



SAFE TOGETHER

ANNUAL REPORT 2020
รายงานประจำปี 2563



THON CORE VALUES

T

TREASURE LIVES

We treasure everyone's quality of life and we strive to offer the best care without discrimination of any persons or groups

H

HONEST

We work on the principles of honesty and transparency, offering only necessary and desired products and services. We also approach our work with humility and respect for patients' dignity



O

OPTIMISTIC

We look towards the future with optimism, constantly searching for innovative ways to improve our services and business performance

N

NURTURING

Because our people are our greatest asset, we will nurture and keep developing our employees to be the best healthcare professionals for our customers





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Please see more of the Company's information from the Annual Registration Statement (form 56-1) as presented in the www.sec.or.th or the Company's website

Message from the Chairman

The Covid-19 pandemic has created chaos prevalently across our health, economy, and society. THG has been consequentially affected in the medical service business, especially for hospitals that provide cares to foreigners. The difficulties limitation of in travelling has have reduced the number of patients and revenues, service costs inevitably increased from costs of personal protective equipment (PPE), categorization of personnel, segregation of patients, safe distancing measures, and decrease in density of population in the hospitals to reduce the risk of virus infection. THG values the safety of our customers patients and medical staffs personnel. The operating performance of the hospitals within the group, that are capable of treating complex cases (tertiary care), has improved in 3rd quarter and 4th quarter as patients were confident in the clean and safe process preventive measures and expertise of our medical team. In addition, we have contacted our partners in various countries in order to import vaccines. We believe that accessibility to vaccines would help in rapid recovery of the economy and restore our society back to normalcy.

With such pertinent integration of management and safety service, in the year 2020, THG has been recognized by Innosight, the world's leading strategy and innovation consulting firm, as one of the five ASEAN transformation champions, who are ASEAN's regional leaders in transforming business and adjusting strategies to serve the needs of today's customers, while simultaneously pursuing new growth opportunities that smartly leverage core capabilities. In addition, THG has been ranked the 7th place as the "Best Hospitals – Thailand", and the 4th place as the best private hospitals among the top hospitals in 20 different countries by Newsweek, the United States. Such rankings illustrate our service capabilities and customer satisfaction. The Department of Disease Control, Ministry of Public Health has entrusted us to provide medical services and Covid-19 screening to athletes and personnel in 3 Badminton World Federation tournaments.

Dr. Boon Vanasin (M.D.)
Chairman of the Board of Directors

In respect of THG's 2020 operating performance, total revenues from consolidated financial statements slightly decreased, while net profits reduced from increased costs, particularly costs of new hospitals.

Consolidated Financial Statements	2019	2020	% change
Total revenues (Million Baht)	8,232	7,315	(11)
Net profits (Million Baht)	460	23	(95)

In respect of our shareholders, we were assessed in the level '5 TIA' in the organization of the 2020 Annual General Meeting of Shareholders by Thai Investors Association and we were rated 'excellent' or 5 stars in Corporate Governance Report of Thai Listed Companies 2021 organized by Thai Institute of Directors. We are determined to maintain standards by adhering to the equitable treatment of shareholders, the principles of good corporate governance and practicing business transparency in order to deserve the trust given by shareholders. We wish you all great health.

Message from the CEO

The year 2020 was the year that must be recorded in history as the world faced the spread of COVID-19. Governments, private sectors, and citizens have all been affected by the pandemic. The economy has contracted, leading to anxiety among the general public. Avoidance to travel and restriction on gatherings in order to lower and prevent the spread of COVID-19 have affected the business sector, causing significant decrease in number of customers. Consumers are mindful of spending. The impact has been widespread in tourism, hotel, restaurant and hospital industries.

An important attribute that should be possessed during a crisis is the ability to adapt to the situation. Thonburi Healthcare Group Public Company Limited must also adapt. Human resource is the heart of our business. Therefore, the safety of customers and personnel is our top priority. For instance, in the event of shortage of medical supplies in the market, such as gloves and surgical masks, we must secure sufficient supplies despite increasing costs of service to create confidence in personnel and customers and ensure safety at work, hygiene, and disinfection for customers visiting our hospitals. In addition, we have improved work process and space utilization to increase confidence in our customers, for instance, designating an area separate from main buildings as one-stop service to patients with respiratory symptoms to reduce the spread of the virus and implementing measures to sanitize and disinfect various locations of the hospital for the safety of our customers.

Another necessary adaptation is building growth while taking into consideration customers' needs as most important factor. Although markets and customers are ever-changing and evolving, our principle remains the same that is to provide healthcare and treat sickness. We must understand and adapt ourselves to these changes, while maintaining standard of healthcare service. For instance, when patients could not visit the hospital, we offer convenience to our patients by providing home delivery of medicines, drive-through vaccination or home visit. In some cases, we must adjust our strategy to suit the circumstances, for instance, when foreign patients could not travel to Thailand, we use online technology as communication channel for doctors to follow through with treatments. At the same time, we have expanded our services and increased customer base among Thai customers by offering new services, committing to improve capabilities, and creating additional value to our customers.

I can see that in time of crisis, there are opportunities for all of us. The crisis has acted as a catalyst for innovations: new ways have been swiftly implemented and become practical platforms such as telemedicine, or new ideas have been introduced by startup companies who are committed to create innovations and improve the health care service industry. It has also revealed our abilities to unite. Among our internal network, we have been brainstorming and exchanged knowledge and experience to prepare for changes. We take care of our employees in terms of both welfare and morale. We also contribute to our society to ensure that everyone will survive this crisis and live together sustainably.



Mr. Tanatip Suppradit (M.D.)

**Vice Chairman of the Board of Directors
and CEO**

Board of Directors

Thonburi Healthcare Group PCL.



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| 1. Dr. Boon Vanasin (M.D.) | Chairman |
| 2. Dr. Tanatip Suppradit (M.D.) | Vice Chairman |
| 3. Mrs. Kannika Ngamsophee | Independent Director, Chairman of Audit Committee and Member of Risk Management Committee |
| 4. Mr. Virachai Srikajon | Independent Director, Chairman of Nomination and Remuneration Committee, Member of Audit Committee and Member of Risk Management Committee |
| 5. Mr. Chalermkul Apibunyopas | Director, Chairman of Corporate Governance and Business Ethics Committee and Member of Risk Management Committee |
| 6. Dr. Vikrom Koompirochana (Ph.D.) | Independent Director |



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7. Dr. Linda Kraivit (M.D.)

Independent Director, Chairman of Risk Management Committee, Member of Nomination and Remuneration Committee, Member of Audit Committee and Member of Corporate Governance and Business Ethics Committee

8. Dr. Aurchat Kanjanapitak (M.D.)

Director

9. Mr. Sita Meksawan

Director and Member of Corporate Governance and Business Ethics Committee

10. Assoc. Prof. Dr. Aasis Unnanuntana (M.D.)

Director

11. Dr. Kajorn Thanapase (Ph.D.)

Director

12. Ms. Nalin Vanasin

Director

13. Dr. Rukkagee Kanjanapitak (Ph.D.)

Director

Executives



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|--------------------------------------|---|
| 1. Dr. Tanatip Suppradit (M.D.) | Chairman of Executive Committee, Chief Executive Officer and Chief Hospital Group 1 |
| 2. Mr. Chalermkul Apibunyopas | Member of Executive Committee and Chief Hospital Group 2 |
| 3. Ms. Nalin Vanasin | Member of Executive Committee |
| 4. Dr. Siripong Luengvarinkul (M.D.) | Member of Executive Committee |
| 5. Dr. Watson Aphiwatanakoon (M.D.) | Member of Executive Committee |

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| 6. | Dr. Jessada Thummavanich (Ph.D.) | Chief Private Public Partnership Business |
| 7. | Ms. Thipawon Ruchiroatpipatana | Member of Executive Committee |
| 8. | Dr. Vachiraboon Sastararui (M.D) | Member of Executive Committee |
| 9. | Ms. Anchalee Chalvalitjareetham | CFO and Director of Accounting (Accounting-supervising person) |
| 10. | Dr. Suwadee Puntpanich (Ph.D.) | Corporate Secretary |

Profiles of Board of Directors and Executives



Dr. Boon Vanasin (M.D.)

Age 82

Chairman



Dr. Tanatip Suppradit (M.D.)

Age 54

Vice Chairman /
Chairman of Executive Committee /
Chief Executive Officer and
Chief Hospital Business - International

Date Appointment of Director : May 1977

Education

- Board Certified, Internal Medicine Branch and Gastrointestinal, John Hopkins University, USA
- Doctor of Medicine, Mahidol University

Training

- Director Accreditation Program (DAP EN), Class 135/2017, IOD

Experience in the past 5 years

- 2015 - present Chairman, Thonburi Healthcare Group PCL. ^(L)
- 2014 - present Director, Thonburi Hospital Heart Center Co., Ltd. ^(N)
- 2013 - present Director, Dental Siam Co., Ltd. ^(N)
- 2011 - present Advisor, Faculty of Medicine, Siam University
- 1992 - present Advisor, Mahidol University Alumni Association
- 1991 - present President, Mahidol Witthayanusorn School Parents Association
- 2016 - Mar 2020 Director, Weihai Thonburi Healthcare Investment Co., Ltd. ^(N)
- 1977 - 2015 Founder and director, Thonburi Healthcare Group PCL. ^(L)

Listed company (L) 1

Non - listed company (N) 2

Date Appointment of Director : 15 June 2015

Education

- MBA, Thammasat University
- Surgery, The medical council of Thailand
- Doctor of medicine, Chulalongkorn University

Training

- Director Accreditation Program (DAP), Class 125/2016, IOD
- How to Develop a Risk Management Plan (HRP), Class 11/2016, IOD
- Capital Market Academy, Class 27
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

- Feb 2021 - present Chief Executive Officer, Thonburi Healthcare Group PCL. ^(L)
- Nov 2020 - present Chief Hospital Group 1, Thonburi Healthcare Group PCL. ^(L)
- Sep 2019 - present Director, Thonburi Property Management Co., Ltd. ^(N)
- Apr 2019 - present Director, Rajthanee Hospital PCL. ^(L)
- April 2018 - present Director, Ubonrak Co., Ltd. ^(N)
- 2018 - present Director, Thanarad Thung Song Co., Ltd. ^(N)
- 2018 - present Director, ARYU International Health Care Co., Ltd. ^(N)
- 2018 - present Director, Rajthanee Realty Co., Ltd. ^(N)
- Nov 2017 - present Director, Thonburi Bumrungruang Hospital Co., Ltd. ^(N)
- Jul 2017 - present Director, Sirivej Chantaburi PCL. ^(N)
- Jul 2017 - present Director, Rajyindee Hospital PCL. ^(N)
- Jan 2016 - present Director, Thonburi Realty Development Co., Ltd. ^(N)
- 2016 - present Director, Thonburi Hospital Heart Center Co., Ltd. ^(N)
- 2016 - present Director, Utaradit Thonburi Hospital Co., Ltd. ^(N)
- 2015 - present Vice Chairman, Chairman of Executive Committee, Thonburi Healthcare Group PCL. ^(L)
- 2014 - present Director, Thonburi Wellbeing Co., Ltd. ^(N)
- Apr 2019 - Apr 2020 Member of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L)
- Jun 2018 - Jan 2019 Acting Chief Business Service/Support Officer, Thonburi Healthcare Group PCL. ^(L)
- May 2018 - present Acting Chief Executive Officer, Thonburi Healthcare Group PCL. ^(L)
- Mar 2018 - Nov 2020 Chief Hospital Business - International, Thonburi Healthcare Group PCL. ^(L)
- 2016 - Mar 2020 Director, Weihai Thonburi Healthcare Investment Co., Ltd. ^(N)
- 2015 - Mar 2018 Chief Operation Officer (COO) Group 4, Thonburi Healthcare Group PCL. ^(L)

