of the Company. As a consequence, the Company can compete with other businesses and will be ready to be a leader in the industry that the Company operates now and in the future.

**Operational level employees:** The Company has provided human resource development for operational level employees by organizing a curriculum to develop knowledge and capability according to duties, scope of work and type of work which they are responsible in order to develop skills, knowledge and ability and increase efficiency of their operations. The sample of the above-mentioned curriculums are risk management skill, financial and accounting standards, legal knowledge, computer systems and information technology skills, marketing and sales skills, IT standards, administrative management, electrical safety, etc.



**Employees at all levels :** The Company has provided human resource development for employees at all levels by arranging training courses for core competencies. For all employees of the Company will be able to work in accordance with the corporate culture and achieve maximum efficiency. The sample of the above-mentioned training courses are orientation for new employees, effective communication, cultivating corporate culture etc.

The Company has had a policy to support the executives and employees to attend the training from institutions or organizations with standards in each profession in order to develop individual knowledge and ability.

### Knowledge development and management in an organization

In pursuance of a long-term personnel development which will result in success and create added value for the organization, the Company therefore has employed information technology systems in order to promote the increasing of the efficiency of human resource management and development. Additionally, promoting knowledge management in the organization (Knowledge Management) to be able to meet the business goals continuously and sustainably.

### The policy of retaining High-performing employees and the succession planning

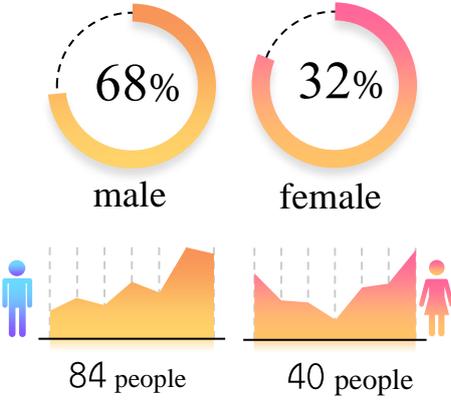
The Company has had a policy of retaining high-performing employees in the organization by providing courses and / or tools for human resource management and development and preparing career advancement plans such as Job Rotation, Job Assignment to support the rapid-speed growth of the organization accordingly also to encourage employees to fully utilize their knowledge, capabilities, and potential in their operations as well as to build and foster bonding and teamwork in the organization and to encourage their devotion to perform their duties in pursuance of meeting the goals of the organization with maximum efficiency. The Company also is conscious of the importance the succession plan of the personnel, especially the high-level executives of the Company, thus the Career Path Development Plan is the way to ensure that the Company has prepared personnel to replace when there are vacancies or for future business expansion.

## Recruitment and Selection

To recruit new employees, the company takes candidates' knowledges, skills, experiences, attitudes, and characters into consideration. This selection is made to ensure that the candidate meet all company's standard requirement and be suitable for the task. The company's selection process adheres to equality and remains good governance without discrimination to the personal perspective, politics, age, gender, or disabilities.

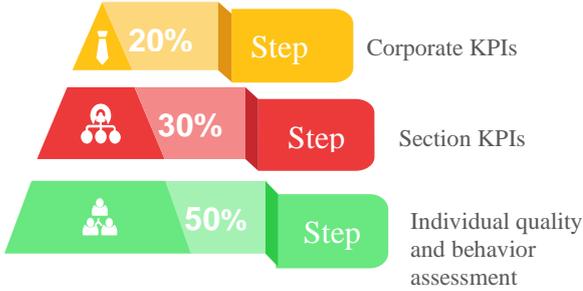
In 2020, the company has a total of 124 employees.

Can be separated by gender as follows (number : people)



## Employee compensation

Board of Directors has determined the preparation manual for performance evaluation up to assess the performance of employees to be in line with the company's operations both short-term and long-term performance to be used as a tool to evaluate work. In paying compensation adjustment of wages, salaries, bonuses and others to employees by taking into account the duties and responsibilities and the success of the work as assigned assessment of various skills and features including leave and compliance with corporate discipline rules and in order to evaluate the performance of personnel in accordance with the same regulations and systems assess the ability of employees for development. In accordance with company policy use the information that can be used for personnel development and competency level to have knowledge, skills and ability to perform work according to the duties assigned with a systematic evaluation scope of performance. Scope of the system performance evaluation the performance evaluation section is divided into 3 parts as follows:



Performance level based on performance evaluation criteria which personnel will be evaluated by using the weighting criteria for the performance of all 3 parts in the primary which is divided into the assessment score range, which the company has clear and fair criteria for considering salary increases and annual bonuses.

## Providing appropriate welfare for employees

The company foresees the well-being of employees, which covers the family of the employee by providing welfare and various activities for employees to have good health which will benefit the operation and the lives of employees and these benefits have been publicized to all employees to be aware of their rights. Through the internal communication channels of the company such as

- **Welfare benefit** : financial aid for the staff wedding ceremony, ordination, funeral, Maternity allowance and Child allowance .
- **Health and life insurance** : annual employee health check as necessary for each age range and gender appropriately group health insurance and group accident insurance.
- **Loan benefits** : cooperative loans.
- **Funds** : provident funds, social security office.

# Summary of training for executives and employees of the Company in 2020

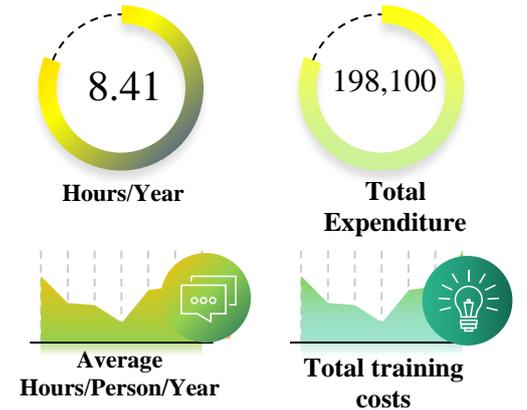
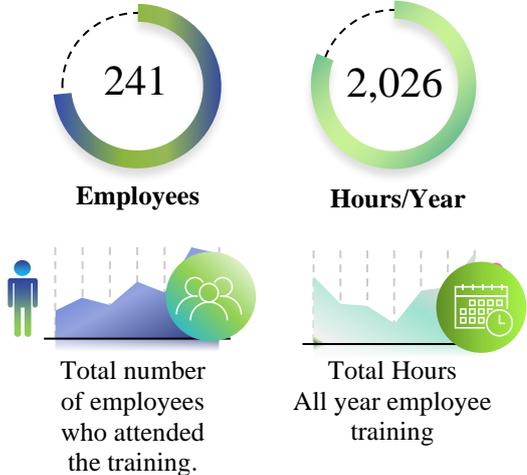
In 2020, the number of company employee training hours Both from internal and external courses Summarized as follows:

## In-House Training

- Installation of optical systems and network signals
- Project management and work supervision
- Electrical installation and operational safety
- Knowledge of data center construction work.
- Adjust the thinking angle, turn the view with Mindset.
- Advanced Excel 2016 for professional use.
- Safety in confined spaces (4 persons)
- Fire drills and fire drills for the year 2020
- Workplace safety staff Supervisor level.
- Advanced Excel 365 for professional use.

## Public Training

- Talks 20 Year 20 Contents
- Basic Electrical Fundamentals For individuals who are not electrical engineers.
- Business health check through finance for the executives
- Measuring ROI in HR
- Electrical installation standards for Thailand 2020
- Insights into contracting, procurement.
- The New CFO
- Accounting recording problems at the end of the year and the beginning of the year.
- Learn about TFRS.
- Benefit accordingly Skill Development Promotion Act, B.E. 2545
- Consolidated financial swipe management.



## Occupational Safety and Health

Infrasnet Public Company Limited with a vision to be a leader in telecommunication and communication business with a strongly desire to continual growth and sustainability. The company always pays attention to the quality, stability, health, safety, and good working environment which is the heart of our business. With our company's attention, this would bring good quality of life, good physical health, reduce risk and accident that may occur to employees. In addition, the company always keep improving the business process safety by informing, running training program and providing appropriate guidelines to keep employees safe and maintain their good quality of life.

Inset supports and encourages all executives and officers to attend occupational safety and health training. The training program is conducted and supervised by experienced safety officers.

The company's accidents or sicknesses record in 2020



Infrasnet concern on basic fire fighting and evacuation fire drill training. The company set up this training annually in order to educate our employees and comply with the law. In 2020, the company launched basic fire fighting and evacuation fire drill training once the COVID-19 spread was slow down on 25 September 2020.

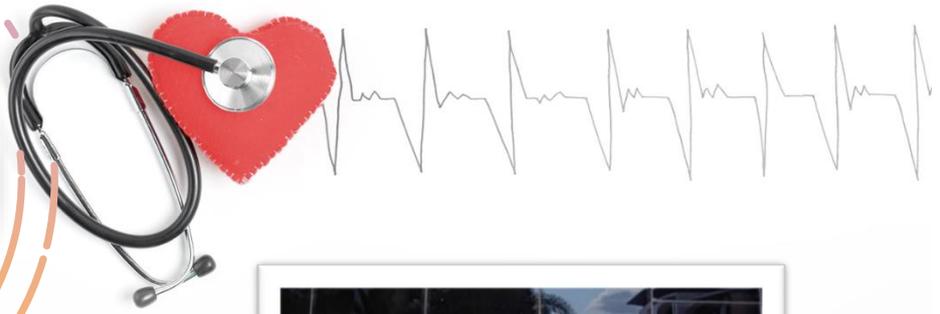


During COVID-19 outbreak, Inset concerns our staffs' safety as priority. The company published preventive measure and guideline as follows:

- Avoiding the crowded place and avoiding using crowded public transportations.
- Encouraging to launch online conference call or conference application.
- Encouraging employees to work from home.
- Announcing to all employees to follow the social distancing policy by wearing face masks, using alcohol-based hand sanitizer, and checking temperature at entrance.



# Social and Environmental Management



Infraset Public Company Limited led by Mr.Kasem Taechaiya, Company’s Director, with management team and company’s staffs engage in blood donation project with Thai Red Cross mobile unit on 14 May 2020. The company always concern the value, empathy to others, and create a value to society.



After the first wave of COVID-19 outbreak, many hospitals faced the blood shortage due to blood donors shortage.

Inset did set up another donation project, “THE GIVER” on 13 November 2020. The company always concerns on the social responsibility and people wellnesses.



## Reforestation project

Infrasnet Public Company Limited always concerns on importance of environment conservation and encourages employees to be responsible for the natural environment and energy. The company focuses on acknowledging and encouraging all employees to reduce the use of energy when unnecessary.

In 2020, Inset launched reforestation project which allowed all employees to be a part of preserving energy, reducing global warming, having more concerns on environment, and conserving the natural resources.



Team Work



INSET

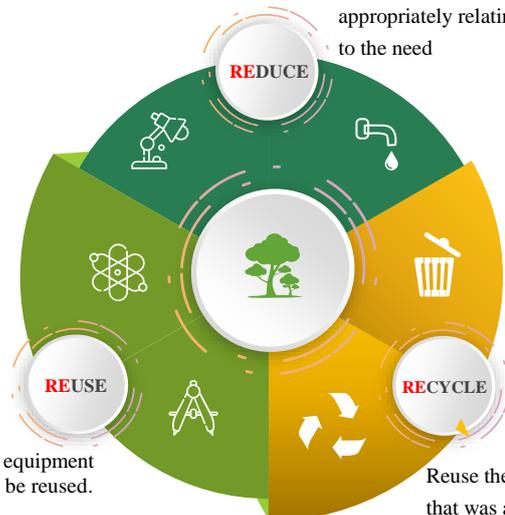
## Company's activities

Infrasnet set up the 2020 annual seminar on 14 November 2020 to gain good relationship within the company and encouraged team-based working environment. This seminar would build company's value and good culture which will cultivate greater cooperation within the company.

## The effective use of resources

Infrasnet supports the reuse of resources, for examples, office supplies, turn off the lamp or fridge when not in-use, encourage to use stairs instead of elevator etc. These little changes could cultivate good habits which would be beneficial in employees' daily lives.

Reduce the usage of wasted, use resources appropriately relating to the need



Reuse equipment that can be reused.

Reuse the waste that was already been through recycled process.

## Related Transactions

During the year 2020, the Company has entered into transactions with persons that may have conflicts of interest which can be summarized as follows:

### 1. Persons with possible conflicts and relationships

Persons who may have conflicts	Relationship
Mr. Sakbaworn Pukkanasut	Managing Director and major shareholder of the Company holding 38.01 % of Shares

## 2. Details of connected transactions

### 2.1 Lease of the land and buildings.

Connected Party	Type of Connected Transactions	Transaction value (Baht)		Necessity and reasonableness of the transaction
		2019	2020	
Mr. Sakboworn Pukkanasut	<p><b>( 1 ) Office building rental fees</b></p> <p>Tenants: The company Landlord: Mr. Sakboworn Pukkanasut</p> <p>The Company has entered into an office building lease agreement with Mr. Sakboworn Pukkanasut to be used as a service technician's office. At present, has been registered as a branch office of the Company</p> <p><u>Building details</u> Location: No. 73,75 Soi Ram Intra 5, Intersection 2, Ram Intra Road, Anusawari Sub-district, Bang Khen District, Bangkok</p> <p>Area: 300 square meters</p> <p>Rental rate: Baht 180,000 per month (paid every month)</p> <p>Rental period: 3 years (2 January 2019 – 1 January 2022)</p> <p>Due to the covid-19 epidemic, the landlord agreed to reduce the rental price to 30,000 baht per month for the rent from April to December 2020.</p>	<p>Office rental fees Baht 2,160,000</p> <p>and</p> <p>Deposit Baht 540,000</p>	<p>Office rental fees Baht 810,000</p> <p>and</p> <p>Deposit Baht 540,000</p>	<p><b>The necessity of the transaction</b> The Company rents the said office building to be used as a service technician's department.</p> <p><b>Price reasonability</b> The Company hired an independent appraiser, Premier Appraisal and Legal Ltd., to assess the market price of office building rental by comparing with the rental fees of other similar office buildings located in nearby locations. It was found that the office building rental fee which the Company has entered into an agreement with Mr. Sakboworn Pukkanasut is equal to the market price.</p> <p><b>The opinion of the Audit Committee</b> The meeting considered and unanimously resolved. Giving approval to enter into the contract of lease of land including buildings and determine the rental price proposed from the managing director since it is appropriate that the rental of an office building is necessary as it supports business expansion and more personnel. Besides, the office rental fees is at the market price comparable with nearby office buildings.</p> <p>In the future, if the office building lease is renewed, the company will proceed in accordance with the specified connected transaction policy. And / or comply with the regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission in related matters.</p> <p>Remark: In 2020, the Company uses an incremental borrowing rate of 4.50% per annum to discount the present value of the lease payments in order to record rent as a right-of-use asset in accordance with IFRS 16 Leases</p>

Connected Party	Type of Connected Transactions	Transaction value (Baht)		Necessity and reasonableness of the transaction
		2019	2020	
Miss Kamonchanok Thongkamkaew	<p><b>(2) Land rental fee</b></p> <p>Tenants: The Company Landlord: Miss Kamonchanok Thongkamkaew</p> <p>The Company entered into a land lease agreement with Miss Kamonchanok Thongkamkaew for use as the parking area of the Company.</p> <p><b><u>Land details</u></b> Location: Moo 6, Thung Song Hong Subdistrict, Lak Si District, Bangkok Area: 100 square meters</p> <p>Rental rate: Baht 4,736.84 per month</p> <p>Rental period: 2 years (1 August 2017 until 1 August 2019)</p>	33,158 Baht	-	<p><b>The necessity of the transaction</b> The Company has leased the said land to use as the parking area of the Company.</p> <p><b>Price reasonability</b> The Company has compared the rental rates of the said land with the rental rate of vacant land in nearby areas and found that the rental rate under the contract is close to the market rental rate.</p> <p><b>The opinion of the audit committee</b> The meeting considered, acknowledged and approved for entering into the said land lease agreement because it deems that the said lease of land is necessary and the rental price is the market price when compared to nearby areas.</p>

### **3. Procedures for the Approval of Related Transactions**

The Company has concentrated on the protection of transactions with possible conflicts of interests or related transactions between the Company and the directors, executives and other related parties. Therefore, the Company has produced procedures and measures to deal with inter-company transactions in which the significant principles of the afore-said procedures stated as follows:

- 1 The Board of Directors and executives must notify the Company of the transactions with possible conflicts of interests or related transactions.
- 2 In order to protect investors and prevent the transfer of interests, The Board of Directors and executives must avoid doing transactions with possible conflicts of interests or related transactions. However, in the event that the related transaction is necessary, prior to proposing the proposed related transaction to Executive Board of Directors or the Board of Director, the proposed related transaction must be submitted to the Audit Committee so the Audit Committee will review the necessity of inter-company transactions and ensures that the prices of the transactions for goods and services are at the prevailing market rates with reference to rules, procedures, and disclosure of related transactions. Furthermore, the directors, executives, or other related parties who have vested interests in that transaction must not be involved in the approval process.
- 3 Executives and employees must correctly follow policy on conflicts of interests which is clearly stated in the Company regulations and the Company's Code of Business Ethics in order to maintain credibility of the Company and all stakeholders trust.

In this regard, the company has specified the principles for approving the related party transactions in accordance with the regulations of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions and the notification of the Capital Market Supervisory Board and the regulations of the Securities and Exchange Commission and other regulations and announcement from the Capital Market Supervisory Board.

### **4. Future trends of Related Parties Transaction or related transactions**

In the future, if the Company sees the necessity in doing a related transactions with a person who may have a conflict of interest, The Company will specify conditions for dealing the said transactions as any transaction occurs under the ordinary course of business having prices comparable to prevailing market rates. The Audit Committee will review and offer opinion about the related transactions, the Audit Committee will further ensure that these transactions have prices comparable to prevailing market rates

In the case that there is no comparison price, the price for the said related transaction must be the most suitable price for the best interest of the Company and its shareholders. If the Audit Committee is not skilled in the consideration of any related transactions, the Company will engage external independent experts such as professional appraisers and independent financial advisors to provide counsel to the Audit Committee for further proposal to the Board of Directors, the shareholders however, the director with personal interest will not have the right to vote in the said transaction. The related transactions will be disclosed in either the notes to the financial statements audited or reviewed by the Company's auditors or annual report and the annual registration statement.

The related transactions that may occur in the future, the Directors must comply with various regulations and The Board of Directors must not approve any transactions which the Directors or person who may have conflict of interest in any other way with the Company besides, The related transaction must be disclosed to the Board of Directors to obtain its approval. The company must comply with the securities and exchange laws and regulations, announcements, orders or requirements of the Stock Exchange of Thailand. Including the compliance with the requirements regarding the disclosure of information, related transactions and the acquisition or disposal of the Company's assets and subsidiaries (if any) and in strict accordance with accounting standards.

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

The Board of Directors is responsible for Infraset Public Company Limited's financial statements including financial information appearing in the annual report. The said financial statements are prepared in accordance with financial reporting standards by choosing the appropriate accounting policies and consistently adhering to whilst using discretion carefully and applying the most appropriate estimates for preparation as well as disclosing sufficient important information in the notes to financial statements.

The Board of Directors has arranged for proper and efficient internal control system and internal audit system. The Audit Committee, which entirely comprised of independent directors, was appointed by the Board of Directors to audit and review the Company's financial reports, internal control, and risk management, as well as information disclosure of the related transactions, compliance with the laws and regulations relating to the Company's business, to ensure that the Company's accounting records were accurate, complete and sufficient as a safeguard to protect the Company's asset and prevent fraud or significant abnormality. Whereas the opinion of the Audit Committee regarding the issues have been disclosed in a report of the Audit Committee stated in this annual report.

The Company's financial statements have been audited by the Company's accounting auditor; ANS Audit Company Limited., and received unqualified opinions reflecting the Company's financial status and performance for the benefit of shareholders and investors. As for the accounting audit, the Board of Directors have provided supports regarding information and documents for the accounting auditor to carry out their auditing task and to provide their opinion in accordance with the auditing standards. Opinion of the accounting auditor has been stated in the auditor's report published in the Company's annual report.

The Board of Directors has concluded that the overall of the internal control system is at a satisfactory level and is able to build reasonable confidence in the reliability of the financial statements of Infraset Public Company Limited for the year ended 31 December 2020, which is accurate, complete, and in accordance with financial reporting standards, the Securities and Securities Exchange laws and rules and regulations of related agencies.



(Mr. Kampanart Lohacharoenvanich)  
Chairman of the Board



(Mr. Sakbown Pukkanasut)  
Managing Director

# Independent Auditor's Report

To the Shareholders and the Board of Directors of Infraset Public Company Limited

## Opinion

I have audited the financial statements of Infraset Public Company Limited, which comprise the statement of financial position as at December 31, 2020, and the statement of comprehensive income, statement of changes in shareholders' equity and statement 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 financial statements present fairly, in all material respects, the financial position of Infraset Public Company Limited as at December 31, 2020, and its financial performance and its cash flows for the year then ended, in accordance with Thai Financial Reporting Standards (TFRSs).

## Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). 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 Company in accordance with the Federation of Accounting Professions' Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

## Key Audit Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the financial statements of the current year. 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.

## Revenue Recognition for Services

### *Risk*

The Company has disclosed its policies on recognition of revenue from construction of data center, information technology, infrastructure and telecommunication network, is estimation of services project cost and the allowance for loss on construction projects in Note 4 and Note 5 to the financial statements. I identified the recognition of revenue from services and the estimated possible losses from services contracts to be areas of significant risk in audit. This is because the amount of revenue from construction of data center, information technology, infrastructure and telecommunication network that the Company recognises in each period forms a significant portion of the Company's total revenue. In addition, the process of measurement, the determination of appropriate timing of recognition, and the estimation of anticipated losses are areas requiring management to exercise significant judgment to assess the percentage of completion, the probability of loss, and the measurement of anticipated loss. There are therefore risks with respect to amount and timing of the recognition of revenue and provisions for anticipated losses on projects.

### *Auditor's Response*

I assessed and tested the internal controls put in place by the Company over the process of entering into contracts, estimates of project costs and revisions thereto, recognition of revenue and estimation of percentage of completion and anticipated losses under contracts by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls.

I also selected major contracts and randomly selected additional samples and performed the following procedures:

- Read the contracts to consider the conditions relating to revenue recognition.
- Inquired with the Company's engineers/the project managers about the terms of and risks associated with these contracts relevant to revenue recognition and estimates of anticipated loss.
- Made enquiries of the Company's engineers/the project managers, gained an understanding of the Company's process to assess the percentage of completion and cost estimates for projects, compared estimates of project costs to the project budgets approved by authorized person, and on a sampling basis, examined relevant documents and considered the rationale for budget revisions, compared past estimates with actual project costs in order to evaluate the project management's competency in estimating project costs, checked actual costs to supporting documents and performed an analytical review to compare the percentage of completion estimated by the Company's engineers/the project managers to the percentage of completion derived from the actual costs incurred.
- Evaluated the anticipated losses on projects assessed by the management through a comparative analysis of the actual cost incurred to the cost estimates for projects.
- Tested the calculation of the percentage of completion based on actual construction costs incurred.
- Examined the accounting transactions related to revenue recognition that were recorded through journal vouchers, in order to detect any irregularities.
- Reviewed the disclosures made in the notes to the financial statements with respect to the basis of revenue recognition and the estimation of anticipated losses.

#### **Other Information**

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

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

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

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

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

Management is responsible for the preparation and fair presentation of these 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 Company'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 Company or to cease operations, or has no realistic alternative but to do so.

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

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

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs 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 TSAs, 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 Company'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 Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company 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.

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, the auditor determines 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. The auditor describes these matters in the 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.



(Yuttapong Chuamuangpan)  
Certified Public Accountant  
Registration Number 9445  
ANS Audit Co., Ltd.  
Bangkok, February 17, 2021

## Statements of Financial Position

### Infrasnet Public Company Limited As at December 31, 2020

	Notes	Unit : Baht		
		2020	2019	2018
<b>Assets</b>				
<b>Current assets</b>				
Cash and cash equivalents	7	110,849,519.51	223,048,227.90	174,138,721.18
Trade and other current receivables	8, 28	485,043,634.29	169,477,990.84	50,024,831.19
Contract assets	9.1, 28	497,885,559.22	259,467,035.37	285,130,020.83
Current financial assets - net	10	80,074,086.54	250,833,424.34	-
<b>Total current assets</b>		<u>1,173,852,799.56</u>	<u>902,826,678.45</u>	<u>509,293,573.20</u>
<b>Non-current assets</b>				
Non-current financial assets	27.2	51,407,066.64	50,906,670.14	35,567,277.76
Non-current contract assets		852,902.70	-	-
Property, plant and equipment - net	11, 27.2	86,294,723.48	82,950,442.82	52,449,193.86
Right-of-use assets - net	6, 12	10,706,897.35	-	-
Intangible assets - net	13	597,367.56	829,783.64	953,330.47
Deferred tax assets	14	1,712,148.29	3,110,177.60	2,588,987.60
Other non-current assets	6	6,515,497.59	4,008,941.86	5,880,604.68
<b>Total non-current assets</b>		<u>158,086,603.61</u>	<u>141,806,016.06</u>	<u>97,439,394.37</u>
<b>Total assets</b>		<u><b>1,331,939,403.17</b></u>	<u><b>1,044,632,694.51</b></u>	<u><b>606,732,967.57</b></u>

## Statements of Financial Position (continued)

**Infrasret Public Company Limited**  
As at December 31, 2020

	Notes	Unit: Baht		
		2020	2019	2018
<b>Liabilities and Shareholders' Equity</b>				
<b>Current liabilities</b>				
Trade and other current payables	15	439,533,706.39	179,117,609.66	189,452,790.16
Contract liabilities	9.2, 28	9,966,459.82	24,763,321.11	6,828,941.01
Current portion of long-term loan from a financial institution	16	8,970,628.21	8,579,448.68	7,827,076.20
Current portion of lease liabilities	6, 17	3,848,646.33	-	-
Income tax payables		2,867,469.88	-	2,536,690.42
<b>Total current liabilities</b>		<u>465,186,910.63</u>	<u>212,460,379.45</u>	<u>206,645,497.79</u>
<b>Non-current liabilities</b>				
Retention payables		8,312,426.19	23,400,606.18	437,148.27
Long-term loan from a financial institution - net	16	3,880,907.13	12,907,842.81	27,989,294.19
Lease liabilities - net	6, 17	7,214,374.75	-	-
Non-current provisions for employee benefits	18	8,203,125.00	15,550,888.00	12,437,038.00
<b>Total non-current liabilities</b>		<u>27,610,833.07</u>	<u>51,859,336.99</u>	<u>40,863,480.46</u>
<b>Total liabilities</b>		<u>492,797,743.70</u>	<u>264,319,716.44</u>	<u>247,508,978.25</u>
<b>Shareholders' equity</b>				
Share capital	19			
Registered				
560,000,000 ordinary shares at Baht 0.50 each (2018 : 2,070,000 ordinary shares at Baht 100 each)		<u>280,000,000.00</u>	<u>280,000,000.00</u>	<u>207,000,000.00</u>
Issued and fully paid-up				
560,000,000 ordinary shares at Baht 0.50 each (2018 : 2,070,000 ordinary shares at Baht 100 each)		280,000,000.00	280,000,000.00	207,000,000.00
Premium on ordinary shares		370,596,731.62	370,596,731.62	63,000,000.00
Surplus on share-based payment transactions		6,430,993.00	6,430,993.00	6,430,993.00
Retained earnings				
Appropriated				
Legal reserve	20	28,000,000.00	26,706,060.37	13,000,000.00
Unappropriated		154,113,934.85	96,579,193.08	69,792,996.32
<b>Total shareholders' equity</b>		<u>839,141,659.47</u>	<u>780,312,978.07</u>	<u>359,223,989.32</u>
<b>Total liabilities and shareholders' equity</b>		<u><b>1,331,939,403.17</b></u>	<u><b>1,044,632,694.51</b></u>	<u><b>606,732,967.57</b></u>

## Statements of Profit or Loss and Other Comprehensive Income

**Infrasnet Public Company Limited**  
For the Year Ended December 31, 2020

	Notes	Unit: Baht		
		2020	2019	2018
	3, 6, 22, 23			
Revenues from services		1,500,950,102.07	1,216,612,337.22	1,000,582,270.45
Cost of services		(1,267,708,601.60)	(1,003,821,932.65)	(826,163,600.93)
<b>Gross profit</b>		233,241,500.47	212,790,404.57	174,418,669.52
Other income		3,119,990.61	3,353,443.42	6,546,477.01
Distribution costs		(9,923,553.10)	(9,936,778.83)	(4,155,950.06)
Administrative expenses		(56,005,104.69)	(57,551,609.68)	(56,319,491.48)
<b>Profit from operating activities</b>		170,432,833.29	148,655,459.48	120,489,704.99
Finance costs		(1,044,442.19)	(1,270,921.10)	(596,370.39)
<b>Profit before income tax</b>		169,388,391.10	147,384,538.38	119,893,334.60
Tax expenses	14	(33,897,884.98)	(27,263,331.06)	(25,336,741.06)
<b>Profit for the years</b>		135,490,506.12	120,121,207.32	94,556,593.54
<b>Other comprehensive income</b>				
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Actuarial gains - net from tax		9,013,585.60	-	(1,462,639.20)
<b>Total comprehensive income for the years</b>		144,504,091.72	120,121,207.32	93,093,954.34
Basic earnings per share		0.24	0.27	0.27
Weighted average number of issued and fully paid-up				
<b>ordinary shares (shares)</b>		560,000,000.00	450,400,000.00	345,827,398.00

## Statements of Changes in Shareholders' Equity

**Infrasnet Public Company Limited**  
For the Year Ended December 31, 2020

		Unit : Baht					
		Share capital			Retained earnings		
Notes	Issued and fully paid-up	Premiums on ordinary shares	Surplus on share-based payment transactions	Appropriated Legal reserve	Unappropriated	Total	
	280,000,000.00	370,596,731.62	6,430,993.00	26,706,060.37	96,579,193.08	780,312,978.07	
20	-	-	-	1,293,939.63	(1,293,939.63)	-	
21	-	-	-	-	(85,675,410.32)	(85,675,410.32)	
	-	-	-	-	144,504,091.72	144,504,091.72	
Total comprehensive income for the year		370,596,731.62	6,430,993.00	28,000,000.00	154,113,934.85	839,141,659.47	
<b>Balance as at December 31, 2020</b>	<b>280,000,000.00</b>	<b>370,596,731.62</b>	<b>6,430,993.00</b>	<b>28,000,000.00</b>	<b>154,113,934.85</b>	<b>839,141,659.47</b>	
	207,000,000.00	63,000,000.00	6,430,993.00	13,000,000.00	69,792,996.32	359,223,989.32	
Share capital increased	73,000,000.00	-	-	-	-	73,000,000.00	
Premiums on ordinary shares	-	307,596,731.62	-	-	-	307,596,731.62	
Legal reserve	-	-	-	13,706,060.37	(13,706,060.37)	-	
Dividend paid	-	-	-	-	(79,628,950.19)	(79,628,950.19)	
Total comprehensive income for the year		370,596,731.62	6,430,993.00	26,706,060.37	120,121,207.32	120,121,207.32	
<b>Balance as at December 31, 2019</b>	<b>280,000,000.00</b>	<b>370,596,731.62</b>	<b>6,430,993.00</b>	<b>26,706,060.37</b>	<b>96,579,193.08</b>	<b>780,312,978.07</b>	