Listed company 2

Non - listed company 12



Mrs. Kannika Ngamsopee

Age 64

Independent Director /
Chairman of Audit Committee and
Member of Risk Management Committee

Date Appointment of Director : 29 April 2016

Education

- Master's degree of Accounting, Thammasart University
- Master degree of Management, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Bachelor degree of Accounting (2nd Honors), Thammasart University
- Bachelor degree of Laws, Thammasart University

Training

- Director Certification Program (DCP) Course, Class of 21/2002, IOD
- CMA Batch 3, Capital Market Academy
- Class of 2009, Thailand National Defense College
- Certified Public Accountant No.3156
- MPPM, (Police Education Bureau Class of 1/2007)
- Advanced Strategic Management, IMD, Switzerland (2012)
- International Trade Laws Certificate (Batch 1), The Thai Bar under the Royal Patronage
- Risk Management Program for Corporate Leaders (RCL), Class of 13/2018, IOD
- Good Governance for Medical Executives, King Prajadhipok's Institute and the Medical Council of Thailand Class 8, King Prajadhipok's Institute

Experience in the past 5 years

present	Finance and Property Management Committee, Chulabhorn Royal Academy
Sep 2019 - present	Independent Director, Member of Audit Committee, Siam Makro PCL. ^(L)
Sep 2019 - present	Director, Digital Government Development Agency
Aug 2018 - present	Finance and Budget Subcommittee, Fund for Educational Equality
May 2018 - present	Director, ARYU International Health Care Co., Ltd ^(N)
Feb 2018 - present	Chairman of Audit Committee and Member of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L)
Nov 2017 - present	Advisory of Monetary Policy Committee, Bank of Thailand
Sep 2017 - present	Public Sector Audit Evaluation Committee (PAEC), Ministry of Administration (Government Sector)
Jun 2017 - present	Director, Thonburi Wellbeing Co., Ltd. ^(N)
May 2017 - present	Asset Management Committee, Vajiravudh College
Dec 2016 - present	Independent Director and Chairman of Audit Committee and Member of Risk Management Committee Scan Inter PCL. ^(L)
May 2016 - present	Independent Director, Thonburi Healthcare Group PCL. ^(L)
Mar 2016 - present	Member of Audit Committee, Social Security Office
Sep 2015 - present	Director, Member of Audit Committee and Chairman of Risk Management Committee, Global Green Chemical PCL. ^(L)

Listed company (L) 4

Non - listed company (N) 2



Mr. Virachai Srikajon

Age 67

Independent Director /
Chairman of Nomination and
Remuneration Committee /
Member of Audit Committee and
Member of Risk Management

Date Appointment of Director : 22 December 2015

Education

- Master of Business Administration, South Eastern University, Washington D.C.
- Bachelor of Engineering, Mechanical Engineer, Kasetsart University

Training

- Director Accreditation Program (DAP), Class 9/2004, IOD
- Director Certification Program (DCP), Class 102/2008, IOD
- Senior Executive Program, Class 4 Capital Market Academy
- Board Nomination and Compensation Program (BNCP), Class of 4/2018, IOD
- Advanced Audit Committee Program (AACP), Class 30/2018, IOD

Experience in the past 5 years

Apr 2020 - present	Member of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L)
Jan 2020 - present	Director, Dental Siam Co., Ltd. ^(N)
2015 - present	Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee, Thonburi Healthcare Group PCL. ^(L)
1991 - present	Independent Director and Member of Audit Committee, Patkol PCL. ^(L)
2012 - 2017	Director, Thailand Professional Qualification Institute (Public Organization)
2011 - 2017	Independent Director and Member of Audit Committee, Thai Storage PCL. ^(L)

Listed company (L) 2

Non - listed company (N) 1



Dr. Vikrom Koompirochana
(Ph.D.)

Age 74
Independent Director

Date Appointment of Director : 29 April 2016

Education

- Honorary Doctorate in Humanities, Schiller International University (London)
- Ph.D. of History of International Relations, Michigan State University
- Master of History of International Relations, Michigan State University
- Bachelor of Arts, Chulalongkorn University

Training

- Director Accreditation Program (DAP), Class 63/2007, IOD
- Anti-Corruption for Executive Program (ACEP), Class 7/2013, IOD
- Successful Formulation & Execution of Strategy (SFE), Class 22/2014, IOD
- Role of the Chairman Program (RCP), Class 39/2016, IOD
- Advanced Audit Committee Program (AACP), Class 23/2016, IOD
- Senior Executive Program, Class 14, Capital Market Academy

Experience in the past 5 years

- | | |
|----------------|---|
| 2021 - present | Chairman of Audit Committee, Falcon Insurance PCL. ^(N) |
| 2016 - present | Independent Director, Thonburi Healthcare Group PCL. ^(L) |
| 2015 - present | Chairman of Risk Management Committee, MFC Asset Management PCL. ^(L) |
| 2014 - present | Independent Director and Member of Audit Committee, MFC Asset Management PCL. ^(L) |
| 2014 - present | Member of Corporate Governance Committee, Oishi Group PCL. ^(L) |
| 2010 - present | Chairman, Country Group Development PCL. ^(L) |
| 2010 - present | Chairman, Sport and Recreation Management Co., Ltd. ^(N) |
| 2010 - present | Honorary Advisor, British Chamber of Commerce Thailand |
| 2007 - present | Independent Director, Chairman of Audit Committee, Chairman of Nomination and Member of Remuneration Committee, Oishi Group PCL. ^(L) |
| 2014 - 2020 | Audit Committee, Falcon Insurance PCL. ^(N) |
| 2013 - 2016 | Director of the Board and Chairman of Corporate Governance Committee, The Bangchak Petroleum PCL. ^(L) |
| 2012 - 2016 | Commissioner, Member of Audit Committee and Member of the Nomination and Remuneration Committee, Securities and Exchange Commission (SEC) |

Listed company (L) 4

Non - listed company (N) 2



Mr. Chalermkul Apibunyopas

Age 65

Director / Chairman of Corporate Governance and Business Ethics Committee /
Member of Risk Management Committee /
Member of Executive Committee /
and Chief Hospital Business - Domestic 2

Date Appointment of Director : May 1993

Education

- Master of Business Administration, Kasetsart University
- Bachelor of Business Administration, Dhurakij Pundit University
- Bachelor of Science, Computer, University of Baltimore
- Mini MBA in Health, Chulalongkorn University

Training

- Director Accreditation Program (DAP), Class 125/2016, IOD
- Risk Management Program for Corporate Leaders (RCL), Class 7/2017, IOD
- Corporate Governance for Executives (CGE), Class 11/2018
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

- | | |
|---------------------|--|
| Nov 2020 - present | Chief Hospital Group 2, Thonburi Healthcare Group PCL. ^(L) |
| July 2020 - present | Director, Sirivej Chanthaburi PCL. ^(N) |
| Jan 2019 - present | Director, Thonburi Bumrungruang Hospital Co., Ltd. ^(N) |
| Mar 2018 - present | Chairman of Corporate Governance and Business Ethics Committee and Chief Hospital Business - Domestic 2, Thonburi Healthcare Group PCL. ^(L) |
| 2018 - present | Director, Thanarad Thung Song Co., Ltd. ^(N) |
| Jul 2017 - present | Director, Ubonrak Co., Ltd. ^(N) |
| 2017 - present | Director, Rajyindee Hospital PCL. ^(N) |
| 2015 - present | Member of Executive Committee and Member of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L) |
| 2002 - present | Director, Thanakan Hospital Co., Ltd. ^(N) |
| 1993 - present | Director, Thonburi Healthcare Group PCL. ^(L) |
| 1993 - present | Hospital Director, Thonburi 2 Hospital |
| 1993 - present | Director, Modula Software Expertise Co., Ltd. ^(N) |
| Jan 2019 - Nov 2020 | Acting Chief Hospital Business - Domestic 1, Thonburi Healthcare Group PCL. ^(L) |
| Mar 2018 - Nov 2020 | Chief Hospital Business - Domestic 2, Thonburi Healthcare Group PCL. ^(L) |
| Dec 2016 - 2020 | Director, Phatara Hospital Co., Ltd. ^(N) |
| 2015 - Mar 2018 | Chief Operation Officer (COO) Group 1, Thonburi Healthcare Group PCL. ^(L) |
| 2001 - 2017 | Director Administration, Thonburi Hospital |

Listed company (L) 1

Non - listed company (N) 7



**Assoc. Prof. Dr. Aasis
Unnanuntana (M.D.)**

Age 45
Director

Date Appointment of Director : 30 April 2015

Education

- Master of Science, Clinical Epidemiology and Health Service Researches, Weill Cornell University
- Certificate, Metabolic Bone Diseases, Hospital for Special Surgery
- Certificate, Adult Reconstructive Surgery, University Hospital Case Medical Center, Cleveland
- Certificate, Adult Reconstructive Surgery and Total Joint Replacement, Stanford Hospital and Clinics
- Thai Board of Orthopedic Surgery, Mahidol University
- Doctor of Medicine (First Degree Honor), Mahidol University

Training

- Director Accreditation Program (DAP), Class 128/2016, IOD
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

2015 - present	Director, Thonburi Healthcare Group PCL. ^(L)
Nov 2017 - Feb 2019	Director, Thonburi Bumrungruang Hospital Co., Ltd. ^(N)
2015 - Nov 2019	Member of Executive Committee, Thonburi Healthcare Group PCL. ^(L)
2012 - 2019	Alternate member of Siriraj Institutional Review Board committee, Siriraj Hospital

Listed company (L) 1

Non - listed company (N) -



Ms. Nalin Vanasin

Age 47
Director and
Member of Executive Committee

Date Appointment of Director : June 2012

Education

- Master of Engineering-Economic Systems and Operations Research, Stanford University
- Master of Business Administration, INSEAD
- Bachelor of Science in Mathematical Economics, Columbia University

Training

- Director Accreditation Program (DAP), Class 133/2017, IOD
- Corporate Governance for Executives (CGE), Class 13/2019, IOD
- Risk Management Program for Corporate Leaders (RCL), Class 16/2019, IOD
- Strategic Board Master Class (SBM), Class 6/2019, IOD
- THON TOP's Executives Acceleration Program, Sasin School of Management
- Good Governance for Medical Executives, King Prajadhipok's Institute and the Medical Council of Thailand Class 8, King Prajadhipok's Institute

Experience in the past 5 years

Jan 2020 - present	Director, Dental Siam Co., Ltd. ^(N)
Sep 2019 - present	Director, Thonburi Property Management Co., Ltd. ^(N)
2018 - present	Executive Committee, Thonburi Healthcare Group PCL. ^(L)
Jul 2017 - present	Director, Thonburi Wellbeing Co., Ltd. ^(N)
2013 - present	Director, Wine Garage Co., Ltd. ^(N)
2012 - present	Director, Thonburi Healthcare Group PCL. ^(L)
Jan 2019 - Nov 2020	Chief Business Service/Support Officer, Thonburi Healthcare Group PCL. ^(L)
Mar 2018 - Nov 2020	Chief Commercial Officer, Thonburi Healthcare Group PCL. ^(L)
2012 - 2018	Director, Food Coop Co., Ltd. ^(N)

Listed company (L) 1

Non - listed company (N) 4



Dr. Kajorn Thanapase (Ph.D.)