## Statements of Cash Flows

### Infrasret Public Company Limited For the Year Ended December 31, 2020

	Unit: Baht		
	2020	2019	2018
<b>Cash flows from operating activities:</b>			
Profit for the years	135,490,506.12	120,121,207.32	94,556,593.54
Adjustments to reconcile profit for the years to cash receipts (payment) :			
Depreciation and amortization	10,343,681.14	3,239,507.29	944,615.58
Reversal of allowance for doubtful accounts	-	(507,900.00)	507,900.00
Difference from rental reduction	(1,090,044.08)	-	-
Gain from the transfer of rights and obligations to buy and sell land	-	-	(5,339,027.41)
Gain on disposal of assets	(1,534.91)	(538.89)	-
Gain on cancellation of lease liabilities	(1,492.70)	-	-
Gain on disposal of current financial assets	(1,296,973.07)	-	-
Unrealized gain on current financial assets revaluation	(74,086.54)	(833,424.34)	-
Interest income	(1,730,707.14)	(1,878,436.46)	(1,037,742.24)
Interest expenses	1,044,442.19	1,270,921.10	596,370.39
Expense for share-based payment transactions	-	-	6,430,993.00
Non-current provisions for employee benefits	3,919,219.00	3,433,850.00	4,189,990.00
Income tax expenses	33,897,884.98	27,263,331.06	25,336,741.06
Profit from operating activities before changes in operating assets and liabilities	180,500,894.99	152,108,517.08	126,186,433.92
Operating assets increased (decreased) :			
Trade and other current receivables	(315,847,133.76)	(128,552,263.62)	64,933,730.14
Contract assets	(238,418,523.85)	35,606,022.63	(189,917,174.57)
Non-current contract assets	(852,902.70)	-	-
Other non-current assets	(2,506,555.73)	1,871,662.82	(2,070,813.59)
Operating liabilities increased (decreased) :			
Trade and other current payables	260,386,055.25	(10,335,180.50)	66,972,505.81
Contract liabilities	(14,796,861.29)	17,934,380.10	(61,747,648.27)
Retention payables	(15,088,179.99)	22,963,457.91	62,500.00
Cash from (used in) operating activities	(146,623,207.08)	91,596,596.42	4,419,533.44
Employee benefit obligations paid	-	(320,000.00)	-
Interest income	2,012,197.45	1,745,462.48	1,037,742.24
Interest paid	(1,044,442.19)	(1,270,921.10)	(596,370.39)
Income tax paid	(31,885,782.19)	(30,524,270.70)	(23,739,628.64)
<b>Net cash from (used in) operating activities</b>	<b>(177,541,234.01)</b>	<b>61,226,867.10</b>	<b>(18,878,723.35)</b>

## Statements of Cash Flows (continue)

**Infrasat Public Company Limited**  
**For the Year Ended December 31, 2020**

	Unit: Baht		
	2020	2019	2018
<b>Cash flows from investing activities:</b>			
Cash received from disposal of current financial assets	502,130,397.41	-	-
Cash paid for acquisition of current financial assets	(330,000,000.00)	(250,000,000.00)	-
Cash received from deposit transfer right to buy and sell land	-	-	48,838,245.41
Cash received from disposal of fixed assets	20,147.38	16,521.17	-
Cash paid for acquisition of fixed assets	(8,939,607.39)	(33,425,291.70)	(11,987,697.24)
Cash paid for acquisition of intangible assets	(119,492.00)	(207,900.00)	(700,100.00)
Increase in restricted non-current financial assets	(500,396.50)	(15,339,392.38)	(331,277.76)
<b>Net cash from (used in) investing activities</b>	<u>162,591,048.90</u>	<u>(298,956,062.91)</u>	<u>35,819,170.41</u>
<b>Cash flows from financing activities:</b>			
Cash paid for long-term loan from a financial institution	(8,635,756.15)	(14,329,078.90)	(4,183,629.61)
Cash paid for lease liabilities	(2,937,356.81)	-	-
Cash received from increase in ordinary shares	-	392,740,000.00	220,000,000.00
Cash paid for direct costs related to share offering	-	(12,143,268.38)	-
Dividend paid	(85,675,410.32)	(79,628,950.19)	(150,000,000.00)
<b>Net cash from (used in) financing activities</b>	<u>(97,248,523.28)</u>	<u>286,638,702.53</u>	<u>65,816,370.39</u>
<b>Net increased (decreased) in cash and cash equivalents</b>	<u>(112,198,708.39)</u>	<u>48,909,506.72</u>	<u>82,756,817.45</u>
<b>Cash and cash equivalents at the beginning of the years</b>	<u>223,048,227.90</u>	<u>174,138,721.18</u>	<u>91,381,903.73</u>
<b>Cash and cash equivalents at the end of the years</b>	<u>110,849,519.51</u>	<u>223,048,227.90</u>	<u>174,138,721.18</u>
<b>Supplemental Disclosures of Cash Flows Information</b>			
Non-cash flows items consist of:			
Increase in accounts payables for purchase of fixed assets	30,041.48	-	-
Increase in property and plant from long-term debt	-	40,000,000.00	40,000,000.00
Increase in right-of-use assets from lease liabilities	15,393,746.99	-	-
Decrease in right-of-use assets from cancellation of lease liabilities	(301,832.32)	-	-

# Notes to The Financial Statements

## Infrasnet Public Company Limited For the Year Ended December 31, 2020

### 1. GENERAL INFORMATION

Infrasnet Public Company Limited (the "Company") was incorporated in Thailand on May 8, 2006 in accordance with the Civil and Commercial Code and transformed the Company into a public company on March 22, 2019. The Company is principally engaged in the construction of data center and information technology, infrastructure and telecommunication network. The Company has its head office at 165/37-39 Ramintra Road, Anusawari, Bang Khen, Bangkok.

### 2. BASIS FOR PREPARATION OF THE FINANCIAL STATEMENTS

The accompanying financial statements are prepared in accordance with Thai Financial Reporting Standards ("TFRS") including related interpretations and guidelines promulgated by the Federation of Accounting Professions ("FAP") and applicable rules and regulations of the Thai Securities and Exchange Commission.

Presentation of the financial statements complies with Notification of the Department of Business Development, dated December 26, 2019, issued under the Accounting Act B.E. 2543.

The accompanying financial statements have been prepared in Thai language and expressed in Thai Baht. Such financial statements have been prepared for domestic reporting purposes. For the convenience of the readers not conversant with the Thai language, an English version of the financial statements has been provided, translated based on the Thai version.

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

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

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

#### Coronavirus Pandemic 2019 (COVID-19)

The COVID-19 pandemic has caused an economic slowdown adversely affecting most businesses and industries. This situation may bring uncertainties and affect the environment in which the Company operates. These uncertainties may have a financial impact on the valuation of assets, provisions and contingent liabilities.

### 3. NEW FINANCIAL REPORTING STANDARDS AND ACCOUNTING TREATMENT GUIDANCE

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

During the year 2020, the Company have adopted the revised (revised 2020) and new financial reporting standards and interpretations which are effective for fiscal periods beginning on or after January 1, 2020. These financial reporting standards seek 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 financial

statements of either the Company, except the adoption of the financial reporting standards related to financial instruments and TFRS 16 Leases. The changes to key principles and impacts are summarized as follows:

**Financial reporting standards related to financial instruments.**

TFRSs related to financial instruments consists of the following five accounting standards and interpretations:

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 amortized cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company's business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments.

**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 recognize 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.

**Impacts on the financial statements**

The Company has adopted these two groups of reporting standards as from January 1, 2020 under the modified retrospective approach and the comparative figures have not been restated. The reclassifications and the adjustments arising from the changes in accounting policies are therefore recognized in the statement of financial position as at January 1, 2020.

The impact of first-time adoption of new accounting standards on the statement of financial position as at January 1, 2020 are as follows:

Unit: Baht

	As at December 31, 2019	TFRS 9	TFRS 16	As at January 1, 2020
<b>Statement of financial position</b>				
<b>Current assets</b>				
Temporary investment - net	250,833,424.34	(250,833,424.34)	-	-
Current financial assets - net	-	250,833,424.34	-	250,833,424.34
<b>Non-current assets</b>				
Pledged deposit with a financial institutions	50,906,670.14	(50,906,670.14)	-	-
Non-current financial assets	-	50,906,670.14	-	50,906,670.14
Right-of-use assets - net	-	-	15,393,746.99	15,393,746.99
<b>Current liabilities</b>				
Current portion of lease liabilities	-	-	4,196,010.05	4,196,010.05
<b>Non-current liabilities</b>				
Lease liabilities - net	-	-	11,197,736.94	11,197,736.94

However, the change in accounting policy due to the adoption of new financial reporting standards does not have any impact on retained earnings as at January 1, 2020.

**(b) Revised financial reporting standards**

In January 2021, the Federation of Accounting Professions announced the new TFRS 16 Lease (revised 2020), which was amended to provide the following two practical forms of relief:

- 1) Rent concessions to lessees as a result of the COVID-19 pandemic:  
A lessee may elect not to assess whether a COVID-19 related rent concession is a lease modification and shall account for those rent concessions as if they were not lease modifications. This amendment is effective for fiscal periods beginning on or after June 1, 2020.
- 2) Lease modifications as a result of interest rate benchmark reform:  
This will be effective for fiscal periods beginning on or after January 1, 2022.

The management of the Company has believed that the adoption of these financial reporting standards does not have any significant impact on the financial statements.

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

The Federation of Accounting Professions announced Accounting Treatment Guidance on “Temporary relief measures on accounting alternatives in response to the impact of COVID-19.”

The Accounting Treatment Guidance was published in the Royal Government Gazette on April 22, 2020, and is effective for financial statements prepared for reporting periods between January 1, 2020 to December 31, 2020.

Among the temporary relief measures on accounting alternatives, the Company has elected:

- Not to consider forward-looking information to measure the expected credit losses of trade receivable when using simplified approach.
- Not to consider the COVID-19 situation as an indication that an asset may be impaired in accordance with TAS 36, Impairment of Assets.
- Not to consider rent concessions for lessee as a result of the COVID-19 pandemic as a lease modification.

However, the management believes that there will have no significant effects to the financial statements after the relief.

#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

##### **Recognition of revenues and expenses**

Revenues and expenses are recognized on an accrual basis.

##### *Revenues from sale*

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

Revenue from repair and services are recognized when the services have been rendered.

Revenue from construction of data center, information technology, infrastructure and telecommunication network are recognized in proportion to the stage of completion, by calculating the actual construction costs incurred up to the end of the period as compared to the total anticipated construction costs to be incurred to completion. This also considers the results of the evaluation by the Company's engineers. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognized only to the extent of contract costs incurred that are likely to be recoverable. The construction costs incurred during the periods are recognized as an expense. In the event there is a probability that total project costs exceed contract revenues, the Company immediately recognized estimated loss as an expense in the statement of profit or loss.

##### *Interest income*

Interest income is calculated using the effective interest method and recognized on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

##### *Penalties arising from delay*

Contingent liabilities from penalties are recognized as an expense in the accounting period in which they are incurred.

The amount of contract revenues maybe decreased as a result of penalties arising from delay caused by the contractor in the completion of the contract where there is no any impact on the financial statements in the past.

##### *Finance cost*

Interest expense from financial liabilities at amortized cost is calculated using the effective interest method and are recognized on an accrual basis.

##### **Cash and cash equivalents**

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

##### **Contract assets and liabilities**

Revenues which are not yet due as per contracts are presented as "Contract assets" in the statement of financial position. The instalment amounts due and received according to the contracts, but not yet recognized as revenue, are presented as "Contract liabilities" in the statement of financial position.

## Property, plant and equipment/depreciation

Land is stated at cost and no depreciation is provided.

Buildings and equipment are stated at cost less accumulated depreciation and allowance for impairment (if any). Depreciations of bulidings and equipment are calculated by reference to their costs on a straight-line basis over their estimated useful lives as follows:

	<b>Useful lives</b> <b>(Years)</b>
Buildings	30
Building improvement	10-20
Office equipment	5
Computer	5
Vehicles	5

Depreciation method, useful life and the residual value will be reviewed at the end of the accounting period and adjusted if appropriate.

Borrowing costs directly attributable to the acquisition, construction or production of an asset in preparation for its intended use are capitalized as part of the cost of the respective assets.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is immediately written down to its recoverable amount. Estimated recoverable amount is the higher of the anticipated discounted cash flows from the continuing use of the asset and the amount obtainable from the sale of the asset less any costs of disposal.

### Leases

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

The Company assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercise by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.

#### *The Company as a lessee*

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

#### *a) Right-of-use assets*

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

The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

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

	<b>Useful lives</b>
	<b>(Years)</b>
Buildings	5
Vehicles	3

*b) Lease liabilities*

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

In calculating the present value of lease payments, the Company uses its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

*c) Short-term leases and leases of low-value assets*

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

*The Company as a lessor*

*Finance leases*

A lease that transfers substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee is classified as finance leases. As at the commencement date, an asset held under a finance lease is recognized as a receivable at an amount equal to the net investment in the lease or the present value of the lease payments receivable and any unguaranteed residual value. Subsequently, finance income is recognized over the lease term to reflect a constant periodic rate of return on the net investment in the lease.

*Operating leases*

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

**Intangible assets and amortization**

Computer software is stated at cost less accumulated amortization and allowance for impairment (if any). Amortization is calculated on the straight-line basis over their estimated useful lives of 3 and 5 years.

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

At the end of each reporting period, the Company performs impairment reviews in respect of the property, plant and equipment, right-of-use assets and intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognized when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Company could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognized in profit or loss.

## **Income tax**

Income tax expenses comprise current tax and deferred tax.

### *Current tax*

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

### *Deferred tax*

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

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

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

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

## **Employee benefits**

### *Short-term benefits*

The Company's salaries, wages, bonuses and social security contributions are accounted as expenses on an accrual basis.

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

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

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

Employee benefit obligations for severance payment, set-up according to labor law, are recognized as a charge to results of operations over the employee's service period. They calculated by estimating the amount of future benefit earned by employees in return for service provided to the Company in the

current and future periods, with such benefit being discounted to determine the present value. The reference point for setting the discount rate is the yield rate of government bonds as at the reporting date. The calculation is performed by actuarial technique using the Projected Unit Credit Method.

When the actuarial assumptions are changed, the Company recognized actuarial gains or losses in other comprehensive income for the period in which they arise.

### **Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects reimbursement for a provision, the reimbursement is recognized as a separate asset, but only when there is virtually certainty of the reimbursement.

### **Share-based payment**

Share-based payments are recorded on the grant date based on the fair value of shares and the consideration payable and to recognized the related expense with corresponding increase in shareholders' equity.

### **Financial instruments**

#### *Accounting policies adopted since January 1, 2020*

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

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

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

#### *Financial assets at amortized cost*

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

Financial assets at amortized cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

#### *Financial assets at FVTPL*

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

These financial assets include derivatives, security investments held for trading, equity investments which the Company has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

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

### *Classification and measurement of financial liabilities*

At initial recognition the Company's financial liabilities are recognized at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. In determining amortized cost, the Company takes into account any fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in profit or loss.

### *Derecognition of financial instruments*

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

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

### *Impairment of financial assets*

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

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

### *Accounting policies adopted before January 1, 2020*

#### *Trade receivables and allowance for doubtful accounts*

Trade receivables are stated at net realizable value. Allowance for doubtful accounts is an estimate of those amounts which may prove to be uncollectible based on a review of the current status of existing accounts receivables and the domestic economic environment.

### **Fair value measurement**

Fair value is the price that would be received to sell an asset or that paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except where there no active market for an identical asset or liability or when a quoted market price is not available, the Company measures fair value using valuation techniques appropriate in the circumstances and maximizes 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 categorized 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 Company determines whether transfers that have occurred between the levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period are measured at fair value on a recurring basis.

#### **Basic earnings per share**

Basic earnings per share are calculated by dividing the net profit for the year by the weighted average number of ordinary shares issued during the year.

### **5. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES**

The preparation of financial statements in conformity with Thai Financial Reporting Standards 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 follows:

#### **Revenue from contracts with customers**

##### *Identification of performance obligations*

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

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

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

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

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

In calculating the revenue recognized over time, the management is required to use judgement regarding measuring progress towards complete satisfaction of a performance obligation.

#### **Estimated services project costs**

The Company estimated 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, labor costs and other miscellaneous costs to be incurred to completion of service, and 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 loss on construction projects**

The Company reviews its construction work-in-progress to determine whether there is any indication of foreseeable losses. Identified foreseeable losses are recognized immediately in the statement of profit or loss when it is probable that total contract costs will exceed total contract revenue as determined by the management.

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

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

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

Indications include significant falls in the market value of assets or the future economic benefits of assets, significant changes in the overall business strategy impacting to the future utilization of assets, significant negative industry or economic trends, significant loss of market share, and significant unfavorable regulatory and court decisions that impact the business.

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

### **Leases**

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

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

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

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

### **Deferred tax assets**

Deferred tax assets are recognized in respect of temporary differences only to the extent that it is probable that taxable profit will be available against which these differences can be utilized. Significant judgment by management is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of estimate future profits.

### Post-employment benefits under defined benefit plans

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

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

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

### Litigation

The Company has contingent liabilities as a result of litigation. The Company's management has used judgment to assess of the results of the litigation and found that it is probable that loss will be incurred. Therefore, it recorded contingent liabilities with estimated future loss.