Age 45

Director



Mr. Sita Meksawan

Age 45

Director /
Member of Corporate Governance and
Business Ethics Committee

Date Appointment of Director : 15 June 2015

Education

- Ph.D. in Finance and Management, University of London, UK
- Master of Public Administration, International Relationship London School of Economics UK
- Master of Economics for development, Oxford University, UK
- Bachelor of Political Science, Chulalongkorn University (1st Class Honor, Gold Medal, King Bhumibol Awards)
- Certificate of Central Banking Seminar, Federal Reserve Bank of New York

Training

- Director Accreditation Program (DAP EN), Class 125/2016, IOD
- Director Certification Program Course (DCP), Class 230/2016, IOD

Experience in the past 5 years

Present	Director, Rot Et-Thonburi Hospital Co., Ltd. ^(N)
Present	Director, Kalasin Thonburi Hospital Co., Ltd. ^(N)
Jul 2017 - present	Director, Utaradit Thonburi Hospital Co., Ltd. ^(N)
2016 - present	Director of Financial Consumer Protection and Market Conduct Department, Bank of Thailand
2015 - present	Director, Thonburi Healthcare Group PCL. ^(L)
2010 - present	Division Executive, Bank of Thailand

Listed company (L) 1

Non - listed company (N) 3

Date Appointment of Director : 15 June 2015

Education

- Master of Applied Psychology: Organization Psychology, Golden Gate University
- Bachelor of Social Science, Clinical Psychology, Kasetsart University

Training

- Director Accreditation Program (DAP), Class 128/2016, IOD

Experience in the past 5 years

Oct 2019 - present	Member of Corporate Governance and Business Ethics Committee, Thonburi Healthcare Group PCL. ^(L)
2016 - present	Senior Human Resource Professional, Office of Civil Service Commission
2015 - present	Director, Thonburi Healthcare Group PCL. ^(L)

Listed company 1

Non - listed company -

Dr. Linda Kraivit (M.D.)

Age 48

Independent Director /
Chairman of Risk Management Committee /
Member of Nomination and
Remuneration Committee /
Member of Audit Committee and
Member of Corporate Governance and
Business Ethics Committee



Dr. Aurchart Kanchanapitak (M.D.)

Age 76

Director



Date Appointment of Director : 30 April 2015

Education

- MBA, Marshall School of Business, University of Southern California, USA
- Doctor of Medicine, Chulalongkorn University
- Bachelor of Laws, Ramkhamhaeng University

Training

- Director Accreditation Program (DAP), Class 125/2016, IOD
- How to Develop a Risk Management Plan (HRP), Class 11/2016, IOD
- Risk Management Program for Corporate Leaders (RCL), Class 7/2017, IOD
- Director Certification Program (DCP), Class 248/2017, IOD
- Board Nomination and Compensation Program (BNCP), Class of 5/2018
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

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|--------------------|---|
| Apr 2019 - present | Chairman of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L) |
| Mar 2019 - present | Member of Corporate Governance and Business Ethics Committee, Thonburi Healthcare Group PCL. ^(L) |
| Feb 2018 - present | Member of Audit Committee, Thonburi Healthcare Group PCL. ^(L) |
| Apr 2017 - present | Director, Thonburi Wellbeing Co., Ltd. ^(N) |
| 2015 - present | Independent Director and Member of Nomination and Remuneration Committee, Thonburi Healthcare Group PCL. ^(L) |
| 2007 - present | Director, CPI Enterprise Co., Ltd. ^(N) |
| 2017 | Assistant Director, Chulalongkorn Hospital |
| 2015 - Apr 2019 | Member of Risk Management Committee, Thonburi Healthcare Group PCL. ^(L) |
| 2014 - 2016 | Executive Director, Chulabhorn Hospital |

Listed company (L) 1

Non - listed company (N) 2

Date Appointment of Director : 25 October 2019

Education

- Ph.D. Doctor of Medicine, University of Essen German, Germany
- Certificate of Otolaryngology, University of Essen German, Germany
- Certificate of Otolaryngology, Ramathibhodee Hospital
- Residency training program Board of Board of Otolaryngology, Ramathibhodee Hospital
- Internship, Phramongkut Hospital
- Doctor of Medicine, Chiangmai University Class 4

Training

- None -

Experience in the past 5 years

- | | |
|--------------------|--|
| Oct 2019 - present | Director, Thonburi Healthcare Group PCL. ^(L) |
| 2019 - present | Specialist, Senate Committee on Public Health |
| 2018 - present | President, Buriram Ruam Phaet Co., Ltd. ^(N) |
| 2018 - present | President, Muangloei Ram Hospital Co., Ltd. ^(N) |
| 2017 - present | Director / Executive Director, Ramkhamhaeng Hospital PCL. ^(L) |
| 2007 - present | Executive Director, Chiang Mai Medical Services Public Co., Ltd. ^(N) (Lanna Hospital) |
| 2007 - present | Director and Managing Director, Phumratchanakharin Kidney Institute Foundation |
| 2006 - present | Executive Director, Seriruk Hospital Co., Ltd. ^(N) |
| 2005 - present | Managing Director, Piyasiri Co., Ltd. ^(N) (Sukhumvit Hospital) |
| 2005 - present | Director, Chaophya Hospital Co., Ltd. ^(N) |
| 2004 - present | Director and Executive Director, Vibhavadi Hospital PCL. ^(L) |
| 2003 - present | Managing Director and Executive Director, Vibharam Hospital Co., Ltd. ^(L) |
| 2001 - present | Honorary Advisor, Senate Committee on Public Health |
| 2000 - present | First Vice President, Vajiravej-Vitayalai Chalermprakiert Foundation |
| 1997 - present | Executive Director, Synphaet Co., Ltd. ^(N) (Synphaet Hospital) |
| 1981 - present | Managing Director, F & S 79 Co., Ltd. ^(N) (EENT Hospital) |

Listed company (L) 4

Non - listed company (N) 8



Dr. Rukkagee Kanchanapitak
(Ph.D.)

Age 38
Director



Dr. Jessada Thummavanich
(Ph.D.)

Age 65
Chief Private Public Partnership (PPP)
Business

Date Appointment of Director : 25 October 2019

Education

- Ph.D. Knowledge Management, Kingston University, UK
- M.Sc. Business Research Development, Kingston University, UK
- MA. International Finance (with commendation), Kingston University, UK
- Bachelor of Accounting, Chulalongkorn University

Training

- Director Certification Program (DCP), Class 152/2012, IOD

Experience in the past 5 years

Present	Director, S.C.C. Land., Co., Ltd. ^(L)
Present	Director, Vibhavadi Hospital PCL. ^(L)
Oct 2019 - present	Director, Thonburi Healthcare Group PCL. ^(L)
2014 - present	Managing Director, Ploenarium Co., Ltd.
2012 - present	Managing Director, Legacy Golf (Thailand) Co., Ltd.
Jan 2009 - present	Accounting & Financial Consultant, Ramkhamhaeng Hospital PCL. ^(L)

Listed company (L) 3

Non - listed company (N) 3

Date Appointment of Director : 22 March 2018

Education

- Doctor of Philosophy (Education Administration), Magadh University, India
- Master of Education (Educational Administration and Management), Srinakharinwirot University
- Certificate of Mini MPA, Mahidol University
- Bachelor of Education Program (Educational Administration and Management), Suan Sunandha Rajabhat University
- Bachelor of Education (Health Education), Srinakharinwirot University

Training

- None -

Experience in the past 5 years

Oct 2019 - present	Director, Thonburi Hospital Heart Center Co., Ltd.
Jul 2018 - present	Chairman of Executive Committee and Acting Chief Executive Officer, Thonburi Bumrungruang Hospital Co., Ltd.
March 2018 - Present	Chief PPP Business, Thonburi Healthcare Group PCL.
2014 - present	President of the Faculty Senate, Mahidol University
2012 - present	2nd Term Qualified Committee, Department of Intellectual Property Ministry of Commerce
2012 - present	Board of Dispute Resolution, Labor Court, Samutprakarn
2009 - present	Music Business Instructor and Manager of Incomes and Benefits College of Music, Mahidol University
2003 - present	Intellectual Property Instructor for Graduate Study, Mahidol University



Ms. Thipawon Ruchiroatpipatana

Age 65

Member of Executive Committee



**Dr. Siripong Luengvarinkul
(M.D.)**

Age 60

Member of Executive Committee

Date Appointment of Director : 25 January 2018

Education

- Master of Science (Human Resources) COPPIN STATE COLLEGE, MARYLAND, USA
- Bachelor of Accounting, University of the Thai Chamber of Commerce

Training

- How to Develop a Risk Management Plan (HRP), Class 11/2016, IOD
- Mini MBA 2013, Chulalongkorn University
- CFO FOCUS ON FINANCIAL REPORTING Class 5 Federation of Accounting Professions
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

- Oct 2019 - present Director, Thonburi Hospital Heart Center Co., Ltd.
- Feb 2018 - present Member of Executive Committee, Thonburi Healthcare Group PCL.
- 2018 - present Director, Thanarad Thung Song Co., Ltd.
- 2017 - present Director, Rajyindee Hospital PCL
- 2013 - present Director, Dental Siam Co., Ltd.
- 1992 - present Chief Financial Officer, Thonburi Hospital

Date Appointment of Director : 24 October 2019

Education

- Master of Business Administration, National Institute of Development Administration (NIDA)
- Thai Board of Otolaryngology, Chulalongkorn University
- Doctor of Medicine, Khon Kaen University

Training

- Senior Executive Program, Sasin (SEP 17, 2003)
- Advanced Senior Executive Program (ASEP, Sasin), Kellogg School of Management Western University (2006)
- Advanced Senior Executive Program (ASEP, Sasin), Kellogg School of Management Western University (2010)

Experience in the past 5 years

- May 2020 - present Hospital Director, Thonburi Hospital
- Oct 2019 - present Member of Executive Committee, Thonburi Healthcare Group PCL.
- 2007 - present Executive Director, Chiang Mai Medical Services Public Co., Ltd. (Lanna Hospital)
- 2003 - present Executive Director, Chiang Mai Hospital
- 2002 - present Deputy Managing Director, Ramkhamhaeng Hospital PCL.
- 1995 - present Executive Director, Ramkhamhaeng Hospital PCL.
- 1990 - present ENT doctor, Ramkhamhaeng Hospital PCL.
- 1997 - 2019 Executive Director, Synphaet Hospital Co., Ltd.



Dr. Watson Aphiwatanakoon
(M.D.)

Age 60

Member of Executive Committee



Dr. Vachiraboon Sastararuj
(M.D.)

Age 67

Member of Executive Committee

Date Appointment of Director : 24 October 2019

Education

- Bachelor of Laws, Sukhothai Thammathirat University
- Board Certification: Thai Board of Ophthalmology, Chiangmai University
- Bachelor of Medicine, Chiangmai University

Training

- Good Governance for Medical Executive Certificate Program, IOD
- Mini MBA in Health Care for Senior Executives BDMS & ABAC
- Business and Economics Analyst, Academic Service and Continuing Education Centre, Faculty of Economics, Chulalongkorn University
- Advance Chinese Language Course, Continuing Education Center, Chulalongkorn, Level 5
- Language Institute, Thammasat university, Level 3-4

Experience in the past 5 years

- | | |
|---------------------|--|
| Oct 2019 - present | Member of Executive Committee,
Thonburi Healthcare Group PCL. |
| Oct 2020 - Jan 2021 | Chief Medical Officer, Pattaya City Hospital |
| Aug 2019 - Mar 2020 | Chairman,
Weihai Thonburi Healthcare Investment Co., Ltd. |
| Jun 2019 - Sep 2020 | Chief Operation Officer,
Thonburi Bumrungruang Hospital Co., Ltd. |
| Nov 2017 - Mar 2019 | Chief Executive Officer,
ARYU International Health Care Co., Ltd. |
| Dec 2015 - Sep 2017 | Deputy Hospital Director,
Royal Phnompenh Hospital, Cambodia |
| May 2015 - Dec 2015 | Assistant Hospital Director,
Royal Phnompenh Hospital, Cambodia |

Date Appointment of Director : 26 March 2020

Education

- Bachelor of Medical Science, Faculty of Medicine, Siriraj Hospital, Mahidol University, 1976
- Doctor of Medicine, Faculty of Medicine Siriraj Hospital, Mahidol University, 1978
- Internship, Faculty of Medicine, Siriraj Hospital, Mahidol University, 1979
- Resident, Department of Surgery, Faculty of Medicine, Prince Songkla University, 1980-1982
- Diploma in Medical Science Mahidol University, Division Surgery, Siriraj Hospital, 1980
- Diploma of Thai Board of Surgery, The Medical Council of Thailand, Siriraj Hospital, Mahidol University, 1982
- Diploma in Family Medicine, The Medical Council of Thailand, 2003

Training

- None -

Experience in the past 5 years

- | | |
|--------------------|--|
| Mar 2020 - present | Member of Executive Committee,
Thonburi Healthcare Group PCL. |
| 2014 - present | Medical Director, Thonburi Hospital |
| 2006 - 2013 | Deputy Medical Director, Thonburi Hospital |
| 1983 - 2005 | General Surgeon, Thonburi Hospital |
| 1982 | Lecturer, Department of Surgery,
Faculty of Medicine, Prince Songkla University |



**Ms. Anchalee
Chalvalitjareetham**

Age 45

Chief Financial Officer and
Director of Accounting
(Accounting-supervising person)

Date of Appointment for CFO : October 2017

Education

- The Master of Business Administration, Chulalongkorn Business School (CBS)
- Bachelor of Accounting, Rajamangala University of Technology

Training

- Director Accreditation Program (DAP), Class 126/2016, IOD
- Certified Public Accountant (Thailand) no. 6646
- Financial Projection for Corporate Valuation, Class 2/2018, SET
- Strategic Financial Leadership Program 2019
- Strategic CFO in Capital Markets (Class 8)
- TFAC Conference 2019: Future of Finance Digital Disruption by Federation of Accounting Professions
- New property tax law in Thailand by Dharmniti Institute
- THON TOP's Executives Acceleration Program, Sasin School of Management

Experience in the past 5 years

Jul 2019 - present	Director, Thonburi Bumrungruang Hospital Co., Ltd.
Jun 2019 - present	Chief Financial Officer, Thonburi Healthcare Group PCL.
Jan 2018 - present	Director, Utharadit Thonburi Hospital Co., Ltd.
2016 - present	Director, Rajthanee Realty Co., Ltd.
2016 - present	Director, Thonburi Realty Development Co., Ltd.
2015 - present	Director of Accounting, Thonburi Healthcare Group PCL.
2016 - Apr 2020	Director, Thonburi Hospital Heart Center Co., Ltd.
Oct 2017 - May 2019	Acting Chief Financial Officer (CFO), Thonburi Healthcare Group PCL.



**Dr. Suwadee Puntpanich
(Ph.D.)**

Age 40

Corporate Secretary

Date Appointment of Director : 9 December 2015

Education

- Ph.D., College of Public Health Science, Chulalongkorn University
- Master of Communication Arts (Speech Communication), Chulalongkorn University
- Bachelor of Arts (mass communications), Chiangmai University

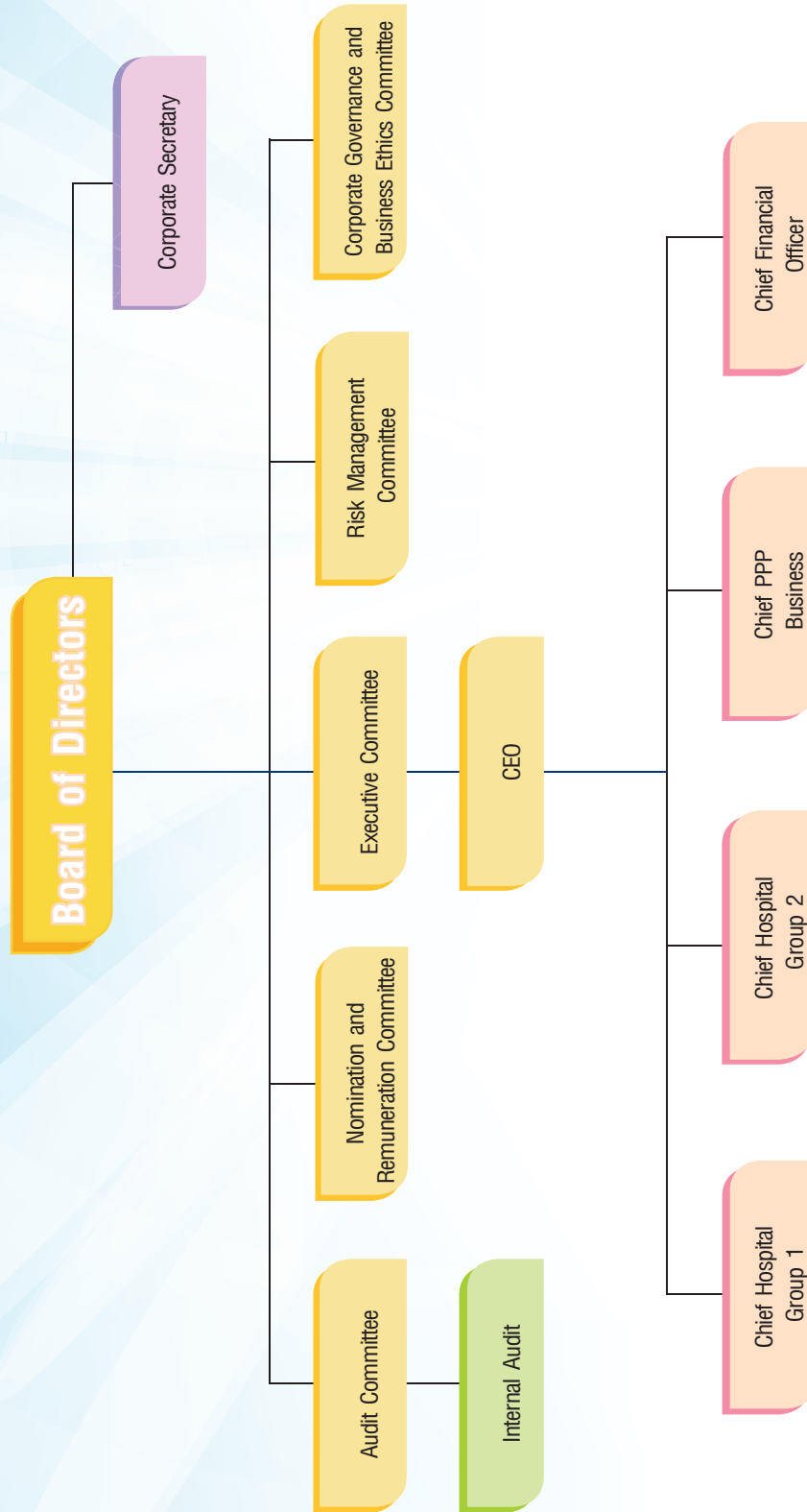
Training

- Director Accreditation Program (DAP EN), Class 125/2016, IOD
- How to Develop a Risk Management Plan (HRP), Class 11/2016, IOD
- Company Secretary Program (CSP), Class 71/2016, IOD
- Company Reporting Program (CRP), Class 17/2017, IOD
- Risk Management Program for Corporate Leaders (RCL), Class 7/2017, IOD
- Advances for Corporate Secretaries 2019 Course, Thai Listed Companies Association
- THON TOP's Executives Acceleration Program, Sasin School of Management

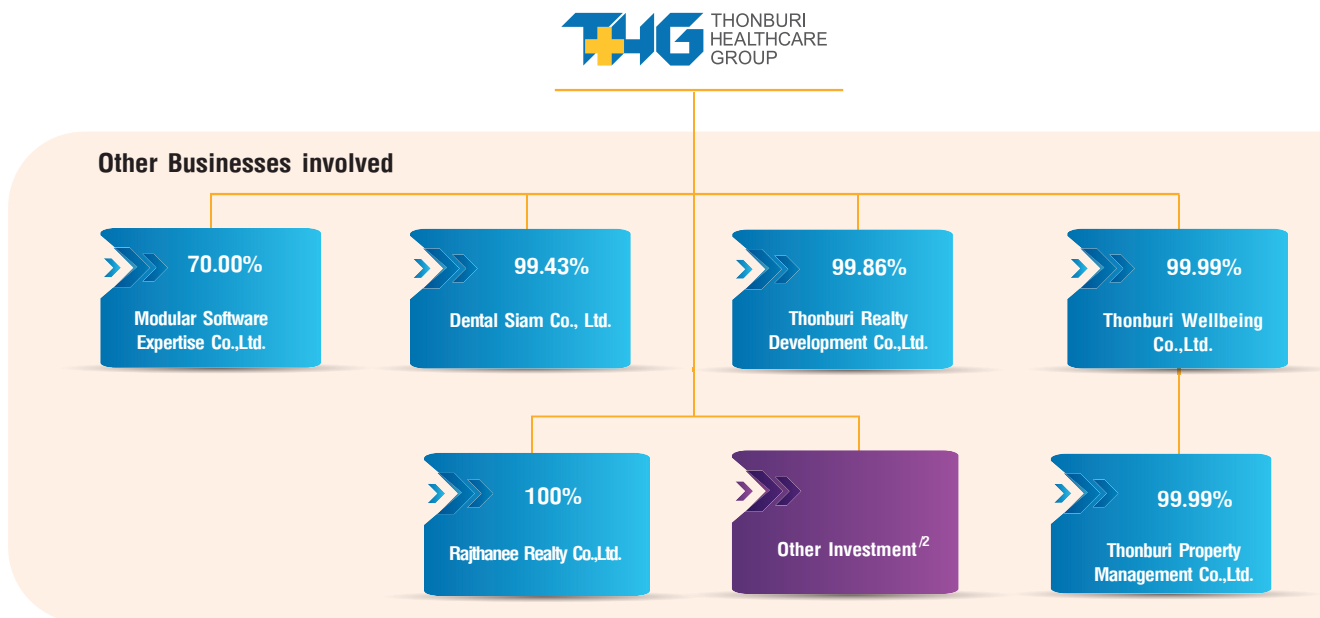
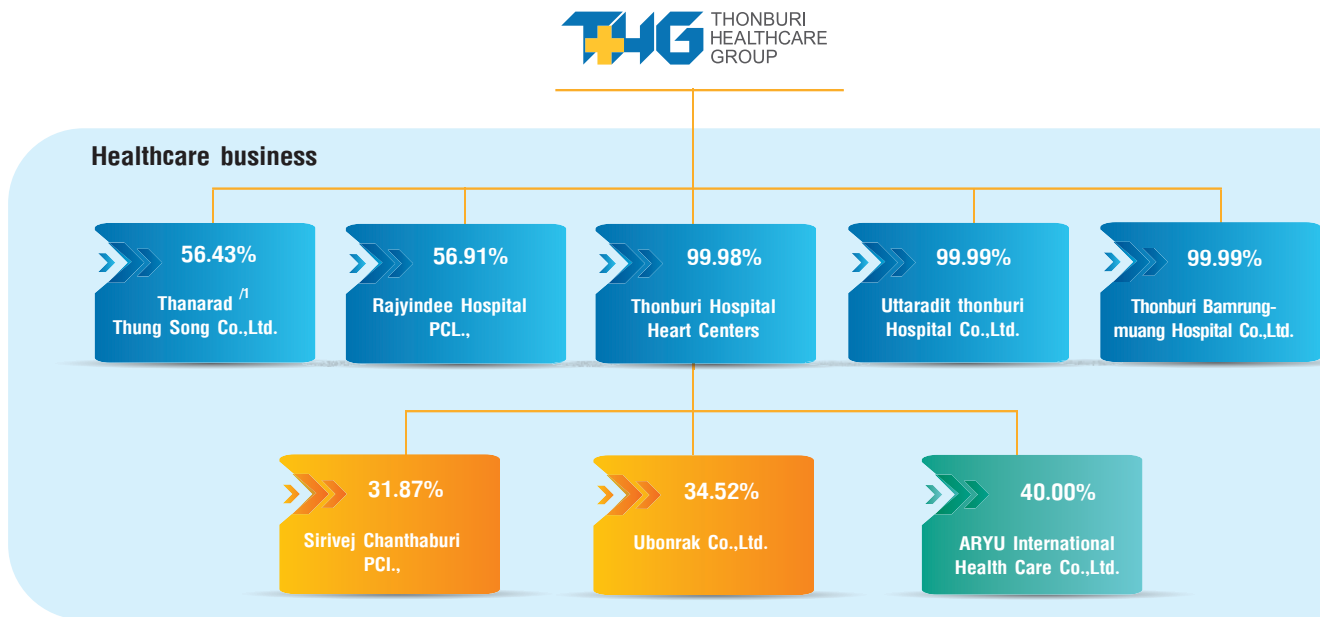
Experience in the past 5 years