## 6. TRANSACTIONS WITH RELATED PARTIES

Related parties are defined as persons or companies that control other persons or companies or have significant influence over other persons or companies in making financial and/or operational decisions. This includes the companies that have common shareholders or executive management.

Transactions with related parties are conducted at agreed prices on market value or, where no market value exists, at contractually agreed prices.

The Company had significant business transactions with related parties for the years ended December 31, as follows:

	Unit : Baht	
	2020	2019
<b>Transactions between the Company and related parties</b>		
Rental	-	2,193,157.88
Right-of-use assets		
Amortization	2,041,891.12	-
Interest expenses	163,679.66	-

Such transactions are on commercial terms and bases agreed upon price between the Company and those related parties in the normal course of business.

Significant balances with related parties can be summarized as follows:

	Unit : Baht	
	2020	2019
<b>Related parties</b>		
Other non-current assets - deposit paid	540,000.00	540,000.00
Right-of-use assets (Cost)	10,209,455.68	-
Lease liabilities	8,473,091.24	-

### Management compensation

Management compensation for the years ended December 31, consisted of:

	Unit : Baht	
	2020	2019
Short-term benefits	22,471,400.00	21,270,000.00
Post-employment benefits	1,436,210.00	1,275,547.00
<b>Total management compensation</b>	<b>23,907,610.00</b>	<b>22,545,547.00</b>

Management comprises those persons who have authority and responsibility for planning, directing and controlling the activities of an entity, directly or indirectly.

### 7. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as at December 31, consisted of:

	Unit : Baht	
	2020	2019
Cash on hand	50,000.00	20,956.20
Cash at banks - savings accounts	110,752,905.88	223,017,271.70
Cash at banks - current accounts	34,613.63	10,000.00
Cheque due	12,000.00	-
<b>Total cash and cash equivalents</b>	<b>110,849,519.51</b>	<b>223,048,227.90</b>

### 8. TRADE AND OTHER CURRENT RECEIVABLES

Trade and other current receivables as at December 31, consisted of:

	Unit : Baht	
	2020	2019
<b>Trade receivables</b>	<b>453,657,209.69</b>	<b>157,924,684.17</b>
<b>Other current receivables</b>		
Advance payment for goods and services	5,203,759.88	1,912,181.20
Advance payments other	1,121,267.79	1,550,579.37
Revenue Department receivable	14,081,227.60	4,569,969.38
Undue input tax	9,945,081.92	2,451,641.73
Other	1,035,087.41	1,068,934.99
<b>Total other current receivables</b>	<b>31,386,424.60</b>	<b>11,553,306.67</b>
<b>Total trade and other current receivables</b>	<b>485,043,634.29</b>	<b>169,477,990.84</b>

The Company has trade receivables classified by age analysis as follows:

	Unit : Baht	
	2020	2019
<b>Trade receivables</b>		
Current	337,667,239.65	144,429,725.13
Not over 3 months	35,925,882.54	37,916.79
Over 3 - 6 months	79,472,912.50	12,693,062.25
Over 6 - 12 months	591,175.00	763,980.00
<b>Total trade receivables</b>	<b>453,657,209.69</b>	<b>157,924,684.17</b>

## 9. CONTRACT ASSETS /CONTRACT LIABILITIES

### 9.1 CONTRACT ASSETS

Contract assets as at December 31, consisted of:

	Unit : Baht	
	2020	2019
<b>Revenues recognition from percentage of completion method</b>		
	1,327,514,487.98	1,169,664,444.24
<b>Contract assets</b>		
Project value as per contract	3,425,064,118.54	1,465,736,819.58
Accumulated amount recognized as revenues under the percentage of completion basis	2,543,631,423.26	1,182,164,548.11
<u>Less</u> value of total billed	(2,059,502,038.64)	(928,475,301.03)
<u>Add</u> retention receivables	13,756,174.60	5,777,788.29
<b>Contract assets</b>	<b>497,885,559.22</b>	<b>259,467,035.37</b>

### 9.2 CONTRACT LIABILITIES

Contract liabilities as at December 31, consisted of

	Unit : Baht	
	2020	2019
<b>Contract liabilities</b>		
Project value as per contract	537,467,998.80	1,061,197,927.68
Value of total billed	520,722,441.49	939,311,873.51
<u>Less</u> accumulated amount recognized as revenues under the percentage of completion basis	(510,834,981.67)	(914,620,327.40)
Advances received from contract	9,887,459.82	24,691,546.11
Advances received from service	79,000.00	71,775.00
<b>Total</b>	<b>9,966,459.82</b>	<b>24,763,321.11</b>

## 10. CURRENT FINANCIAL ASSETS - NET

Current financial assets as at December 31, consisted of

	Unit : Baht			
	2020		2019	
	At cost	Fair value Level 2	At cost	Fair value Level 2
Open-End fund investments	80,000,000.00	80,000,000.00	250,000,000.00	250,000,000.00
Add unrealized gain on investments revaluation	-	74,086.54	-	833,424.34
<b>Current financial assets - net</b>	<b>80,000,000.00</b>	<b>80,074,086.54</b>	<b>250,000,000.00</b>	<b>250,833,424.34</b>

Movements in the financial assets are as follows:

	Unit : Baht	
	2020	2019
Balance at the beginning of the years	250,833,424.34	-
Purchase of investments during the years	330,000,000.00	250,000,000.00
Disposal of investments during the years	(502,130,397.41)	-
Gain on disposal of investments	1,296,973.07	-
Change in fair value	74,086.54	833,424.34
<b>Total current financial assets</b>	<b>80,074,086.54</b>	<b>250,833,424.34</b>

## 11. PROPERTY, PLANT AND EQUIPMENT - NET

Property, plant and equipment as at December 31, 2020, consisted of :

	Unit : Baht						
	Land	Building	Office Equipment	Computer	Vehicles	Building under construction	Total
<b>Cost:</b>							
<b>Balance as at January 1, 2020</b>	35,375,719.00	33,848,869.75	11,554,637.84	4,195,768.71	3,480,385.11	4,555,672.16	93,011,052.57
Add purchase during the year	-	328,000.00	2,230,593.81	168,620.00	-	6,242,435.06	8,969,648.87
Transfer in/Transfer out	-	10,287,254.02	251,980.00	-	-	(10,539,234.02)	-
Less disposal during the year	-	-	(651,879.45)	(528,449.08)	-	-	(1,180,328.53)
<b>Balance as at December 31, 2020</b>	<u>35,375,719.00</u>	<u>44,464,123.77</u>	<u>13,385,332.20</u>	<u>3,835,939.63</u>	<u>3,480,385.11</u>	<u>258,873.20</u>	<u>100,800,372.91</u>
<b>Accumulated depreciation :</b>							
<b>Balance as at January 1, 2020</b>	-	1,505,957.23	3,506,806.82	1,567,465.60	3,480,380.10	-	10,060,609.75
Add depreciation during the year	-	2,612,504.41	2,206,794.36	787,456.97	-	-	5,606,755.74
Less disposal during the year	-	-	(651,838.45)	(509,877.61)	-	-	(1,161,716.06)
<b>Balance as at December 31, 2020</b>	<u>-</u>	<u>4,118,461.64</u>	<u>5,061,762.73</u>	<u>1,845,044.96</u>	<u>3,480,380.10</u>	<u>-</u>	<u>14,505,649.43</u>
<b>Net book value:</b>							
<b>Net book value - net Beginning of year</b>	<u>35,375,719.00</u>	<u>32,342,912.52</u>	<u>8,047,831.02</u>	<u>2,628,303.11</u>	<u>5.01</u>	<u>4,555,672.16</u>	<u>82,950,442.82</u>
<b>Net book value - net Ending of year</b>	<u>35,375,719.00</u>	<u>40,345,662.13</u>	<u>8,323,569.47</u>	<u>1,990,894.67</u>	<u>5.01</u>	<u>258,873.20</u>	<u>86,294,723.48</u>

Depreciation for the years ended December 31, 2020 and 2019 amounted to Baht 5.61 million and Baht 2.90 million, respectively, were included in the statements of profit or loss.

As at December 31, 2020 and 2019, the Company has assets, which have been fully depreciated but are still in use, amounted to Baht 5.44 million and Baht 6.38 million, respectively.

As at December 31, 2020, all of the Company's land and buildings have been mortgaged as collateral for loan from a financial institution (Note 16), and letters of guarantee for business of the Company.

## 12. RIGHT-OF-USE ASSETS - NET

Right-of-use assets as at December 31, 2020 consisted of:

	Unit : Baht		
	Building	Vehicles	Total
<b>Cost:</b>			
<b>Balance as at December 31, 2019</b>	-	-	-
Adjustments from adoption of TFRS 16	10,209,455.68	5,184,291.31	15,393,746.99
<b>Balance as at January 1, 2020</b>	10,209,455.68	5,184,291.31	15,393,746.99
Less cancellation of lease liabilities	-	(358,432.96)	(358,432.96)
<b>Balance as at December 31, 2020</b>	<u>10,209,455.68</u>	<u>4,825,858.35</u>	<u>15,035,314.03</u>
<b>Accumulated depreciation :</b>			
<b>Balance as at January 1, 2020</b>	-	-	-
Add depreciation during the year	2,041,891.12	2,343,126.20	4,385,017.32
Less cancellation of lease liabilities	-	(56,600.64)	(56,600.64)
<b>Balance as at December 31, 2020</b>	<u>2,041,891.12</u>	<u>2,286,525.56</u>	<u>4,328,416.68</u>
<b>Net book value:</b>			
<b>Net book value - net Beginning of year</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Net book value - net Ending of year</b>	<u>8,167,564.56</u>	<u>2,539,332.79</u>	<u>10,706,897.35</u>

Depreciation for the year ended December 31, 2020 amounted to Baht 4.39 million was included in the statements of profit or loss.

### 13. INTANGIBLE ASSETS - NET

Intangible assets as at December 31, 2020 consisted of:

	Unit : Baht			As at December 31, 2020
	As at January 1, 2020	Movement during the year		
		Increase	Decrease	
<b>Computer software</b>				
Cost	1,655,800.00	119,492.00	-	1,775,292.00
Accumulated amortization	(826,016.36)	(351,908.08)	-	(1,177,924.44)
<b>Intangible assets - net</b>	<u>829,783.64</u>			<u>597,367.56</u>

Amortization for the years ended December 31, 2020 and 2019 amounted to Baht 0.35 million and Baht 0.33 million, respectively, were included in the statements of profit or loss.

### 14. DEFERRED TAX ASSETS

Movements in deferred tax assets during the year were as follows:

	Unit : Baht			As at December 31, 2020
	As at January 1, 2020	Movement increase (decreased)		
		Profit or loss	Other comprehensive income	
<b>Deferred tax assets</b>				
Right-of-use assets (depreciation)	-	71,523.29	-	71,523.29
Non-current provisions for employee benefits	3,110,177.60	783,843.80	(2,253,396.40)	1,640,625.00
<b>Total deferred tax assets</b>	<u>3,110,177.60</u>	<u>855,367.09</u>	<u>(2,253,396.40)</u>	<u>1,712,148.29</u>

Income tax expenses for the years ended December 31, were as follows:

	Unit : Baht	
	2020	2019
Profit before income tax	169,388,391.10	147,384,538.38
Income tax rate	20%	20%
Current income tax expenses as tax rate	33,877,678.22	29,476,907.68
Non-deductible expenses by the Revenue Code	131,173.42	474,484.14
Double expenses by the Revenue Code	(110,966.66)	(259,407.08)
Tax deductible on initial public offering expenses	-	(2,428,653.68)
<b>Income tax expenses</b>	<u>33,897,884.98</u>	<u>27,263,331.06</u>
<b>The effective tax rate</b>	<u>20.01%</u>	<u>18.50%</u>

The Company used income tax rate of 20% for the calculation of corporate income tax for the years ended December 31, 2020 and 2019.

## 15. TRADE AND OTHER CURRENT PAYABLES

Trade and other current payables as at December 31, consisted of:

	Unit : Baht	
	2020	2019
<b>Trade payables</b>	355,554,524.90	134,704,560.35
<b>Other current payables</b>		
Payable for purchase of fixed assets	30,041.48	-
Accrued incentive expenses	30,004,040.39	29,400,077.66
Accrued other expenses	2,189,521.73	2,466,535.04
Withholding tax payables	2,361,107.48	4,103,816.01
Undue output VAT	26,640,898.09	8,029,405.23
Retention payables	22,393,237.96	374,648.27
Other	360,334.36	38,567.10
<b>Total other current payables</b>	83,979,181.49	44,413,049.31
<b>Total trade and other current payables</b>	439,533,706.39	179,117,609.66

## 16. LONG-TERM LOAN FROM A FINANCIAL INSTITUTION - NET

Long-term loan from a financial institution as at December 31, consisted of:

	Unit : Baht	
	2020	2019
Long-term loan from a financial institution	12,851,535.34	21,487,291.49
<u>Less</u> current portion of long-term loan from a financial institution	(8,970,628.21)	(8,579,448.68)
<b>Long-term loan from a financial institution - net</b>	3,880,907.13	12,907,842.81

Movements in the long-term loan for the years ended December 31, are summarized below.

	Unit : Baht	
	2020	2019
<b>Balance as at January 1,</b>	21,487,291.49	35,816,370.39
Repayment during the years	(8,635,756.15)	(14,329,078.90)
<b>Balance as at December 31,</b>	12,851,535.34	21,487,291.49

As at December 31, 2020 and 2019, the Company has long-term loan from a financial institution for the line not exceeding Baht 40 million. The loan carries an interest at the MLR minus a certain rate, according to agreement. The loan principle is to be repaid in 60 monthly instalments. The loan is guaranteed by a mortgage of the Company's land and constructions.

## 17. LEASE LIABILITIES – NET

Lease liabilities as at December 31, 2020 consisted of:

	Unit : Baht
<b>Due within 1 year</b>	
Future minimum leases payment	4,255,500.00
Deferred interest expenses	(406,853.67)
<b>Present value of future minimum leases payment</b>	<u>3,848,646.33</u>
<b>Due over 1 year but not over 5 years</b>	
Future minimum leases payment	7,690,000.00
Deferred interest expenses	(475,625.25)
<b>Present value of future minimum leases payment</b>	<u>7,214,374.75</u>
<b>Net book value of assets under lease agreements</b>	<u><u>10,706,897.35</u></u>

The Company has entered into the property lease agreements and vehicles with related parties and other company, the terms of the agreements are generally between 1 to 5 years. The lease liabilities carry interest rate of 4.00% to 4.50% per annum.

## 18. NON-CURRENT PROVISIONS FOR EMPLOYEE BENEFITS

Movement of the present value of non-current provision for employee benefits for the years ended December 31, are as follows:

	Unit : Baht	
	2020	2019
<b>Non-current provisions for employee benefits at</b>		
<b>beginning of the years</b>	15,550,888.00	12,437,038.00
Included in profit or loss:		
Current service costs	3,458,931.00	3,065,738.00
Cost of interest	460,288.00	368,112.00
Included in other comprehensive income:		
Actuarial gains arising from		
Demographic assumptions changes	(3,056,413.00)	-
Financial assumptions changes	(3,201,928.00)	-
Experience adjustments	(5,008,641.00)	-
Benefits paid during the years	<u>-</u>	<u>(320,000.00)</u>
<b>Non-current provisions for employee benefits at</b>		
<b>ending of the years</b>	<u><u>8,203,125.00</u></u>	<u><u>15,550,888.00</u></u>

Employee benefits expenses for the years ended December 31, consisted of.