2020 - present	Director, Appoint anywhere Co., Ltd.
2019 - present	Director, 24 Roses Management Co., Ltd.
Oct 2017 - present	Director, Thonburi Bumrungruang Hospital Co., Ltd.
2016 - present	Secretary of Executive Committee, Thonburi Healthcare Group PCL.
2015 - present	Corporate Secretary, Thonburi Healthcare Group PCL.
2015 - present	Director, Thonburi Houseware Co., Ltd.
Apr 2020	Director, Thonburi Hospital Heart Center Co., Ltd.
Apr - May 2018	Acting Chief Executive Officer, Hospital Phuket Province Administration Organization
Oct 2017 - 2018	Acting COO Group 2, Thonburi Healthcare Group PCL.
2016 - Jan 2018	Secretary of Numeration and Remuneration Committee, Thonburi Healthcare Group PCL.
2016 - Jan 2017	Secretary of Risk Management Committee, Thonburi Healthcare Group PCL.
2015 - 2017	Director, Thonburi Wellbeing Co., Ltd.

Organizational Structure



Shareholding structure of the Company



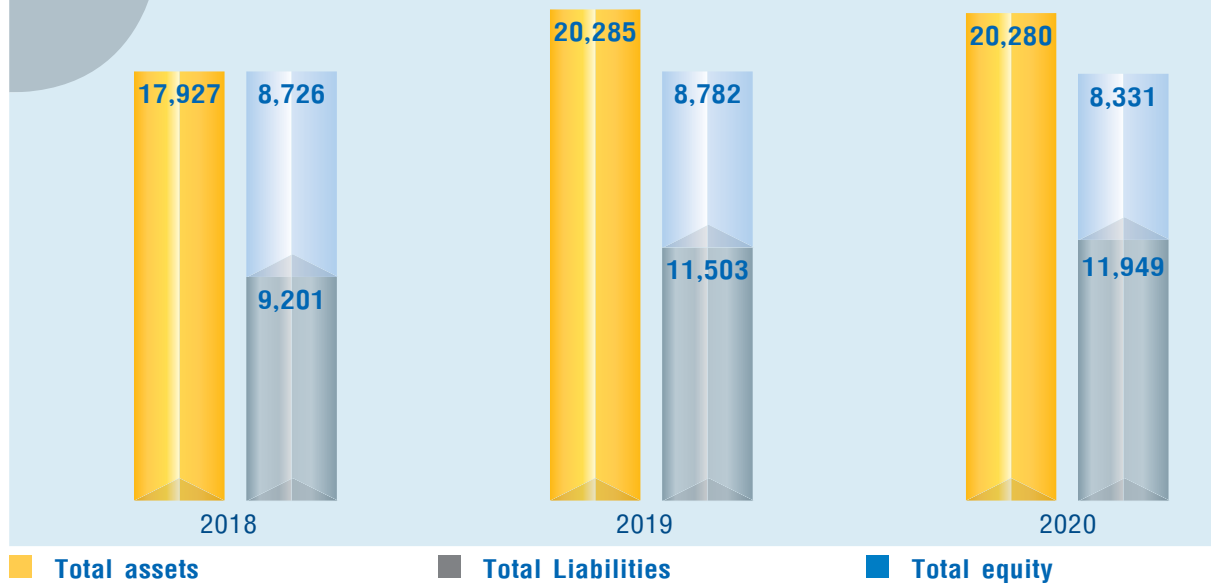
Note: ^{/1} The company has indirect voting shareholding interest in Thanarad Thung Song Co., Ltd. via a subsidiary- Rajyindee Hospital Public Co., Ltd

^{/2} Other investments are investments in ordinary shares of the Company. Holds more than 10% as follows:.

Financial Highlights

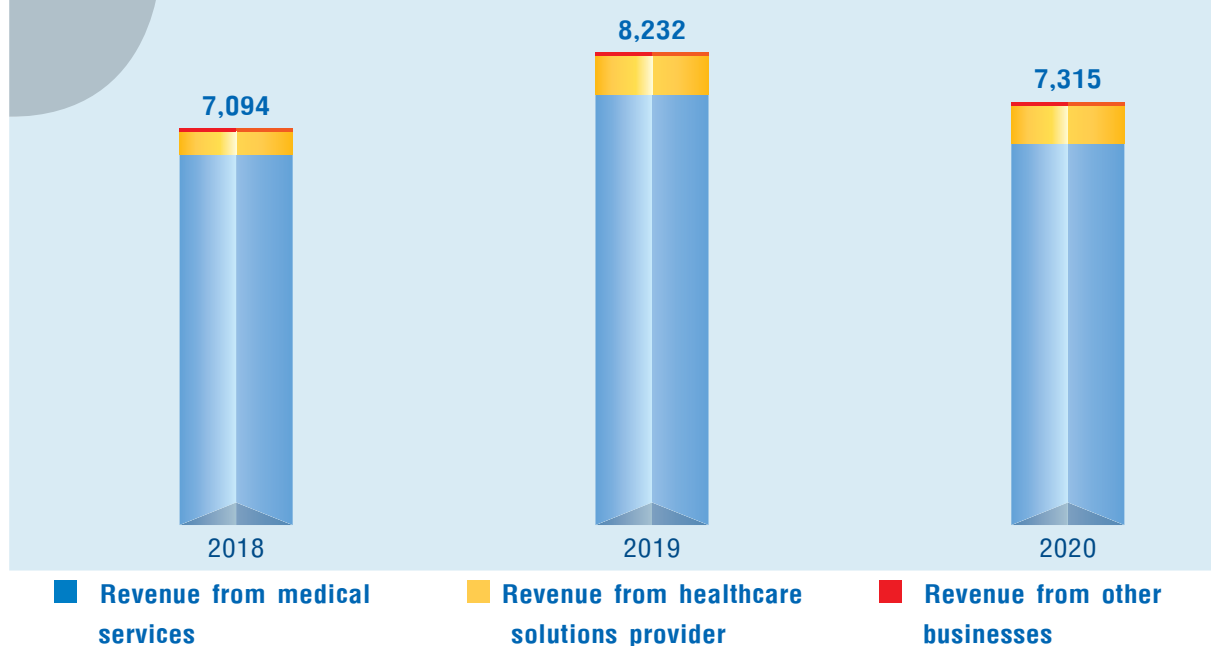
Statements of Financial Position

Unit : Million Baht



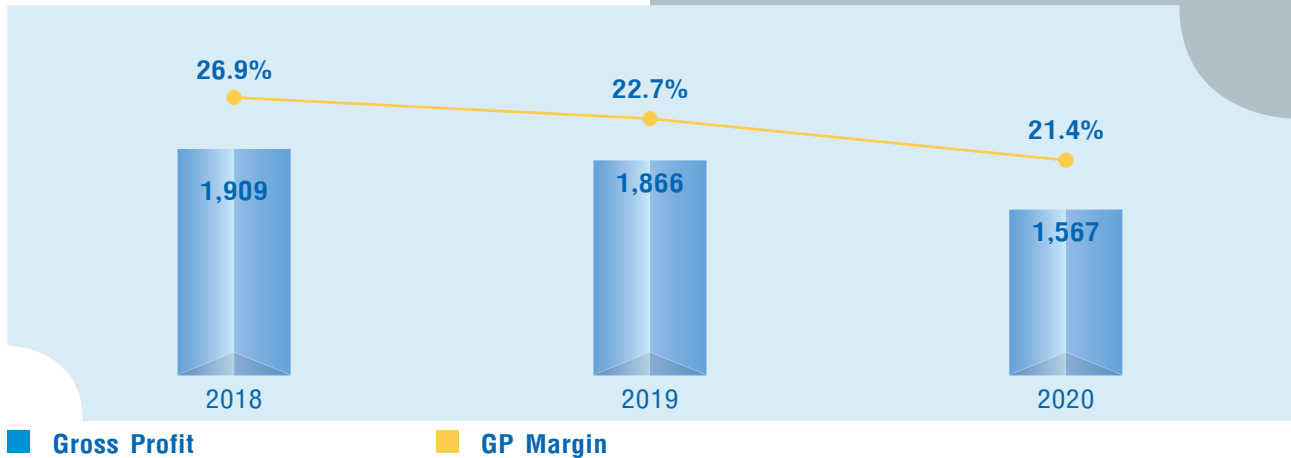
Revenue

Unit : Million Baht



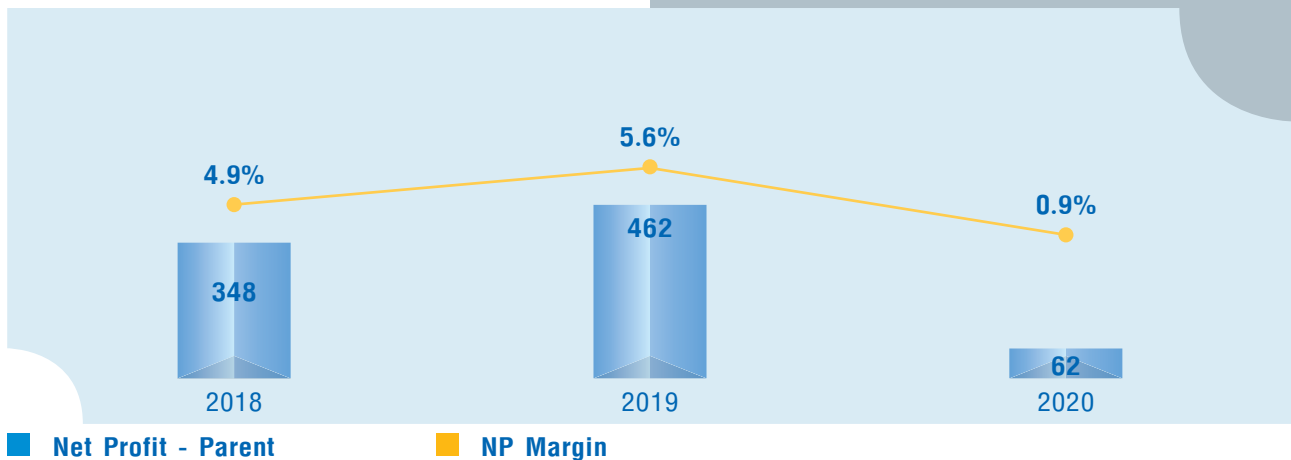
Unit : Million Baht

Gross profit

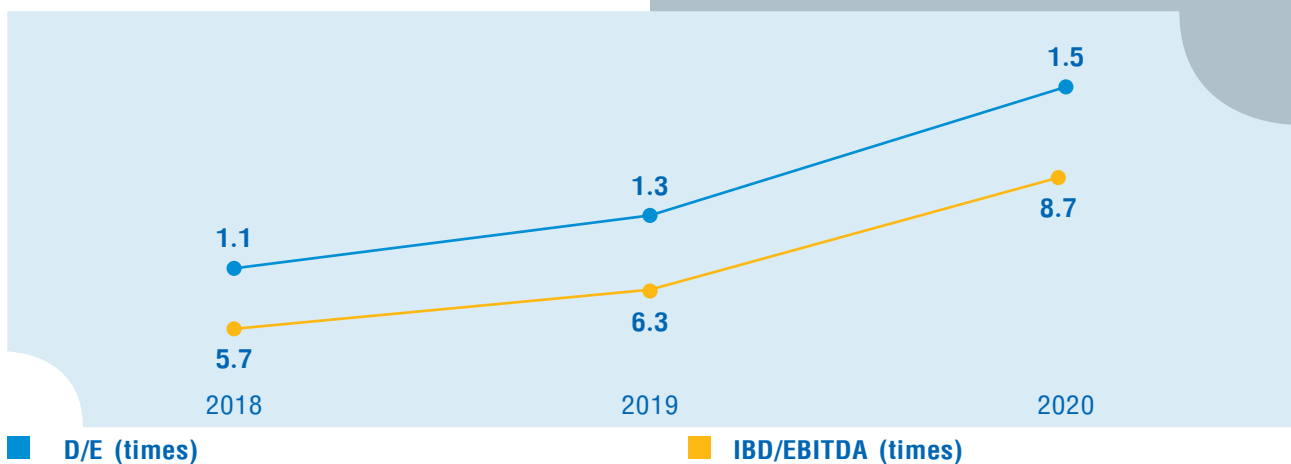


Unit : Million Baht

Net profit – parent



Gearing ratio



Sustainable Development

Thonburi Healthcare Group



The Company focuses with perseverance on becoming a good role model and developing sustainable business in all respects including economy, society and environment. The Company's intention is to operate the business based on good corporate governance policy and with responsibilities to community, society and environment. The Company aims to create growth in the business along with generating added values to the society and the Company's stakeholders, including shareholders, investors, employees, customers, business partners and related organizations, competitor, debtor, creditor, and community all of public and private. The company gives high importance to socially, economic and environmentally responsible as well as ethical business operations to supporting social activities that will bring long-term benefits to the local communities and the general public. With such practices, the company hopes to see harmonious living between the business sector and the communities and the society. This will enable the entire society to move forward together and finally achieve sustainable growth. The company's Corporate Social Responsibility Policy covers both in-process and after-process business operations.

The Board of Directors of the Company oversees that the business is being operated in accordance with code of ethics and good corporate governance, including being responsible to community, society, and environment. The Company applies its expertise in business and its corporate social responsibility roles in determining the business strategy, which creates synergy between the business and the society. This approach is in line with the Company's vision and mission to grow its business sustainably. The Company's business strategy includes:

Strategies for sustainable development

Economy

1. Building brand through relationship with customers, creating impression, satisfaction and bond between the Company and the customers.
2. In cooperation with local and overseas partners, creating opportunities to grow the business, building corporate image, and demonstrating potential of, and standard level of medical services provided by, Thai medical service provider to global citizen.
3. Creating innovation and development in the business to build common values between the business and the society. Not only providing medical treatments, the Company also supports and promotes good health among the citizen of all levels and ages.
4. Developing the Company's personnel on their academic knowledge and specializations in order to increase efficiency of medical treatments provided to customers and ensure that the services provided are in accordance with the code of ethics.
5. Seeking opportunities in investments in order to increase the Company's strengths and continuously generate growth.

Social Area

1. Develop the quality of life of communities and society with caring and sharing.
2. Participate in social responsibilities on campaign and health promotion activity and promoting of good hygiene.
3. Conduct the business in accordance with the good corporate governance principle with transparent, integrity and ethic including the strict compliance with laws and regulations.

Environmental Area

1. Preserve the environment, supervise the management and disposal of waste including various contaminants by using efficient technology and continuously monitoring to avoid any impact on the environment.
2. Promote the conservation of energy, natural resources and the environment for the good quality of life of society.
3. Cultivate the consciousness of the Company's personnel to have social and environmental responsibility.



Company's actions during the COVID-19 pandemic

In 2020, all over the world are faced with the epidemic situation. COVID-19 affects people's daily lives and affects many businesses. Since January 2020, the Thai government has issued measures and urged people to cooperate, the public and private sectors, to take steps to deter and prevent the spread of disease, such as social distancing, refraining from leaving the home, work from home, and strict measures for cross-provincial or international travel, and the imposition of detention when traveling from abroad, which affects a wide range of businesses, especially those that rely on customers or tourists from foreign countries.

The hospitals of the group's Company were affected from this situation and have taken steps to cope with the pandemic situation effectively and in a timely manner in order for the business to operate sustainably and the safety of patients and staffs, the examples of actions are as follows:

1. Preparation of medicines and medical supplies

Due to the pandemic situation, certain medical supplies such as face masks, N95 masks, personal protective equipment (PPE) and alcohol are in short supply. The Company therefore explores the needs of the affiliated hospitals, procures and plans for appropriate use in order to have adequate protection for medical personnel and patients, helping to reduce the risk of infection or transmission

2. Area and infrastructure management to reduce the chance of disease spreading

In the early stages of the pandemic, affiliated hospitals were preparing to accommodate patients, for example, improving ventilation and reorganizing areas for inpatients at risk of COVID-19 infection. For the outpatient patients, we have set up a separate area from the main building to serve at-risk patients who suffer from respiratory symptoms called ARI Clinic (Acute Respiratory Infection Clinic) and provide a service process to reduce exposure. For example, at Thonburi Hospital, a separate drive-in unit is set up to provide examination, treatment and dispensing services for people with fever, cough, sore throat without having to wait and use the services in the main building.

In addition, in the early stages of the pandemic, the Company also prepared a plan to improve the area to build an intensive care unit (ICU) to accommodate patients in the event of a large number of infected persons resulting in inadequate healthcare facilities and medical equipment, respirators.

3. Increase access to the COVID-19 test to reduce the spread of disease

The outbreak during the early years, many people were worried and needed the COVID-19 test, but at the beginning the test was not extensive enough, causing long queues or limited to group of people who were at risk, the Company therefore added a drive-thru service for infection test at Thonburi 2 Hospital, Thonburi Bamrungmuang Hospital and Sirivej Hospital Chanthaburi to facilitate the patients and to reduce exposure to congestion mixed with a large group of people with quick results. If a large group of people have access to more tests, it will have more opportunity to find the infection and those who are infected will be aware of it faster, reducing the chance of transmission.

4. Implement of cleanliness and disinfecting measures for the safety of personnel and visitors

There is a temperature measurement of people who come to use the service or modify the service process or some equipment to reduce the exposure and clean the touch points such as push buttons of elevators, chairs, door handles, arrange the area to reduce congestion and install alcohol spray and gel to eliminate disease.



5. Make a treatment plan and a human resource management plan to reduce risks

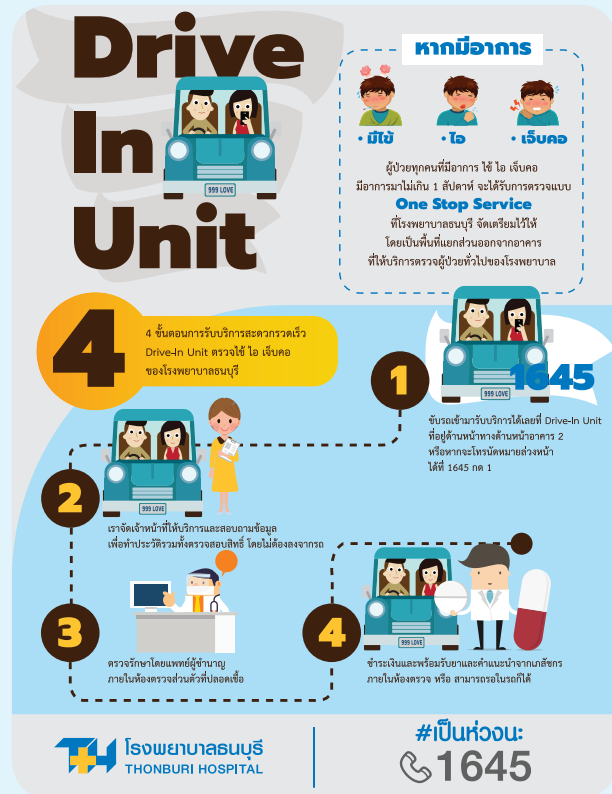
There is a meeting to make a treatment plan, rehearsal how to use the anti-infection device, increasing the COVID-19 test for surgical patients, personnel grouping to reduce the risk of infection spacing for interactions between departments including the establishment of the dining area to have a safe distance.

6. Staff care

The Company took care of staff in respect of safety from virus infection. It communicated with personnel, monitored symptoms, and recommended personal care, and took out Covid-19 insurance policies for personnel under the group. The Company also conducted special screening for personnel who must service senior patients, for instance at Thonburi Burana Hospital. The Company established quarantine area and special care for medical personnel at Ar Yu International Hospital in Myanmar which had a higher number of infections than that in Thailand. Moreover, some of the Company's provincial hospitals under the group took care of well-being and provided welfare, such as food subsidy, to support staff affected by the situation.

7. Adaptation to changes in customer behavior

Due to the Covid-19 pandemic, patients had changed their behavior. For example, patients had reduced the number of unnecessary hospital visits and familiarized themselves with online technology. The Company had to find services that responded to patients' needs such as medicine delivery by mail for current patients who were not convenient to travel, vaccination at home, and development of telemedicine to communicate, treat, and follow up with Thai and overseas patients who could not travel to visit the hospitals.



Social Responsibility for Sustainable Development's policy

The Company has set policies, business ethics, and guidelines under Good Corporate Governance and Business Ethics Manual, which can be downloaded from <https://www.thg.co.th/storage/ir/downloads/cg-principle/20190912-thg-cg-ethics-th.pdf>. The group has followed the guidelines and taken the following actions:

1. Fair Business Practice

- 1.1 The group conducts business lawfully and there are no legal actions or disputes that would impact trust in, assets and image of THG.
- 1.2 The group conducts business that is beneficial to economy, society and environment such as Jin Wellbeing County Project and innovation called "Phuketcare" which develop on the group's expertise to create economic values and develop society and environment at the same time. This accommodates an aging society, which has become a global problem.
- 1.3 The group has disclosed information memorandum to stakeholders accurately, equally and promptly and in accordance with rules, conditions, and procedures prescribed by SET and SEC regarding submission of information memorandum by listed companies
- 1.4 The group treats stakeholders with fairness, neither taking advantages nor claiming or receiving any benefits unlawfully. Procurement is a department which is prone to corruption. Therefore, the Company has set a procurement policy which is clear and transparent. The guidelines for selection of trade partners are as follows:
 - Prepare register on seller's information upon starting selection process of new seller. No transaction will be performed with any person or juristic person who commits unlawful act.
 - Procurement Department shall consider information on product/service, reliability, before/after sale service, warranty, experience, track records and price prior to proposing to procurement committee for consideration.
 - Prepare quality assessment on seller on a yearly basis from product evaluation form, defect arising from product inspection, and rectification measure proposed by seller upon notification.
- 1.5 The group treats competitors fairly within the competition framework and shall not dishonestly seek confidential information of competitors.



2. Anti-Corruption

Directors, executives and employees shall neither carry out nor accept any type of corruption in any event. The Company has set the below guidelines and examined and monitored compliance with the anti-corruption policy on a regular basis to ensure that they are in line with changes in the business and the relevant rules, regulations and laws:

- 2.1 Directors, executives, and employees shall comply with the anti-corruption policy communicated by the Company through various channels such as staff training and the Company's website and shall not involve in any corruption directly and indirectly.
- 2.2 Directors, executives, and employees shall be careful about receiving entertainment and giving or receiving present and shall strictly comply with giving and receiving of gift and entertainment policy and ensure that it would not affect the decision making in performing their duties and responsibilities.
- 2.3 Procurement, charity donation and money sponsorship shall be in accordance with the Company's procedures which are transparent and verifiable. Charity donation and money sponsorship policies shall be complied with. The Company gives importance to sufficient and appropriate internal control which allows for compliance of the business with the good corporate governance policy.
- 2.4 Directors, executives, and employees shall not neglect or ignore any act which could be potential corruption relating to the Company and shall notify such act to supervisor or responsible person or through channels according to the Whistle Blowing Policy. Directors, executives, and employees shall provide cooperation in fact-finding and investigation on such matter.
- 2.5 Corruptions are wrongdoings and those who are corrupted shall receive disciplinary actions according to the Company's regulations and may receive penalties according to the laws if such corruption is considered an illegal act.