	Unit : Baht	
	2020	2019
Current service costs	3,458,931.00	3,065,738.00
Cost of interest	460,288.00	368,112.00
<b>Total employee benefits expenses</b>	<b>3,919,219.00</b>	<b>3,433,850.00</b>

Employee benefits expenses for the years ended December 31, as shown in the statements of profit or loss, are as follows:

	Unit : Baht	
	2020	2019
Costs of service	1,843,600.00	1,595,357.00
Distribution costs and administrative expenses	2,075,619.00	1,838,493.00
<b>Total employee benefits expenses</b>	<b>3,919,219.00</b>	<b>3,433,850.00</b>

Principal actuarial assumptions at the valuation date are as follows:

	Percentage (%) / annum	
	2020	2019
Discount rate	1.48	2.96
Future monthly salary increase rate	4.00	8.00
Mortality rate	100% of Thai Mortality Ordinary Tables of 2017	100% of Thai Mortality Ordinary Tables of 2017

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations as at December 31, 2020, are summarized below:

	Unit : Baht	
	Increase 1%	Decrease 1%
Discount rate	7,324,791.00	9,225,704.00
Salary increase rate	9,160,287.00	7,361,764.00
Turnover rate	7,262,038.00	8,910,646.00

As at December 31, 2020, the maturity analysis of undiscounted cash flows of benefit payments was as follows:

	Unit : Baht
Within 1 year	-
Over 1 and up to 5 years	1,984,080.00
Over 5 and up to 10 years	9,710,016.00
Over 10 years	106,207,210.00

## 19. SHARE CAPITAL

On September 27, 30 and October 1, 2019, the Company offered 146 million new ordinary shares to its benefactors and to the public at the price of Baht 2.69 per share. The Company registered the paid-up share capital with the Ministry of Commerce on October 3, 2019. The shares of the Company were traded on the Stock Exchange of Thailand on October 8, 2019. Direct expenses incurred for the initial public offering amounted to Baht 12.14 million was deducted from the premium on ordinary shares.

The resolution of the Annual General Shareholders' Meeting No.1/2019, held on March 15, 2019, passed a resolution to increase the Company's registered share capital from Baht 207 million to Baht 280 million and change the par value from Baht 100 to Baht 0.50 (from 2,070,000 ordinary shares at Baht 100 par value to 560,000,000 ordinary shares at Baht 0.50 par value) and to convert to a public company limited under the law governing public limited companies.

## 20. LEGAL RESERVE

Pursuant to the Public Limited Company Act B.E. 2535, the Company must set aside a reserve fund constituting no less than 5 % of the annual net profit deducted by the total deficit brought forward (if any) until the reserve equals no less than 10 % of the registered capital. This legal reserve is not available for dividend distribution.

## 21. DIVIDEND

The resolutions of the Board of Directors Meeting No. 4/2020, held on August 6, 2020, approved the allotment of net profit for six-month period ended June 30, 2020 for interim dividend payment to shareholders of Baht 0.038 for each share, totaling of Baht 21.28 million to shareholders in proportion to their share held. The interim dividends were paid to shareholders on September 4, 2020.

The resolutions of the Board of Directors Meeting No. 2/2020 held on April 7, 2020, has resolved to pay an interim dividend instead of paying dividend for the year 2019 at the rate of Baht 0.115 per share, totaling of Baht 64.40 million to shareholders in proportion to their share held. Dividends were paid to shareholders on May 5, 2020. The interim dividend have been proposed to the Annual General Meeting of Shareholders acknowledged on June 17, 2020.

The resolutions of the Board of Directors' Meeting on November 8, 2019 approved the allotment of net profit for nine-month period ended September 30, 2019 for interim dividend payment to shareholders of Baht 0.035 for each share, totaling of Baht 19.60 million. The interim dividend were paid to shareholders on December 6, 2019.

The Annual General Shareholders' Meeting No.1/2019, held on March 15, 2019, has resolved to pay a dividend from the retained earnings as at December 31, 2018, amounting to Baht 60.03 million to shareholders in proportion to their share held. Dividends were paid to shareholders on April 10, 2019.

## 22. SIGNIFICANT EXPENSES BY NATURE

Significant expenses by nature for the years ended December 31, consisted of:

	Unit: Million Baht	
	2020	2019
Raw materials and consumable materials used	434.58	426.30
Service fees for installation subcontracts	779.81	513.43
Director and employee's benefits expenses	79.44	88.16
Rental and service expenses	3.17	8.09
Depreciation and amortization	10.34	3.24
Reversal of allowance for doubtful account	-	(0.51)

### 23. OPERATING SEGMENTS

The Company operates in three business segments, construct of data center and information technology, infrastructure, telecommunications and transportation infrastructure and maintenance and services. Revenues and expenses relate to business segments and geographical segments for the years ended December 31, as follows:

Unit : Baht

	Construction of data center and information technology		Infrastructure, telecommunications and transportation infrastructure		Maintenance and Services		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
Revenues	703,900,733.17	1,059,226,359.18	623,613,754.81	110,438,085.06	173,435,614.09	46,947,892.98	1,500,950,102.07	1,216,612,337.22
Costs	(579,791,335.56)	(843,650,264.31)	(532,534,443.20)	(76,600,389.60)	(113,649,278.44)	(30,376,137.03)	(1,225,975,057.20)	(950,626,790.94)
Segment gross profit	<u>124,109,397.61</u>	<u>215,576,094.87</u>	<u>91,079,311.61</u>	<u>33,837,695.46</u>	<u>59,786,335.65</u>	<u>16,571,755.95</u>	274,975,044.87	265,985,546.28
Other income							3,119,990.61	3,353,443.42
Other unallocated costs							(41,733,544.40)	(53,195,141.71)
Distribution costs							(9,923,553.10)	(9,936,778.83)
Administrative expenses							(56,005,104.69)	(57,551,609.68)
Finance costs							(1,044,442.19)	(1,270,921.10)
Tax expenses							<u>(33,897,884.98)</u>	<u>(27,263,331.06)</u>
Profit for the years							<u>135,490,506.12</u>	<u>120,121,207.32</u>
Assets:								
Property, plant and equipment - net							86,294,723.48	82,950,442.82
Other							<u>1,245,644,679.69</u>	<u>961,682,251.69</u>
Total assets							<u>1,331,939,403.17</u>	<u>1,044,632,694.51</u>

## **24. EMPLOYEES PROVIDENT FUND**

The Company and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Employees contribute to the fund monthly at the rate of 5% (depending on the age of the work) and the Company contributed to the fund monthly at the referred rate plus 5%. The Company will pay to employees upon termination in accordance with the fund rules. The contributions started from March, 2012. For the year ended December 31, 2020 and 2019, the Company contributed to the fund amounting to Baht 1.86 million and Baht 1.65 million, respectively.

## **25. FINANCIAL INSTRUMENTS**

### **Financial risk management policies**

The Company's financial instruments principally comprise cash and cash equivalents, trade and other current receivables, other financial assets, trade and other current payables, long-term loans, and lease liabilities. The financial risks associated with these financial instruments and how they are managed is described below.

### **Credit risk**

The Company is exposed to credit risk primarily with respect to trade receivables. However, due to a prudent credit policy and most customers are government agencies, the Company does not expect to incur material financial losses. The maximum exposure to credit risk is limited to the carrying amounts of trade receivables as stated in the statements of financial position.

### **Interest rate risk**

The Company's exposure to interest rate risk relates primarily to cash and cash equivalents, trade and other current receivables, financial assets, trade and other current payables, long-term loan from a financial institution and lease liabilities under financial arrangement agreements. However, most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates, which are close to the market rate, the Company's interest rate risk is expected to be minimal.

As at 31 December 2020 and 2019, significant financial assets and liabilities, classified by type of interest rate, are summarized in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on their maturity dates, or the repricing date if this occurs before the maturity date.

Unit : Million Baht

As at December 31, 2020

	Fixed interest rates		Floating interest rate		Non-interest bearing	Total	Average Interest rate (% per annum)
	Within 1 year	Over 1 Year	Within 1 year	Over 1 Year			
<b>Financial assets</b>							
Cash and cash equivalents	-	-	110.85	-	-	110.85	0.05 - 0.25
Trade and other current receivables	-	-	-	-	485.04	485.04	-
Contract assets	-	-	-	-	498.74	498.74	-
Current financial assets - net	-	-	80.07	-	-	80.07	-
Non-current financial assets	-	-	-	51.41	-	51.41	0.20 - 1.40
	-	-	190.92	51.41	983.78	1,226.11	
<b>Financial liabilities</b>							
Trade and other current payables	-	-	-	-	439.53	439.53	-
Contract liabilities	-	-	-	-	9.97	9.97	-
Retention payables	-	-	-	-	8.31	8.31	-
Long-term loan from a financial institution	-	-	8.97	3.88	-	12.85	3.88 - 4.50
Lease liabilities	3.85	7.21	-	-	-	11.06	4.00 - 4.50
	3.85	7.21	8.97	3.88	457.81	481.72	

Unit : Million Baht

As at December 31, 2019

	Floating interest rate		Non- interest bearing	Total	Average Interest rate (% per annum)
	Within 1 year	Over 1 Year			
<b>Financial assets</b>					
Cash and cash equivalents	223.05	-	-	223.05	0.25 - 0.05
Trade and other current receivables	-	-	169.48	169.48	-
Contract assets	-	-	259.47	259.47	-
Current financial assets - net	250.83	-	-	250.83	-
Non-current financial assets	-	50.91	-	50.91	0.90 - 1.40
	<u>473.88</u>	<u>50.91</u>	<u>428.95</u>	<u>953.74</u>	
<b>Financial liabilities</b>					
Trade and other current payables	-	-	179.12	179.12	-
Contract liabilities	-	-	24.76	24.76	-
Retention payables	-	-	23.40	23.40	-
Long-term loan from a financial institution	8.58	12.91	-	21.49	4.50
	<u>8.58</u>	<u>12.91</u>	<u>227.28</u>	<u>248.77</u>	

#### Foreign currency risk

The Company's exposure to foreign currency risk is considered to be low since the majority of its business transactions are denominated in local currency.

#### Liquidity risk

The Company monitors its liquidity risk by maintaining a level of cash and cash equivalents deemed adequate by management to finance the Company and to mitigate the effects of fluctuations in cash flows.

#### Fair value of financial instruments

Given that part of financial assets and financial liabilities are short-term or bearing interest rate closely to market rate, and loans denominated in Thai Baht bearing the market interest rates, the Company's management believes that the fair value of those financial assets and financial liabilities does not materially differ from their carrying value.

The carrying value and fair value of financial assets and financial liabilities as at December 31, 2020 and January 1, 2020 are presented below.

	Unit : Baht		
	Financial statements as at December 31, 2020		
	FVPL	Amortized cost	Total
<b>Financial assets</b>			
Cash and cash equivalents	-	110,849,519.51	110,849,519.51
Trade and other current receivables	-	485,043,634.29	485,043,634.29
Contract assets	-	498,738,461.92	498,738,461.92
Current financial assets - net	80,074,086.54	-	80,074,086.54
Non-current financial assets	-	51,407,066.64	51,407,066.64
	<u>80,074,086.54</u>	<u>1,146,038,682.36</u>	<u>1,226,112,768.90</u>
<b>Financial liabilities</b>			
Trade and other current payables	-	439,533,706.39	439,533,706.39
Contract liabilities	-	9,966,459.82	9,966,459.82
Retention payables	-	8,312,426.19	8,312,426.19
Long-term loan from a financial institution	-	12,851,535.34	12,851,535.34
Lease liabilities	-	11,063,021.08	11,063,021.08
	-	<u>481,727,148.82</u>	<u>481,727,148.82</u>
<b>Unit : Baht</b>			
Financial statements as at January 1, 2020			
	FVPL	Amortized cost	Total
<b>Financial assets</b>			
Cash and cash equivalents	-	223,048,227.90	223,048,227.90
Trade and other current receivables	-	169,477,990.84	169,477,990.84
Contract assets	-	259,467,035.37	259,467,035.37
Current financial assets - net	250,833,424.34	-	250,833,424.34
Non-current financial assets	-	50,906,670.14	50,906,670.14
	<u>250,833,424.34</u>	<u>702,899,924.25</u>	<u>953,733,348.59</u>
<b>Financial liabilities</b>			
Trade and other current payables	-	179,117,609.66	179,117,609.66
Contract liabilities	-	24,763,321.11	24,763,321.11
Retention payables	-	23,400,606.18	23,400,606.18
Long-term loan from a financial institution	-	21,487,291.49	21,487,291.49
Lease liabilities	-	15,393,746.99	15,393,746.99
	-	<u>264,162,575.43</u>	<u>264,162,575.43</u>

Financial assets mandatorily measured at FVPL are as following:

	Unit : Baht	
	December 31, 2020	January 1, 2020
<b>Current assets</b>		
Open-End fund investments	80,074,086.54	250,833,424.34

#### Capital management

The objectives of The Company's capital management are to safeguard The Company's ability to continue as a going concern in order to provide returns to The Company's shareholders and benefits to other stakeholders. The management sets strategies to support The Company's operations for more efficiency, and better performance and stronger financial status, including dividend and capital management policies to maintain the optimal capital structure and cost of capital.

## 26. LITIGATION

As at December 31, 2020, the Company has been sued by other company in cases of a breach of agreements and prosecution claims totaling Baht 6.92 million. Presently, the cases are being considered by the court. However, the management of the Company has believes that the result of the legal cases will not be any material affecting to the financial statement.

## 27. COMMITMENTS AND CONTINGENT LIABILITIES

27.1 As at December 31, 2020 and 2019, the Company has obligations under leased service charges. The remaining rental and service charges of existing contracts to be paid in the future are as follows:

	Unit : Million Baht	
	2020	2019
Within 1 year	2.02	5.84
Over 1 and up to 5 years	-	5.13
<b>Total</b>	<b>2.02</b>	<b>10.97</b>

27.2 As at December 31, 2020 and 2019, the Company had the long-term credit facilities, bank overdraft, promissory note and letters of guarantee for the business of the Company totaling Baht 356 million. The credit facilities are guaranteed by a mortgage of the Company's land and constructions (Note 11) and non-current financial assets.

27.3 As at December 31, 2020 and 2019, the Company has a commitment with banks for the letters of guarantees issued by bank amounting to Baht 97.15 million and Baht 87.77 million, respectively.

27.4 As at December 31, 2020 and 2019, the Company was committed to pay under construction contracts amounting to approximately Baht 0.05 million and Baht 2.09 million, respectively.

## 28. RECLASSIFICATION OF ACCOUNTS

During the year, the Company has reclassified certain accounts in the statement of financial position as at December 31, 2019 to conform to presentation of the financial statement of current year which does not have any impact on net profit or shareholders' equity as follows:

	Unit : Baht		
	Before reclassification	Reclassification	After reclassification
<b>Statement of financial position as at December 31, 2019</b>			
Trade and other current receivables	175,255,779.13	(5,777,788.29)	169,477,990.84
		(253,689,247.08)	
Unbilled receivables	253,689,247.08	)	-
Contract assets	-	259,467,035.37	259,467,035.37
Advances received from customers	24,763,321.11	(24,763,321.11)	-
Contract liabilities	-	24,763,321.11	24,763,321.11

## 29. EVENT AFTER THE REPORTING PERIOD

On February 17, 2021, the Board of Directors' Meeting No.1/2021 approved to pay a ordinary shares dividend which is not exceeding of shares 56 million at a par value of Baht 0.50 per share to the Company's shareholders at the rate 10 existing shares per 1 ordinary share dividend. The totaling is not exceeding to Baht 28.00 million or convert to a dividend payment at Baht 0.05 per share. In case of any shareholder holds in the indivisible share remaining after allocate on the dividend so the Company shall pay in cash at the rate of Baht 0.05 per share. In addition, the meeting approves to pay cash dividend at the rate of Baht 0.081 per share or not exceeding in a totaling of Baht 45.36 million. The totaling of ordinary shares dividend and cash dividend payments are equivalent to a rate of Baht 0.131 per share or totally of Baht 73.36 million.