The Company and its subsidiaries have communicated such policy to its employees and executives in the form of trainings, circular letters to employees to understand and acknowledge the policy by signing and using the policy as part of orientations to new employees. The policy has been determined as part of employee evaluation in which employees are assessed by taking organization test. The test includes questions relating to ethics, work practice, and anti-corruption policy. It is to provide knowledge to employees regarding policy and good practice in anti-corruption and promote employees to be honest and responsible in their

roles and responsibilities.



In 2021, the Company has communicated and monitored compliance with ethics and anti-corruption practice of associated companies, namely Sirivej Hospital Chanthaburi Company Limited and Ubonrak Hospital Company Limited. Both companies provided trainings, conducted assessment on understanding of employees, included the topic in employee handbook, and requested employees to sign for acknowledgement to ensure 100% compliance.

3. Health safety and hygiene at work

The Board of Directors complies with the laws and the relevant industrial standards relating to pollution prevention and health protection and safety of employees at work and third parties who may receive an impact from the business activities. The Board of Directors focuses on continuous development of occupational health and safety procedures. Samples of implementation on such matter are as follows:

3.1 Safety, welfare, and security

The Company managed areas from building structure to adhere to safety standards. It prepared safety system, inspected and monitored the areas. Other matters that were focused including elimination of hazardous chemicals, maintenance of medical tools and equipment, maintenance of electricity and water systems and wastewater treatment to ensure that the systems were ready and sufficient for usage. The systems were examined, maintained, repaired and equipment replacement according to their useful life.

3.2 Emergency management

The Company practiced group accident plans. It also reviewed natural disaster response plan to be prepared and could systematically respond in any situation.

The Company gives importance to health, safety and hygiene at work. In 2020, there was an incident at work which caused 5 employees due to minor accidents such as dropping object on the foot. The average number of days off was 3 days.

4. Respect for Human Rights

The Company gives importance to respect for life and human rights which are fundamental for management and development of human resources, including establishing social relations.

Therefore, the Company has a policy to promote respect for basic human rights and equality without discrimination and division with respect of nationality, race, gender, religion, political beliefs or any other types of belief, background, assets, origin or status. The Company promotes and gives opportunities to its employees to express opinion or file complaints relating to violation of human rights such as:

- The management and employees of the Company consist of both women and men whose religion beliefs include Buddhism, Christian and Islam. They can work together in harmony without prejudice. Everybody has the opportunity to be promoted based on his/her performance.
- When having receptions for employees on special occasions such as company anniversary, the Company selects food suitable for all religions and always includes vegetarian.
- The Company does not prohibit political participation and exercising of political rights under the laws by all employees at all levels.

ขอเชิญส่งประกวดคลิปการรณรงค์ล้างมือ
(ทุกหน่วยงานในโรงพยาบาล)

รางวัลที่ 1 1,500 บาท
รางวัลที่ 2 1,000 บาท
รางวัลที่ 3 500 บาท

แนวทาง "My 5 Moments" สำหรับบุคลากรทางการแพทย์

- 1. ก่อนสัมผัสผู้ป่วย
- 2. ก่อนทำหัตถการทางการแพทย์ / ปรากฏหน้า
- 3. หลังสัมผัสหรือสัมผัสกับของใช้ทางการแพทย์
- 4. หลังสัมผัสผู้ป่วย
- 5. หลังสัมผัสกับของใช้ทางการแพทย์

HOW TO ล้างมืออย่างไรให้สะอาด

1. เป่ามือให้แห้ง
2. หยดสบู่ลงฝ่ามือ
3. ขยี้ฝ่ามือ
4. ขยี้หลังมือ
5. ขยี้นิ้ว

ตั้งแต่วันที่ - 31 ธันวาคม 2563

Disruptive Technology
Live Healthier...Live Longer

+66 2 220 7999
Thonburi@thonburihealth.com

111 Benruang Rd., Bang Mot, Bangkok 10120

THONBURI HEALTHCARE GROUP

5. Fair Treatment of Employees

The Company believes that human resources is the most important factor for business operations which generate values and return to organization. Each of the Company's operations require knowledge, capabilities and devotions, both physically and mentally, in order to achieve goals and objectives.

The Company has established a guideline for employee treatment. The management shall treat the employee fairly and without bias. The employees shall be encouraged and supported in developing their potentials and improving work efficiency. Compliance of ethics shall be promoted among employees and appropriate level of employee welfare shall be provided. The employees shall be treated with sincerity - their opinion should be heard and suggestions should be given to them as feedback.

In the year 2020, the Company organized the following key activities relating to human resource development:

- 5.1 Annual health examination for employees by providing a health examination program suitable for age of each employee. The Company also offered health examination programs for employees' families at a special price.
- 5.2 Employee benefits such as healthcare payments, life and accident insurance, child's tuition fee, other types of monetary support and benefits such as funeral support payments and loan for child's education.
- 5.3 Trainings useful for employee development including management skills, professional skills and knowledge increase for usage in daily life. Trainings were organized within the organization and by various institutions. The average training hours per person is 23 hours per person per year.
- 5.4 Employees had the opportunities to participate in various activities organized by the group, for instance making merit by offering food to monks on religious days, "Happy Father's Day... With Love" activity, Songkran festival activity, pouring water on the hands of revered elders and asking for blessing activity, and growing plants activity in honor of His Majesty the King etc.
- 5.5 Taking out Covid-19 insurance policies for employees, executives, and all directors for two consecutive years.
- 5.6 Providing financial support in the form of loans to employees so that the employees could borrow at a low interest rate.
- 5.7 Caring of employees and focusing on responsibilities to stakeholders. The hospital director of Thonburi Hospital conducted Covid-19 test for all employees who travelled to provinces using public transportation by himself and allowed employees to resume work if infection was not found.
- 5.8 Employees may file a complaint or notify any suspicious act relating to violation of rights, fraud, illegal acts, and Corporate Governance and Business Ethics Policy to the Audit Committee who are independent directors via email at BOD@thg.co.th or AC@thg.co.th or Internal Audit Unit at IA@thg.co.th for inspection according to prescribed procedures and further proposal to the Board of Directors.



6. Consumer Responsibilities

- 6.1 To provide services/products that beneficial to customers in terms of quality and price under appropriate security and technology as well as raising standards continuously.

All hospitals in the group present costs of medicines and medical supplies at cashiers. Customers can use their mobile phones to scan QR Code for more details and the costs are also published on the Ministry of Commerce's website for examination and comparison by customers. Nine out of 16 local hospitals of Thonburi Healthcare Group opened for services in the year 2019 were rated "green" by the Ministry of Commerce for the most affordable medicine pricing. This illustrates transparency and fairness to customers. Those hospitals include Thonburi 2 Hospital, Roi Et - Thonburi Hospital, Kalasin - Thonburi Hospital, Rajthanee Hospital, Phatara - Thonburi Hospital, Sirivej Hospital Chanthaburi, Thonburi-Chumphon Hospital, Nakhon Christian Hospital, and Trangruampat Hospital.

- 6.2 To comply with terms and conditions which are transparent and equal to customers. In case of inability to comply with, the negotiation shall be made with the customer in advance in order to find solutions and prevent damage.
- 6.3 To procure customer services system and communication channels. To consult on how to solve the problem and to receive complaints to provide customers with the highest satisfaction and to ensure that customers receive excellent quality service.
- 6.4 To disclose information about the service in full and on time and do not distort the facts including to maintain a good and substantial relationship.
- 6.5 To maintain confidentiality of customer information and do not use such information for their own benefit and/or other related persons.
- 6.6 The Company prepares itself for events of emergency such as preparation in the event of mass casualty incident in order to accommodate 5 patients and above at the same time and preparation in the event of new disease such as COVID 19.



- 6.7 Hospitals in the group accept return of medicines and give refund to customers in case of drug allergy. Medicines returned by customers will not be reused and be destroyed for consumer safety.
- 6.8 Promoting health screening unit to the public and activities to provide knowledge by doctors and medical personnel from hospitals within the group to educate people for correct understandings and good health in the long run. During the spread of Covid-19, the Company focused on educating the public through video clips and live on Facebook via the hospital Facebook fan page.
- 6.9 The hospitals in the group focus to provide "Service by Heart" and conduct survey on satisfaction and develop service standard by using AIDET program which is developed to assist on communication and to provide information between service provider and patient or its family in order to analyze the information and identify problems and to improve the services to create good impression of customer to come to use the service again. This program has been followed up every month. In 2019, the satisfaction rate of OPD patients was 84% and IPD patients was 93% which were higher than the criteria determined by the Company.

7. Environmental Protection

The Company realizes the importance of environment to human living. At the same time, our society has been giving more importance to environmental conservation and the implementation in accordance with the ISO standard ISO 9001: 2015

The Company has established an environmental policy as guidelines for conducting its business operations with exercise of due care and diligence in order to prevent or minimize environmental impact to nearby communities. The Company determines to control both water and air pollution by controlling quantity of wastewater released from building and exhaust from exhaust pipe. In addition, the Company promotes waste segregation and recycle in order to reduce quantity of garbage, the examples of implementation are as follows: 4k

- 7.1 Effective sewage treatment system and the quality of wastewater is in accordance with the standard of the Pollution Control Department. The sludge circulating pump has been installed from the sedimentation pond into the septic tank and this pump will be turned on once a week and the sediment is pumped once a year to reduce the sediment and wastes to prevent them from the sewage treatment system.
- 7.2 Green rooftop project of Friend in Need (of “PA”) Volunteers Foundation by separating of UHT boxes to build rooftop and educational materials for poor people.
- 7.3 Waste separation project to reduce pollution and global warming by providing bin for each type of waste in the areas outside building and parking area to promote the proper disposal of garbage and classifying waste in order for the safety of collection of the responsible staff.
- 7.4 “ENV good things to tell” project by providing staffs of the Environment Committee together with ENV network to survey departments in all areas of the hospital covering environment topic and the objective is the staffs shall be part of the environment management and it shall be beneficial to departments including to develop environment continually.
- 7.5 Say No to Plastic Bag Project
 - “Stop using foam box for food packing” campaign and to use biodegradable boxes instead and to promote the staffs to bring their own box for purchasing food in hospital’s canteen in replacement of plastic bags.
 - Promoting staffs to reduce wastes by requesting the staffs to bring container such as food carrier instead of plastic bag or foam box and it also promote the staffs to use cloth bag instead of plastic bag by providing cloth bag for reusing and returning.



8. Energy Saving

The Company has concerned on the energy saving by promoting the using of energy with value and in full efficiency in order to receive the best benefit. Examples of actions relating to this matter include:

- Appointment of the Energy Conservation Committee at Thonburi Hospital.
- Changing air conditioners to magnetic system which was the oil free system to reduce the using of energy at less 30% and to reduce the maintenance cost.
- Providing a knowledge on energy saving to staffs such as turning off air conditioner during lunchbreak, using staircase instead of elevator, etc.
- New employee orientations relating to energy conservation in order to build awareness on energy saving.

In addition, the project on environment protection of the Company's group which was for energy saving at the same time.