Hence, the effects on the diluted earnings per share for the year ended December 31, 2020 and 2019, are as follows:

	Unit : Baht	
	2020	2019
Profit for the year	135,490,506.12	120,121,207.32
Weighted average number of ordinary shares (Shares)	560,000,000.00	450,400,000.00
Number of ordinary shares dividend (Shares)	56,000,000.00	56,000,000.00
Number of ordinary shares diluted (Shares)	616,000,000.00	506,400,000.00
Diluted earnings per share	0.22	0.24

## 30. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Company's Board of Directors on February 17, 2021.

# Management Discussion and Analysis

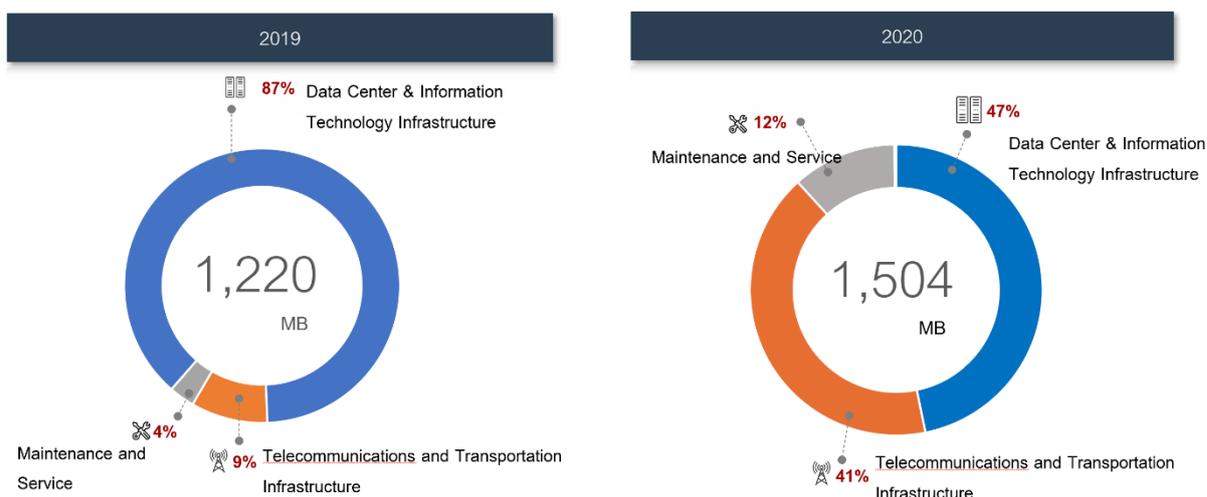
## 1. Overview of the Overall Operation

For 2018-2020, the overall operation of Infraset Public Company Limited has been continuously grown both in term of net profit and revenues from services, which count for more than 99% of total revenues. The major revenues of the Company were derived from three core businesses consisting of data center and information technology infrastructure business, telecommunications and transportation infrastructure business, and maintenance and service business.

In 2018-2020, the Company's total revenues amounted Baht 1,007.13 million, Baht 1,219.97 million and Baht 1,504.07 million, respectively. The main revenue was derived from the revenue from data center and information technology infrastructure business. The secondary revenue was the revenue from telecommunications and transportation infrastructure business. In each year, profit margin was at 17.43%, 17.49%, and 15.54%, respectively. Distribution cost and administrative expenses amounted to Baht 60.48 million, Baht 67.49 million and Baht 65.93 million, respectively. In 2019, such expenses have been increased based on an increase of the number of employees to support the business growth. In addition, there were expenses related to the restructuring of Company's organization and work processes in order to comply the standards and qualifications of listed companies. The Company's net profit amounted to Baht 94.55 million, Baht 120.12 million, and Baht 135.49 million, respectively.

In 2020, the Company's main revenues were derived from data center and information technology infrastructure business of Baht 703.90 million, telecommunications and transportation infrastructure business of Baht 623.61 million, and maintenance and service business of Baht 173.44 million, or in the proportion of 46.80%, 41.46% and 11.53% of total revenues, respectively. The revenues from the following major projects were recognized.

- The installation of 850 MHz frequency band filter circuit according to the Notification of National Broadcasting and Telecommunications Commission regarding the 824-839/869-884 MHz frequency band for the international mobile telecommunications plan and 885-895/930-940 MHz frequency band for the mobile telecommunications plan of CAT Telecom Public Company Limited (CAT Filter)
- New Tier III Modular DC (BBT) (KTBCS)
- Mobile Phone Signal Provision and Broadband Internet Service and Villages in Zone C+ Project of the National Broadcasting and Telecommunications Commission (Office of the NBTC) (the internet center of the school and community is set up to provide the basic telecommunication service all over and social service (USO Net)) in the Northern and Northeastern Area (USO Phase 1)
- Hi Speed Internet Service in Zone C Project of the NBTC in Northern 1 and the Central 2 (USO Phase 2)
- Construction of Region Node at Nakhonratchasima province
- Construction of the Information Technology building for the Provincial Electricity Authorization, Zone 1 (Northern region), Chiang Mai
- Maintenance and Service for Mobile Phone Signal Provision and Broadband Internet Service and Villages in Zone C+ project (MA USO Phase 1)
- Broadband Internet maintenance and service for Universal Service Obligation, Group 1 (North 1), and Group 7 (Central 2) (MA USO Phase 2)
- Maintenance and Service for fiber optic cable network of the Ministry of Higher Education, Science, Research and Innovation



## 1.1 Overall Operation Analysis

### Revenue Structure

Type of Service	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
1. Data Center & Information Technology Infrastructure	800.03	79.44	1,059.23	86.82	703.90	46.80
2. Telecommunications and Transportation Infrastructure	194.86	19.35	110.44	9.05	623.61	41.46
3. Maintenance and Service	5.69	0.56	46.95	3.85	173.44	11.53
4. Other Income	6.55	0.65	3.35	0.28	3.12	0.21
<b>รวม</b>	<b>1,007.12</b>	<b>100.00</b>	<b>1,219.97</b>	<b>100.00</b>	<b>1,504.07</b>	<b>100.00</b>

In 2018-2020, the Company's total revenues amounted to Baht 1,007.12 million, Baht 1,219.97 and Baht 1,504.07 million, respectively. The change of the revenues in each business can be described as follows.

### 1. Data Center & Information Technology Infrastructure Business

รายการ	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Revenues	800.03	100.00	1,059.23	100.00	703.90	100.00
1. Data Center	125.56	15.69	358.31	33.83	434.88	61.78
2. IT Infrastructure	674.47	84.31	700.92	66.17	269.02	38.22
Cost (cost -to-revenue ratio)	661.59	82.70	843.65	79.65	579.79	82.37
1. Data Center	89.09	70.96	290.80	81.16	359.84	82.74
2. IT Infrastructure	572.49	84.88	552.85	78.88	219.95	81.76
Gross profit (gross profit margin)	138.44	17.30	215.58	20.35	124.11	17.63
1. Data Center	36.47	29.04	67.51	18.84	75.04	17.26
2. IT Infrastructure	101.97	15.12	148.07	21.12	49.07	18.24

In 2018-2020, the Company's revenues from data center and information technology Infrastructure business amounted to Baht 800.03 million, Baht 1,059.23 million, and Baht 703.90 million, respectively. The cost of such business amounted to Baht 661.59 million, Baht 843.65 million, and Baht 579.79 million, respectively.

Such cost was recorded based on the actual cost in each period. The main transactions include contracting wage and material cost, resulting in the Company's gross profit of Baht 138.44 million, Baht 215.58 million, and Baht 124.11 million, respectively. Such business can be classified into the data center construction and IT infrastructure installation.

In 2018, the Company's revenue from data center amounted to Baht 125.56 million from TRUE IDC, MSC-TYB (Phase 2), Computer Operation Center at ICONSIAM Building, and TRUE IDC (Phase 2) Projects, etc. The cost of such data center construction works amounted to Baht 89.09 million or the cost to revenue ratio of 70.96%. In addition, the Company's revenue from information technology infrastructure amounted to Baht 674.47 million comprising the revenue from installing the information technology system to be connected in the building for W&W, FORTH, and USO (Phase 1) Projects. The cost of such works amounted to Baht 572.49 million or the cost to revenue ratio of 84.88% which was in the same ratio as the previous year. As a net result, the Company's gross profit of data center and information technology infrastructure business amounted to Baht 138.44 million, or gross profit margin at 17.30% of revenues in 2018.

In 2019, the Company's revenue from data center amounted to Baht 358.31 million mainly recognized from TRUE Landing Station Songkhla, MSC-TYB (Phase 2), CAT IDC and TRUE IDC (Phase 2) Projects. The cost of such data center construction works amounted to Baht 290.80 million or the cost to revenue ratio of 81.16%. In addition, the Company's revenue from information technology infrastructure amounted to Baht 700.92 million as the revenue from installing the information technology system to be connected in the building for W&W, FORTH, and USO (Phase 1 and Phase 2) Projects. The cost of such works amounted to Baht 552.85 million or the cost to revenue ratio of 78.88% which was lower than last year. As a net result, the Company's gross profit of data center and information technology infrastructure business amounted to Baht 215.58 million, or gross profit margin at 20.35% of revenues in 2019.

In 2020, the Company's revenue from data center amounted to Baht 434.88 million mainly recognized from New Tier III Modular DC (BBT), Construction of Region Node at Nakhonratchasima province, and Construction of the Information Technology building for the PEA, Zone 1 (Northern region), Chiang Mai Projects. The cost of such data center construction works amounted to Baht 359.84 million or the cost to revenue ratio of 82.74%. In addition, the Company's revenue from information technology infrastructure amounted to Baht 269.02 million mainly recognized from installing the information technology system to be connected in the building for USO (Phase 1 and Phase 2) Projects. The cost of such works amounted to Baht 219.95 million or the cost to revenue ratio of 81.76% which was higher than last year. As a net result, the Company's gross profit of data center and information technology infrastructure business amounted to Baht 124.11 million, or gross profit margin at 17.63% of revenues in 2020.

## 2. Telecommunications and Transportation Infrastructure Business

รายการ	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Revenues	194.86	100.00	110.44	100.00	623.61	100.00
1. Transmission Tower Installation	65.12	33.42	29.42	26.64	544.69	87.34
2. Network System Installation	129.74	66.58	81.02	73.36	78.92	12.66
Cost (cost -to-revenue ration)	115.03	59.03	76.60	69.36	532.53	100.00
1. Transmission Tower Installation	48.96	75.19	26.11	88.75	479.38	88.01
2. Network System Installation	66.06	50.92	50.49	62.32	53.15	67.35
Gross profit (gross profit margin)	79.84	40.97	33.84	30.64	91.08	14.61
1. Transmission Tower Installation	16.16	24.81	3.31	11.25	65.31	11.99
2. Network System Installation	63.68	49.08	30.53	37.68	25.71	32.65

In 2018-2020, the Company's revenue from telecommunications and transportation infrastructure business amounted to Baht 194.86 million, Baht 110.44 million, and Baht 623.61 million, respectively. The cost of such business amounted to Baht 115.03 million, Baht 76.60 million, and Baht 532.53 million, respectively, resulting in the Company's gross profit of Baht 79.84 million, Baht 33.84 million, and Baht 91.08 million, respectively. Such business can be classified into the transmission tower installation work and wired network system installation work.

In 2018, the Company's revenue from the transmission tower installation work of the TRUE Group amounted to Baht 65.12 million. The cost of such work amounted to Baht 48.96 million or the cost to revenue

ratio of 75.19%, highly increasing from last year due to the CAT Tower project, which CAT is the project owner. The cost of such project was high due to the additional cost of transmission tower, which was different from other projects that only labor cost incurred. Moreover, the Company's revenue from wired network system installation work of the TRUE Group, FORTH and AIT, etc., amounted to Baht 129.74 million. The cost of such work amounted to Baht 66.06 million or the cost to revenue ratio of 50.92%. As the net result, the Company's gross profit of telecommunications and transportation infrastructure business amounted to Baht 79.84 million or gross margin of 40.97%.

In 2019, the Company's revenue from transmission tower installation work of the TRUE Group amounted to Baht 29.42 million. The cost of such work amounted to Baht 26.11 million or the cost to revenue ratio of 88.75% which was relatively high when compared with 2018 since most revenues were derived from the CAT Tower project which had additional cost of transmission tower and was different from other projects that only labor cost incurred. Moreover, the Company's revenue from wired network system installation work of the TRUE Group, AIT, and Nirvana amounted to Baht 81.02 million. The cost of such work amounted to Baht 50.49 million or the cost to revenue ratio of 62.32%. As the net result, the Company's gross profit of telecommunications and transportation infrastructure business amounted to Baht 33.84 million or gross margin of 30.64%.

In 2020, the Company's revenue from transmission tower installation work amounted to Baht 544.69 million mainly recognized from CAT Filter project, which CAT is the project owner. The rest was transmission tower installation work of the TRUE Group. The cost of such work amounted to Baht 479.38 million or the cost to revenue ratio of 88.01%. In addition, the Company's revenue from wired network system installation work of the TRUE and Nirvana Groups amounted to Baht 78.92 million. The cost of such work amounted to Baht 53.15 million or the cost to revenue ratio of 67.35%. As the net result, the Company's gross profit of telecommunications and transportation infrastructure business amounted to Baht 91.08 million or gross margin of 14.61%.

### **3. Maintenance and Service Business and Others**

In 2018-2020, the Company's revenue from maintenance-service business and others amounted to Baht 12.23 million, Baht 50.30 million, and Baht 176.55 million, respectively. The said revenue was derived from maintenance and service business of Baht 5.69 million, Baht 46.95 million, and Baht 173.43 million, respectively. The revenue from maintenance and service business has been classified into two main types consisting of the revenue from Preventive Maintenance (PM) service, and revenue from Corrective Maintenance (CM) service. The samples of the customers have included FORTH, ISSP, NBTC, and CAT, etc.

In 2018, the Company's revenue from maintenance and service business amounted to Baht 5.69 million, increasing from 2017 since the Company received repair and maintenance work for DWDM device which is the expander of fiber-optic cable for FORTH in total of 162 stations.

In 2019, the Company's revenue from maintenance and service business amounted to Baht 46.95 million, highly increasing from 2018 due to the improvement and replacement work for fire prevention equipment for MRT building. In addition, the Company has commenced to recognize revenue from equipment maintenance work for USO (Phase 1) Project in total value of Baht 320 million for the 5-years term of the contract from Q3/2019.

In 2020, the Company's revenue from maintenance and service business amounted to Baht 173.43 million, highly increasing from 2019 due to full year revenue recognition of equipment maintenance work for USO (Phase 1) Project and the MA USO phase 2 revenue recognition for areas that service has been delivered to NBTC since January 2020. Moreover, the revenue recognition of MA for fiber optic cable network of the Ministry of Higher Education, Science, Research and Innovation with total value of Baht 49.95 million.

In 2018-2020, the Company's other incomes amounted to Baht 6.55 million, Baht 3.35 million, and Baht 3.12 million, respectively. Most of other incomes were derived from interest received from bank deposit, gain on disposal of current financial assets, and unrealized gain on current financial assets revaluation. However, in 2018, the Company's other incomes of Baht 6.55 million was in higher level than other years due to the gain from transfer of the right under the sales contract of the land for Baht 5.34 million. While in 2019 and 2020, most of other incomes were derived from interest received from bank deposit, gain on disposal of current financial assets, and unrealized gain on current financial assets revaluation in open-end fund at the ending date of the period.

#### **Employee Cost**

In 2018-2020, the Company's employee cost amounted to Baht 41.78 million, Baht 47.17 million, and Baht 35.16 million, respectively. Such cost consists of salary, bonus, fringe benefits and incentive of the employees of the Project Management and Service Department. The said employees are responsible to manage and supervise

the progress of the projects. Such incentive expense is the remuneration paid for the projects which have been completed and can be fully collected in accordance with the contracts (the projects have been closed). It highly increased in 2018 and 2019 due to an increase in the project value and the Company's revenue recognition in each year. In 2020, however, the employee cost decreased in line with the number of employees, which decreased from 107 staff last year to 94 staff.

### Distribution Costs

Detail	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
1 Sales Remuneration	2.31	55.47	5.04	50.70	5.92	59.68
2. Entertainment Expense	1.77	42.55	3.65	36.72	3.21	32.36
3. Others	0.08	1.97	1.25	12.58	0.79	7.96
<b>Total</b>	<b>4.16</b>	<b>100.00</b>	<b>9.94</b>	<b>100.00</b>	<b>9.92</b>	<b>100.00</b>

In 2018-2020, the Company's distribution costs amounted to Baht 4.16 million, Baht 9.94 million, and Baht 9.92 million, respectively. It consists of the sales remuneration, entertainment expense, and other selling expenses, such as New Year present expense, sales promotion expense, and advertising expense, etc.

The sales remuneration mostly consists of salary of sales and marketing staff which will be increased based on an increase in the number of employees and the salary in each year, bonus, and incentive expense which will be received upon the completion of the project construction, and money collection in full amount in accordance with the contract. Therefore, such expense had increased significantly in 2019 and 2020 from the value of the projects and the revenue recognition that increased each year.

### Administrative Expenses

Detail	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
1. Administrative remuneration	36.01	63.94	33.40	58.04	35.13	62.73
2. Expenses from share-based payment	6.43	11.42	-	-	-	-
3. Taxes and fees	4.93	8.75	8.60	14.94	6.34	11.32
4. Office Expenses	2.41	4.27	4.38	7.61	3.33	5.95
5. Depreciation	0.94	1.68	3.20	5.56	6.45	11.52
6. Other Administrative Expenses	5.60	9.95	7.97	13.85	4.76	8.48
<b>Total</b>	<b>56.32</b>	<b>100.00</b>	<b>57.55</b>	<b>100.00</b>	<b>56.01</b>	<b>100.00</b>

In 2018-2020, the Company's administrative expenses amounted to Baht 56.32 million, Baht 57.55 million, and Baht 56.01 million, respectively. The key transactions of the administrative expenses include remuneration of the executive employees, consultancy fee, fees, and office expense.

### Administrative Remuneration

In 2018-2020, the Company's administrative remuneration amounted to Baht 36.01 million, Baht 33.40 million, and Baht 35.13 million, respectively. Such transactions consist of salary, bonus, and other fringe benefit of the executive and back-office employees. The expenses will be increased or decreased depend on the number of employees.

In 2018, the Company's remuneration of the administrative employees considerably increased from previous year due to the commencement of the Company to pay pension to the Executive Committee at the rate of not more than 1.00% of the main revenues.

In 2019, the Company's remuneration of the administrative employees reduced when compared with in 2018 due to the resignation of one executive director, and the change of the pension rate from the rate of not more than 1.00% of the main revenues to be not more than 10.00% of profit before income tax expense for the year instead. In addition, the Company has adjusted the annual bonus of the employee on actual paid amount based on the annual performance assessment, resulting in a decrease in the employee remuneration despite of an increase in the number of employees.

In 2020, the Company's remuneration of the administrative employees increased from 2019 due to an increase of one executive director and incentive expense for the projects started from 2020 onward.

#### Consultancy Fee and Fees

In 2018-2020, the Company's consultancy fee and fees amounted to Baht 4.93 million, Baht 8.60 million, and Baht 6.34 million, respectively. The main transactions include audit fee, legal consultancy fee, and financial consultancy fee.

In 2019, the Company's consultancy fee and fees substantially increased from previous year since most expenses related to the restructuring of Company's organization and work process in order to comply with the standards and qualifications of the listed companies in the Stock Exchange. As a result, such expenses decreased in 2020.

#### Office Expense

In 2018-2020, the Company's office expense amounted to Baht 2.41 million, Baht 4.38 million, and Baht 3.33 million, respectively. The said transaction consists of office material expense, utilities, and branch office rent.

In 2019, the Company's office expense substantially increased from previous year due to an increase in office rent since the Company has leased a building from Mr. Sakboworn Pukkanasut, the Managing Director, to be used as a branch office to support the future expansion of the Company (the additional information detailed in the related party transaction part).

In 2020, the Company's office expense decreased from previous year due to a decrease in office rent since the landlord agreed to reduce the rental price for the rent from April to December 2020 due to the COVID-19 pandemic (the additional information detailed in the related party transaction part).

#### Operating Profit (Loss) and Operating Profit (Loss) Margin

Detail	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Total revenue	1,007.13	100.00	1,219.97	100.00	1,504.07	100.00
Total cost	(826.16)	(82.03)	(1,003.82)	(82.28)	(1,267.71)	(84.29)
Distribution costs	(4.16)	(0.41)	(9.94)	(0.81)	(9.92)	(0.66)
Administrative expenses	(56.32)	(5.59)	(57.55)	(4.72)	(56.01)	(3.72)
Operating profit	120.49	11.96	148.66	12.19	170.43	11.33

In 2018-2020, the Company's operating profit amounted to Baht 120.49 million, Baht 148.66 million, and Baht 170.43 million, or operating profit margin of 11.96%, 12.19%, and 11.33%, respectively. An increase in the operating profit in each year has been based on an increase in revenue recognition.

### Finance Costs

In 2018-2020, the Company's finance cost amounted to Baht 0.60 million, Baht 1.27 million, and Baht 1.04 million, respectively. The said cost is the finance cost from long-term financial institution loan to be used for purchasing land and building of the Company's head office.

### Income Tax Expense

In 2018-2020, the Company's income tax expense amounted to Baht 25.34 million, Baht 27.26 million, and Baht 33.90 million, respectively, or effective tax rate of 21.13%, 18.50%, and 20.01%, respectively.

Detail	For the Year Ended		
	31 December 2018	31 December 2019	31 December 2020
	MB	MB	MB
Current income tax	26.28	27.78	34.75
Deferred income tax	(0.94)	(0.52)	(0.85)
<b>Income tax</b>	<b>25.34</b>	<b>27.26</b>	<b>33.90</b>

In 2018, the Company's income tax expense amounted to Baht 25.34 million, or effective tax rate of 21.13%. The income tax expense consists of income tax for 2018 of Baht 26.28 million and deferred income tax of Baht 0.94 million.

In 2019, the Company's income tax expense amounted to Baht 27.26 million, or effective tax rate of 18.50%. The income tax expense consists of income tax for 2019 of Baht 27.78 million, and deferred income tax of Baht 0.52 million.

In 2020, the Company's income tax expense amounted to Baht 33.90 million, or effective tax rate of 20.01%. The income tax expense consists of income tax for 2020 of Baht 34.75 million and deferred income tax of Baht 0.85 million.

### Net Profit and Net Profit Margin

Detail	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Total Revenue	1,007.13	100.00	1,219.97	100.00	1,504.07	100.00
Total Cost	(826.16)	(82.03)	(1,003.82)	(82.28)	(1,267.71)	(84.29)
Total Expenses	(60.48)	(6.00)	(67.49)	(5.53)	(65.93)	(4.38)
Profit before finance costs and income tax expenses	120.49	11.96	148.66	12.19	170.43	11.33
Finance costs	(0.60)	(0.06)	(1.27)	(0.10)	(1.04)	(0.07)
Profit before income tax	119.89	11.90	147.38	12.08	169.39	11.26
Tax expenses	(25.34)	(2.52)	(27.26)	(2.23)	(33.90)	(2.25)
<b>Net profit</b>	<b>94.56</b>	<b>9.39</b>	<b>120.12</b>	<b>9.85</b>	<b>135.49</b>	<b>9.01</b>

In 2018-2020, the Company's net profit amounted to Baht 94.56 million, Baht 120.12 million, and Baht 135.49 million, respectively, or net profit margin of 9.39%, 9.85%, and 9.01%, of total revenues, respectively.

In 2018, the Company's net profit amounted to Baht 94.56 million, or net profit margin of 9.39%. The Company's net profit increased from previous year due to an increase in revenue. However, the Company's net profit margin oppositely decreased from previous year due to an increase in the cost of services mostly from USO (Phase 1) Project of which its gross profit margin was lower than other projects, and an increase in total expenses from a higher employee remuneration based on an increase in the number of employees to support the Company's business expansion.

In 2019, the Company's net profit amounted to Baht 120.12 million, or net profit margin of 9.85%. The Company's net profit and net profit margin increased from previous year based on an increase in revenue; while and the cost of services decreased due to the adjustment of the project cost estimation for the USO (Phase 1 and 2) Project, which the work progress as of the end of 2019 was more than 85%, to be close to the actual cost. As a result, the Company's gross profit margin increased due to a high proportion of such project's revenue to total revenues in accompany with the lower increasing rate of total expenses than the increasing rate of gross profit margin.

In 2020, the Company's net profit amounted to Baht 135.49 million, or net profit margin of 9.01%. The Company's net profit increased from previous year due to an increase in revenue. However, the Company's net profit margin decreased from previous year. This was mainly due to the revenue recognition for large projects with lower gross margins than small projects such as CAT Filter and KTBCS projects, which accounted for 52% of total revenues. In addition, the reduction rate of total expenses was less than the decrease in the gross profit margin.

### **Net Earnings Per Share**

Detail	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Net profit	94.56	9.39	120.12	9.85	135.49	9.01
Weighted average number of ordinary shares (Million shares)	345.83		450.40		560.00	
Earnings per share (Baht)	0.27		0.27		0.24	

\* EPS is calculated from weighted average number of ordinary shares at the end of period at par value of Baht 0.50 per share

In 2018, 2019, and 2020, the Company's Net Earnings Per Share (being calculated from weighted average number of ordinary shares at the end of period in each year at par of Baht 0.50 per share) was Baht 0.27, Baht 0.27, and Baht 0.24, respectively.

## **1.2 Financial Position Analysis**

### **1.2.1 Asset Overview**

At year-end 2018-2020, the Company's total assets amounted to Baht 606.73 million, Baht 1,044.63 million, and Baht 1,331.94 million, respectively. The detail of each transaction can be described as follows.

#### **Current Assets**

At year-end 2018-2020, the Company's current assets amounted to Baht 509.29 million, Baht 902.83 million, and Baht 1,173.85 million, or 83.94%, 86.43%, and 88.13% of total assets in each year, respectively. The main transactions consist of trade and other current receivables, contract assets, current financial assets, and cash and cash equivalents. Each transaction can be described as follows.

**Trade and Other Current Receivables**  
**Trade Receivables**

	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
Current	27.47	86.20	144.43	91.46	337.67	74.43
Overdue not over 3 months	2.33	7.31	0.04	0.03	35.93	7.92
Overdue 3 months but not over 6 months	1.54	4.83	12.69	8.03	79.47	17.52
Overdue 6 months but not over 12 months	0.02	0.06	0.76	0.48	0.59	0.13
Overdue more than 12 months	1.02	3.20	-	-	-	-
Total trade receivables	32.38	101.60	157.92	100.00	453.66	100.00
Allowance for doubtful accounts	(0.51)	(1.60)	-	-	-	-
Total trade receivables (net)	31.87	100.00	157.92	100.00	453.66	100.00

At year-end 2018-2020, the Company's net trade receivables amounted to Baht 31.87 million, Baht 157.92 million, and Baht 453.66 million, respectively.

At the year-end of 2018, the Company's net trade receivables amounted to Baht 31.87 million, being classified into undue receivables of Baht 27.47 million or 86.20% of net trade receivables in 2018. The large proportion was an undue receivables of AIT and FORTH for Baht 11.16 million and Baht 10.50 million, or 40.63% and 38.22% of undue receivables, respectively. The said undue receivables decreased from 2017 due to due payment. However, allowance for doubtful accounts of Baht 0.51 million were the transportation cost billed to W&W.

At year-end 2019, the Company's net trade receivables amounted to Baht 157.92 million, being classified into undue receivables of Baht 144.43 million or 91.46% of net trade receivables in 2019. The large proportion was the undue receivables of W&W and CAT Telecom Public Company Limited for USO (Phase 2) Project and CAT-IDC Area Improvement and Expansion Project amounted to Baht 45.75 million and Baht 72.59 million, or 31.68% and 50.26% of undue receivables in the year, respectively. The said undue receivables substantially increased from 2018, mostly due to the delivery of the aforesaid projects, and billing for collection in December 2019. Moreover, the Company reversed the transaction of allowance for doubtful accounts of Baht 0.51 million since the said transaction was paid.

At the year-end of 2020, the Company's net trade receivables amounted to Baht 453.66 million, being classified into undue receivables of Baht 337.67 million or 74.43% of trade receivables in 2020. The large proportion was an undue receivable of W&W, Information and Communication Networks Public Company Limited (ICN) and Turnkey Communication Services Co., Ltd. (TKC) for Baht 65.77 million, Baht 132.08 million, and Baht 86.39 million or 19.48%, 39.12%, and 25.58% of undue receivables in 2020, respectively. The said undue receivables mostly from MA USO Phase 1 and Phase 2, and CAT Filter project. The said undue receivables substantially increased from 2019, mostly due to the delivery of the aforesaid projects, and billing for collection in December 2020.

From 2018, the Company has commenced the policy for establishing allowance for doubtful accounts by considering the individual debtor and analyzing the debt repayment history together with aging of each receivable as per the following table.

Overdue period	Percentage of doubtful debt
From 1 year but not over 2 years	50
More than 2 years	100

### Other Current Receivables

At year-end 2018-2020, the Company's other current receivables amounted to Baht 16.54 million, Baht 11.55 million, and Baht 31.39 million, respectively. Main transactions are advance payment, Revenue Department receivable, and undue input tax.

At year-end 2020, the Company's other current receivables amounted to Baht 31.39 million, increasing from 2019, mostly due to an increase of Revenue Department receivable, and undue input tax, which increased amounted to Baht 9.51 million and Baht 7.50 million, respectively.

### Contract Assets

Contract assets include unbilled revenue, which is the recognized revenues for the completed work but it cannot be billed for collection since the terms or the condition of payment under the contract is not yet due, retention receivables.

At year-end 2018-2020, the Company's contract assets amounted to Baht 286.74 million, Baht 259.47 million, and Baht 497.88 million, respectively. Contract assets include unbilled revenue amounted to Baht 285.13 million, Baht 253.69 million, and Baht 484.13 million; retention receivables amounted to Baht 1.61 million, Baht 5.78 million, and Baht 13.76 million, respectively. The ratio of such transactions was at 47.26%, 24.84%, and 37.38% of total assets in each year, respectively.

The table below shows the details of the unbilled receivables.

Type of Service	For the Year Ended					
	31 December 2018		31 December 2019		31 December 2020	
	MB	%	MB	%	MB	%
1. Data Center and Information Technology Infrastructure	119.21	41.81	87.24	34.39	185.60	38.34
2. Telecommunications and Transportations Infrastructure	165.92	58.19	166.45	65.61	298.53	61.66
3. Maintenance and Service	-	-	-	-	-	-
<b>Total</b>	<b>285.13</b>	<b>100.00</b>	<b>253.69</b>	<b>100.00</b>	<b>484.13</b>	<b>100.00</b>

In 2018, the Company's unbilled revenue amounted to Baht 285.13 million which substantially increased from 2017, derived from the Data Center and Information Technology Infrastructure business, mostly from MSC TYB – Phase 2 Project, USO Project, TRUE IDC – Phase 1 and Phase 2 Project, etc. in the amount of Baht 119.21 million or 41.81% of total unbilled revenue. Another portion of unbilled revenue derived from Telecommunications and Transportations Infrastructure business, mostly from UPC Dens Project, True Coverage Expansion Project, and TUC Bangkok Project, etc., in the amount of Baht 165.92 million or 58.19% of total unbilled revenue.

In 2019, the Company's unbilled revenue amounted to Baht 253.69 million which decreased from 2018, derived from the Data Center and Information Technology Infrastructure business, mostly from CAT Asian Hub Project, Communication and Information Building for PEA District 1 - Chiang Mai Project, and TRUE Landing Station Songkhla Project, etc., in the amount of Baht 87.24 million or 34.39% of total unbilled revenue. Another portion of unbilled revenue derived from the Telecommunications and Transportations Infrastructure business, mostly from UPC Dens Project, True Coverage Expansion Project, CAT Collocate Tower Project, and TUC Bangkok Project, etc., in the amount of Baht 166.45 million or 65.61% of total unbilled revenue.

In 2020, the Company's unbilled revenue amounted to Baht 484.13 million which substantially increased from 2019, derived from the Data Center and Information Technology Infrastructure business, mostly from USO Phase 1 Project and KTBCS etc. in the amount of Baht 185.60 million or 38.34% of total unbilled revenue. Another portion of unbilled revenue derived from Telecommunications and Transportations Infrastructure business, mostly from CAT Filter Project, UPC Dens Project and True Coverage Expansion Project etc., in the amount of Baht 166.45 million or 65.61% of total unbilled revenue.

In 2020, the unbilled revenue mostly derived from CAT Filter and USO Phase 1, which will be able to bill to main contractors upon the acceptance of work from CAT and NBTC, which is the project owner. Due to the spread of the COVID-19 virus, the work delivery was delayed due to the inability to enter the area, where mostly were in the upcountry.

### **Cash and Cash Equivalents**

At year-end 2018-2020, the Company's cash and cash equivalents amounted to Baht 174.14 million, Baht 223.05 million, and Baht 110.85 million. The ratio of such transactions was at 28.70%, 21.35%, and 8.32% of total assets in each year, respectively. Such transactions substantially increased in 2019 due to collection from big projects such as USO (Phase 2) Project and CAT-IDC Project.

In 2020, the Company's cash and cash equivalents substantially decreased from last year due to the use of funds in projects such as KTBCS and CAT Filter in order to be able to deliver the work on time.

### **Current Financial Assets**

At year-end 2019-2020, the Company's current financial assets amounted to Baht 250.83 million and Baht 80.07 million, which partly was funds proceeded from the initial public offering (IPO). The Company invested such money in Fixed Income Fund. Such investment is classified into securities for trading in statement of financial position at fair value as the ending date of the period.

### **Non-Current Assets**

At year-end 2018-2020, the Company's non-current assets amounted to Baht 97.44 million, Baht 141.81 million, and Baht 158.09 million, or 16.06%, 13.57%, and 11.87% of total assets in each year, respectively. Most of the non-current assets consist of property, plant, equipment, and non-current financial assets.

### **Property, Plant, and Equipment**

At year-end 2018-2020, the Company's property, plant, and equipment amounted to Baht 52.45 million, Baht 82.95 million, and Baht 86.29 million, respectively, or 8.64%, 7.94% and 6.48% of total assets in each year, respectively. Such transactions substantially increased in 2019 due to the Company's purchase of land and office building to be used as the new head office of the Company. In 2020, an increase of such transactions derived from building improvement of branch office.

### **Non-Current Financial Assets**

At year-end 2018-2020, the Company's non-current financial assets amounted to Baht 35.57 million, Baht 50.90 million, and Baht 51.41 million, or 5.86%, 4.87%, and 3.86% of total assets in each year, respectively. The said transaction is a deposit at financial institution, which is pledged for the Company's letter of guarantee and other bank's credit facilities.

The said restricted deposit has been increased every year in accordance with the request for increasing a project guarantee limit from the commercial banks. The Company needs to pledge an additional deposit to secure the credit facility.

## **1.2.2 Overview of the Liabilities**

### **Company's Debt Structure**

At year-end 2018-2020, the Company's total liabilities amounted to Baht 247.51 million, Baht 264.32 million, and Baht 492.80 million, respectively.

In 2019, an increase of the Company's total liabilities from 2018 was mostly due to an increase in advance received from its customers and retention payables, which increased from 2018 by Baht 17.93 million and Baht 22.96 million, respectively.

In 2020, the Company's total liabilities increased from 2019 by Baht 260.41 million mostly due to an increase in trade and other current payables. The detail of each transaction can be described as follows.

### **Current Liabilities**

At year-end 2018-2020, the Company's current liabilities amounted to Baht 206.65 million, Baht 212.46 million, and Baht 465.19 million, or 83.49%, 80.38%, and 94.40% of total liabilities in each year, respectively. The main transactions include trade and other current payables and contract liabilities.

### **Trade and Other Current Payables**

At year-end 2018-2020, the Company's account payables and other current payables amounted to Baht 189.45 million, Baht 179.12 million, and Baht 493.53 million, respectively, consisting of trade payables for Baht 160.66 million, Baht 134.70 million, and Baht 355.55 million, respectively. Such trade payables are mostly the sub-contractors of which the Company have hired under the contract of the project construction and another is the business partner companies that sell the equipment for installation in each project.

### **Contract Liabilities**

At year-end 2018-2020, the Company's contract liabilities amounted to Baht 6.83 million, Baht 24.76 million, and Baht 9.97 million, respectively. Such transactions include an advance received from customers to be used in construction in the first stage in accordance with the agreed contract and cash collected from customers under the contract terms, which is higher than revenue recognized by percentage of completion.

At year-end 2019, the Company's advance received from customers amounted to Baht 24.76 million, increased from 2018, mostly received of USO (Phase 1) Project in accordance with the contract. In 2020, the advance received from customers derived from USO (Phase 2) Project.

### **Non-Current Liabilities**

At year-end 2018-2020, the Company's non-current liabilities amounted to Baht 40.86 million, Baht 51.86 million, and Baht 27.61 million, or 16.51%, 19.62%, and 5.60% of total liabilities in each year, respectively. Long-term loans from financial institution, retention payables, and provision of employee benefit are the main transactions.

### **Long-Term Loans from Financial Institution**

The Company has borrowed long-term loan from a financial institution for Baht 40.00 million to purchase land and building to be used as the head office. At the year-end of 2018, the Company's outstanding long-term loan from the financial institution amounted to Baht 35.82 million, being classified into the current portion of Baht 7.83 million, and net long-term loan from the current portion of Baht 27.99 million.

At year-end 2019, the Company's outstanding balance of the loan from financial institution for the purchase of land and building amounted to Baht 21.49 million, being classified into the current portion of Baht 8.58 million, and net long-term loan from the current portion of Baht 12.91 million.

At year-end 2020, the Company's outstanding balance of the loan from financial institution for the purchase of land and building amounted to Baht 12.85 million, being classified into the current portion of Baht 8.97 million, and net long-term loan from the current portion of Baht 3.88 million.

### **Retention Payables**

At year-end 2018-2020, the Company's retention payables amounted to Baht 0.44 million, Baht 23.40 million, and Baht 8.31 million, or 0.18%, 8.85%, and 1.69% of total liabilities in each year, respectively. At year-end 2019, a quite high increase in the Company's retention payables was due to the deduction of retention money from the contractors for the projects under construction in 2019, such as USO Phase 1 and 2 Projects, CAT IDC Project, Communication and Information Building for PEA District 1 - Chiang Mai Project, and TRUE Landing Station Songkhla Project, etc.,

At year-end 2020, the Company's retention payables decreased since most of the projects were completed in 2020, the performance retention is expected to be paid back to contractors in 2021. Therefore, such transaction has been classified as trade and other current payables.

### **Non-Current Provisions for Employee Benefits**

At year-end 2018-2020, the Company's non-current provision for employee benefits amounted to Baht 12.44 million, Baht 15.55 million, and Baht 8.20 million, respectively. The Company employed an actuary to calculate the non-current provision for employee benefits since 2017.

In 2018, the Company recorded an impact from the change in an additional rate of severance pay in case of the employer's dismissal. The employee who has continuously worked for 20 full years and more is entitled to receive severance pay of not less than the 400-day last wage rate in accordance with the new Labour Protection Act, resulting in an increase in the Company's liability from establishing the long-term employee benefit reserve.

In 2020, the Company employed an actuary to recalculate the non-current provision for employee benefits. As a result, the amount of the provision for employee benefits at the end of 2020 decreased by Baht 9.01 million, net of income tax. The actuarial gain was recognized in other comprehensive income.

### **Shareholders' Equity**

At year-end 2018-2020, the shareholders' equity of the Company amounted to Baht 359.22 million, Baht 780.31 million, and Baht 839.14 million, respectively, increasing from an overall operation in each year and substantial increasing in 2018 from a capital increase for Baht 220 million, and in 2019 from an initial public offering (IPO) of the ordinary shares for the capital increase for Baht 380.60 million.

At year-end 2018, a substantial increase of the shareholders' equity of the Company from 2017 was due to an increase of profit from the business operation and from the Company's capital increase of Baht 220 million even though the Company paid dividend of Baht 150.00 million, resulting in the shareholders' equity of the Company to be Baht 359.22 million.

At year-end 2019, a substantial increase of the shareholders' equity from 2018 was due to an increase of net profit from the business operation and from the Company's initial public offering (IPO) of the ordinary shares for capital increase after direct expense relating to sale of the shares for capital increase of Baht 380.60 million even though the Company paid dividend of Baht 79.63 million, resulting in the shareholders' equity of the Company to be Baht 780.31 million.

At year-end 2020, an increase of the shareholders' equity of the Company from 2019 was due to an increase of profit from the business operation, net with dividend payment of Baht 85.68 million, resulting in the shareholders' equity of the Company to be Baht 839.14 million.

### **Suitability of the Capital Structure**

At year-end 2018-2020, the Company's Debt to Equity ratio (D/E ratio) was 0.69 times, 0.34 times, and 0.59 times, respectively. Such ratio substantially decreased since 2018 due to the Company's profit increase and capital increase.

## **1.3 Liquidity Analysis**

### **Statements of Cash Flows**

Transaction	For the Year Ended		
	31 December 2018	31 December 2019	31 December 2020
Net cash from (used in) operating activities	(18.88)	61.23	(177.54)
Net cash from (used in) investing activities	35.82	(298.96)	162.59
Net cash from (used in) financing activities	65.82	286.64	(97.25)
Net increased (decreased) in cash and cash equivalents	82.76	48.91	(112.20)

### **Cash Flows from Operating Activities**

At year-end 2018, the Company's net cash flows used in operating activities amounted to Baht 18.88 million due to a quite substantial increase of the Company's unbilled revenue from the project completion but it is unable to bill for collection despite of the quite high profit before income tax.

At year-end 2019, the Company's net cash flows from operating activities amounted to Baht 61.23 million, mostly from profit before income tax, and advance received from customers. In addition, unbilled revenue decreased despite of a quite substantial increase in trade and other current receivables.

At year-end 2020, the Company's net cash flows used in operating activities amounted to Baht 177.54 million, mostly from an increase of contract assets, trade and other current receivables, which included unbilled revenue from the project completion and undue payment of trade receivables, which occurred from delivery of major projects

### Cash Flows from Investing Activities

At year-end 2018, the Company's cash flows from investing activities amounted to Baht 35.82 million from the Company's sale of the purchasing right of the land to the party that may have conflict of interest.

At year-end 2019, the Company's cash flows used in investing activities amounted to Baht 298.96 million. Mainly resulted from purchasing current financial assets and an increase in deposits of financial institutions with obligations to guarantee the Company's working capital amounting to Baht 250 million and Baht 15.34 million, respectively. Also, cash paid for the purchase of fixed assets amounting to Baht 33.42 million.

### Cash Flows from Financing Activities

At year-end 2018, the Company's cash flows from financing activities amounted to Baht 65.82 million from cash received from capital increase of Baht 220.00 million, and net with cash paid for dividend of Baht 150.00 million, and cash paid for loans from financial institutions of Baht 4.18 million.

At year-end 2019, the Company's cash flows from financing activities amounted to Baht 286.64 million from cash received from capital increase of Baht 392.74 million, and net with direct expense relating to sale of the shares for capital increase of Baht 12.14 million, and cash paid for dividend of Baht 79.63 million, and cash paid for loans from financial institution of Baht 14.33 million.

At year-end 2020, the Company's cash flows used in financing activities amounted to Baht 97.25 million, mostly from cash paid for dividend of Baht 85.67 million.

## 1.4 Significant Liquidity Ratios

Financial Ratios	Unit	For the Year Ended		
		31 December 2018	31 December 2019	31 December 2020
<b><u>Liquidity Ratios</u></b>				
Current Ratio	(Times)	2.46	4.25	2.52
Accounts Receivable Turnover	(Times)	4.59	3.46	2.25
Average Collection Period	(Day)	80	105	162
Payables Turnover	(Times)	5.30	5.45	4.10
Average Payment Period	(Day)	69	67	89
Cash Conversion Cycle	(Day)	11	38	73
<b><u>Financial Policy Analysis Ratio</u></b>				
Interest Coverage Ratio	(Times)	7.41	71.82	140.38
Debt Service Coverage Ratio (Cash Basis)	(Times)	-	0.48	-

### Liquidity Ratio

At year-end 2018-2020, the Company's Current Ratio was 2.46 times, 4.25 times, and 2.52 times, respectively.

At year-end 2018, a relatively high increase of the Company's Current Ratio from 2017 was due to an increase of contract assets, increasing from the accumulative amount of the percentage of project completion, but has not yet been billed for collection; in accompany with an increase of cash and cash equivalents due to an increase of the Company's collectability from its customers.

At year-end 2019, a relatively high increase of the Company's Current Ratio from 2018 was due to a substantial increase of current assets such as current financial assets, cash and cash equivalents, mostly being cash proceeded from IPO; while a small increase of current liabilities.

At year-end 2020, a decrease of the Company's current ratio from 2019 was due to an increase of the current assets in a lower rate than an increase of current liabilities. It was due to many invoices received from the Company's contractor at the end of year.

### **Interest Coverage Ratio and Debt Coverage Ratio (Cash Basis)**

At year-end 2018-2020, the Company's Interest Coverage Ratio was 7.41 times, 71.82 times, and 140.38 times respectively. This resulted from the Company's loans for purchasing of land and building to be used as a head office. Since the Company has a relatively high operating profit; while the interest expense is only Baht 0.60 million, Baht 1.27 million and Baht 1.04 million, respectively, resulting in such a high level of ratio. It reflects a good ability to repay interest.

At year-end 2019, the Company's debt coverage ratio was 0.48 times. The ratio is quite low due to dividends paid and cash paid for acquisition of fixed assets. However, at the end of 2018 and 2020, the Company was unable to calculate the ratio as the Company had negative operating cash flow, which resulted from a significant increase in contract assets and trade receivables.

### **Accounts Receivable Turnover and Average Collection Period**

At year-end 2018-2020, the Company's accounts receivable turnover was 4.59 times, 3.46 times, and 2.25 times respectively, or average collection period at 80 days, 105 days, and 162 days, respectively. However, the said accounts receivable turnover is calculated from accounts receivable net with contract assets and contract liabilities.

At year-end 2018, the Company's accounts receivable turnover and average collection period improved due to its ability to collect receivables, resulting in an increase of payment received from customers. Therefore, it caused an improvement of accounts receivable turnover and average collection period accordingly.

However, at year-end 2019 and 2020, accounts receivable turnover and average collection period continued to increase. The main reason was the relatively large increase in trade receivables since the Company had billed for major projects in December 2019 and December 2020, together with an increase in contract assets in 2020, which resulted from the inability to enter the area to inspect work delivered due to epidemic of the COVID-19 virus.

### **Cash Conversion Cycle**

At year-end 2018-2020, the Company's Cash Conversion Cycle was 11 days, 38 days, and 73 days, respectively. The description can be explained by average collection period and average payment period as follows.

At year-end 2018-2020, the Company's average collection period was 80 days, and 105 days, 162 days, respectively. The said average collection period is calculated from trade accounts receivable adjusted with contract assets and contract liabilities.

At year-end 2018, the Company's average collection period was 80 days, decreasing from previous year due to a decrease of accounts receivable which were mostly derived from the Company's major collectability from ICN in USO Project. In accompany with a substantial increase of the revenue from business operation, it resulted in a substantial increase of the Company's accounts receivable turnover and a decrease of the Company's average collection period.

At year-end 2019, the Company's average collection period was 105 days, increasing from the year-end 2018 due to an increase of accounts receivable as the result of an increase in billing for collection, which mostly came from W&W and CAT Telecom Public Company Limited from USO (Phase 2) and CAT IDC Projects, respectively. This resulted in a decrease of the Company's accounts receivable turnover and an increase of its average collection period from previous year.

At year-end 2020, the Company's average collection period was 162 days, increasing from the year-end 2019 due to an increase of accounts receivable as the result of an increase in billing of large projects, which mostly came from W&W (MA USO Phase 1 and Phase 2), ICN and TKC (CAT Filter). This resulted in a decrease of the Company's accounts receivable turnover and an increase of its average collection period from previous year.

At year-end 2018-2020, the Company's average payment period was 69 days, 67 days, and 89 days, respectively. Such average payment period was altered in accordance with an increase or a decrease of accounts payable.

At year-end 2018-2019, the Company's average payment period was 69 days and 67 days, respectively, in similar ratios, and considerably decreased from 2017 mainly due to a considerable increase in cost of services, resulting in an increase of the Company's accounts payable turnover and a decrease of its average payment period.

At year-end 2020, the Company's average payment period was 89 days, increasing from 2019. Main reasons was due to a relatively high increase in trade and other payables at the end of the year; while the cost of service was increased at a lower rate than that of trade payables, resulting in a decrease of the Company's accounts payable turnover and an increase of its average payment period.

due to

## **1.5 Potential Factors Affecting Future Operation or Financial Position**

### **Risk from Non-Collectability**

The Company's contract assets was in large amount in 2018-2020 or in the proportion of 47.26 %, 24.84%, and 37.38% of total assets in each year, respectively. It is due to unbilled of some projects since the billing condition has not yet been satisfied or the inspection and acceptance period of such projects has been long. As a result, the Company has a considerable accumulative amount of the contract assets. Therefore, the Company is exposed to a risk from not receiving the payment from such projects, or it may take longer time for the Company to receive payment from such projects, possibly affecting the Company's operating liquidity. However, most of the Company's customers are large-sized companies with secure financial position. Therefore, the risk from the Company's failure to receive payment from such companies is low.

### **Risk from Dependence on Major Customers**

Most of the Company's operating revenues derive from W&W which is a company under the TRUE Group. Therefore, the Company is exposed to risk from the dependence on such major customers and may affect its revenue and overall operation. However, the Company is aware of such risk and establishes its business operation plan to reduce the dependence on any customer, for instance, an acquisition of at least three new customers per year and an extension of the work scope to cover all customer groups, etc.



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