9. Community Participation and Development

The Company focused on the activity regarding the caring and responsibility of all stakeholders of society. It was a part of the business operation. The Company and its subsidiaries have organized the activity for public interest by supporting the business partners, entrepreneurs and customers to participant in returning to society together. This activity focused on the using of resources and knowledges to create the benefit to society and stakeholders including the environment protection of local community and providing the health knowledge and organizing activity for general public to aware of health protection which will result in growing together of all sectors, the example of activities in the past year are as follows:

Promoting health knowledge, Raise awareness and self-protection measures to the community

- **Activities to educate the community**

Thonburi 2 Hospital organized activities to provide healthcare knowledge to a total of 5 contract partners and schools in Thawi Watthana District, namely 10 participants from Hummingbird International Kindergarten, 35 participants from Denla Rama V School and 50 participants from Plearnpattana School, Central Plaza Pinklao and Central Plaza Salaya to educate and create understandings, build awareness and prepare response measures, and reduce risk of infection. Participants were encouraged to frequently wash hands, wear protective masks and ensure that they were far from Covid-19 infection.



- Project to change health habits in order to reduce risk of hypertension, hyperlipidemia and diabetes among monks at Burapa Temple in Ubon Ratchathani Province.



- **Activities to promote healthcare**

Thonburi Bamrungmuang Hospital and Rajyindee Hospital organized activities to promote hand washing to prevent diseases in schools in the communities. Rajyindee Hospital in Songkhla had a walk rally to promote hand washing and wearing of protective masks. Gel alcohol was handed out in tourist areas.



- **Health screening unit for the community**

The community was encouraged to understand and become aware of healthcare. Preliminary health check should be conducted on a regular basis to screen risk of diabetes, heart disease, paresis, and paralysis etc.



- **Influenza vaccination for monks in Thawi Watthana District**

Thonburi 2 Hospital, in cooperation with Thammasapa Foundation, provided vaccines to monks in Thawi Watthana District under the project “Smiling for Good Health.” Thonburi 2 Hospital sent a unit to provide influenza vaccination for monks in 9 temples and 148 monks received such vaccination.



- **Blood Donation Activities**



Organized every year by hospitals within the group such as Thonburi 2 Hospital. The public and hospital personnel jointly donated blood with total quantity of 223 units.

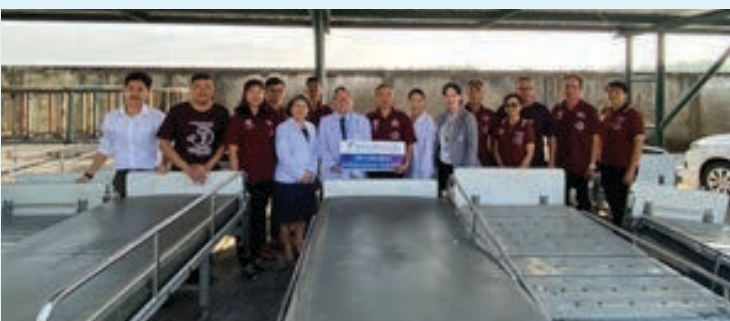
Building good relationship with community and donations to support and assist the disadvantaged and disaster victims

- **Volunteer project for community development**

The Company assisted in developing the community in respect of creating clean and livable environments. This was to promote quality of life of people in the community. For instance, Thonburi Hospital, in cooperation with Bangkok Noi Thonburi community, organized activities such as an activity called “Doing good for Nation, Religion and King” under which temples were cleaned to improve environment and scenery.



- **Donations to governmental agencies for provision to those in need**



- Donations to neighboring area affected by the Covid-19 pandemic



For examples, communities near Thonburi Hospital, Thonburi 2 Hospital, Thonburi Bamrungmuang Hospital and Rajyindee Hospital.

- Donation of drinking water and dry food to disaster victims in Nakhon Si Thammarat Province



Rajyindee Hospital in Songkhla Province and Thonburi Thungsong Hospital in Nakhon Si Thammarat Province were in Nakhon Si Thammarat Province to donate drinking water and dry food to disaster victims.

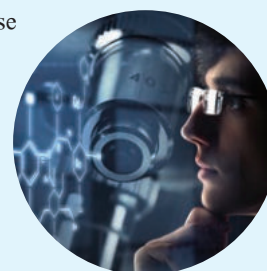
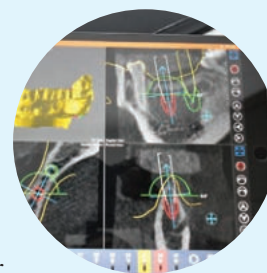
10. Innovation and Transfer of Innovation Developed Through Operations Responsible for Society, Environment and Stakeholders

The Company supports innovations developed both through internal process and through cooperation between organizations. Not only development of new things through new methods, innovations but also include changes to idea or production in order to create value-added products or services. The objective of innovations is to create changes in a positive way, so that better things shall be created and productivity shall be increased, which shall ultimately result in maximum benefits to the society.

Transfer of innovation is considered a socially responsible activity. The communication and notification to stakeholders for acknowledgement, both directly and indirectly, through various channels of communication, is necessary to ensure that the Company's information shall be distributed to, and shall reach, all stakeholders.

The examples of innovation that the Company has supported and promoted to its employees to have initiative idea for benefits of stakeholders are as follows:

- 1) **Super Safe Blanket** which will be used with a large number of health checkup customers in order to feel safe and private for using the service resulting in the convenient and efficiency before using the service and it also reduce the waiting time. The customer has satisfied and this product has been developed to use with other patients in many ways in the hospital and in the treatment OPD room.
- 2) **Healthcare of Cancer Patient**, the cancer center has organized the healthcare system for cancer patients with personal nurse.
- 3) **Knowledge Sharing in Caring of Continuous Patient Group** through Home Health Care Channel and at present, it has been expanded to "Scan QR Code" for advice of caring of each patient.
- 4) **Eiffel Tower**, the urine bag hanging device which will prevent the urine bag to contact the floor. It shall help the patient after operation to have more convenient to perform daily activity and walking exercise. This device has been used in nurse department and rehabilitation center
- 5) **Kangaroo Pants** has received the innovation award 1st prize in area of nursing the neuropathy patient and patients with urinary catheterization. This pant will help patients to ambulate and prevent hematuria which will reduce UTI. The patients have satisfied and cooperated to do ambulate. This pant has registered the petty patent already.
- 6) **Fall Off Shirt** has registered the petty patent since January 2014 and it has been used in nurse department.
- 7) **Innovation for expansion of lifetime of Board Control Main Power On-Off for Operation**, the main power has been removed into the side of device and installed the breaker on-off for using easier and there was no request of repairment of lamp for operation in part of Board Control. It has been installed in all operation rooms including sleep lab.
- 8) **Miracle Hand**, the device to take filter of dialysis liquid core.
- 9) **Drug label with other languages**, this service has been provided to Myanmar, Cambodian and Chinese patients of OPD and IPD
- 10) **Red Blood Cells Rescue Can**, it will help adjust the time to keep blood stable from 30 minutes to 8 hours in order to reduce the loss of blood.
- 11) **KOL (YUTH): Knowledge Out Lab (Yearly Update Thonburi Hospital)**, knowledge out lab through intranet which will have accurate result and will reduce the communication through telephone.
- 12) **Nutrition Assessment through Food Lab**, it will help adjust food to in line with symptom of each patient and medical treatment plan of doctor such as high cholesterol patient, hyperglycemia. It has been evaluated from time to time.



- 13) **Nutrisurvey**, it will provide knowledge on low cholesterol by using program with patient. It has received the award on research and development of well-being of Thai people with good health of Thai Dietetic Association.
- 14) **Nutrition by Social Media**, it has provided knowledge on nutrition and therapeutic nutrition through graphic information in form of easy understanding which is part of health promotion under the name of “Nutrition by Social Media” through visual storytelling cause to exchange knowledge and can apply to daily life.
- 15) **Innovation “Phuket Care” for the Aged Society in Future.**



King’s Prajadhipok Award of 2017 for the local administrative organization that have transparent and promote the participation of people which received by the Phuket Administrative Organization was the announcement of success of the project “Phuket Care” under the project “Sufficiency Health of Ten Thousand Beds Hospital” for supporting and caring of chronic patients in Phuket Province. Phuket Administrative Organization together with Village Health Volunteer of Phuket by having doctors and Public Health Team of Thonburi Healthcare Group Public Company Limited as the service provider of Hospital of Phuket Administrative Organization for more than five years, has been providing the services with well received by the public under the professional standard.



The concept of new management gives the first opportunity for private sector to jointly provide the public health services of Phuket Administrative Organization. The public health services by private hospital at the public place of public sector is the cooperation creatively and energetically for the benefit of the disadvantaged people which creates the aggressive position for health promoting. It has a preliminary health screening and follow up of risk patients and patients in complications including reporting of results to the hospital if sickness occurs of which it will facilitate patients to meet doctor efficiency. This strategy helps to reduce the burden of congestion of public health services of the hospitals in Phuket Province resulting in the doctors and nurses have more time to promote healthcare to the public.



From the lesson learn of the Phuket Care for the Aged Society by using the community-based long term care system whereby the aged people in the service area can submit his or her intention to receive this services from the public health service center of public sector and local administrative organization that have the integration of information technology system and the system that supports persons in family and community to participate in taking care of such aged people. The local administrative organization will support allowance of aged people, disabled people, compensation of Village Health Volunteer, Healthcare Fund and Rehabilitation Fund according to the laws. For the Ministry of Social Development and Human Security, it will support the budget for the establishment of the aged people fund and welfare of disabled people and disadvantaged people and the national saving fund and for National Health Security Office, it will support the health promotion together with the local administrative organization for the establishment of healthcare fund for community according to Section 39 (2) of the National Health Security Act, B.E. 2545 (2002).



The main mechanism of the capital of community is Village Health Volunteer and temple. School is the spirit center of community and training center for people in family and community to have skills for taking care of the aged people efficiency. The role of the medical team will follow the Phuket care model which is the providing of preliminary health screening, follow up of risk patients and patients in non-communicable disease: NCD. In addition, the community will organize the rehabilitation center and day care center in the community for the bedridden patient during people in family goes for work outside.

Ten Thousand Beds Hospital of Phuket Model that Thonburi Healthcare Group Public Company Limited (THG) creates innovation with Phuket Administrative Organization where the community can take care chronic patients and disabled people of which it is the light at the end of the tunnel that solve the problem of Thai Society which has to support a lot of budget to take care the aged people in the future

Awards and certificates of the Company and its subsidiaries

1. Thonburi Hospital, Thonburi 2 Hospital, Rajyindee Hospital, Ubonrak Thonburi Hospital were awarded the Hospital Accreditation as hospitals with standard health care and medical services by the Healthcare Accreditation Institute (Public Organization).
2. Thonburi 2 Hospital received a certificate from Nonthaburi Provincial Administrative Organization as organization which provided social contribution in respect of medical services and training course on suitable technology and environment for physical and mental health of elderly.
3. Thonburi 2 Hospital was awarded for quality standard in setting up intensive care unit for stroke patients (Stroke Unit) by Department of Medical Service, Ministry of Public Health.
4. Jin Wellbeing County Project was awarded “Honorable Mention” from 2018 Environments for Aging Design Showcase by EFA Magazine in the United States. The project was one of the seven projects, and the only project from Asia, selected from 36 other senior residence projects across the world which met the acceptance criteria in creating functional and attractive living environments that meet the needs of aging population. The projects were evaluated based on criteria including health care and safety of residence, aesthetics, and innovation.
5. Jin Wellbeing County Project was awarded Best Senior Living Development and Highly Commended for Universal Design Development as project with outstanding design and responding to aging population lifestyle from Property Guru Thailand Property Awards.
6. Jin Wellbeing County, the model city of health for community of retired people and family has received the “Friendly Design Awards 2019” from the Friendly Design For All Foundation which organized the Thailand Friendly Design Expo and Health Innovation for All No. 4 or Thailand Friendly Design Expo 2019, as the community and initial location of friendly design which was created for public interest to support the aging society and to promote equality of disabled patients, wheelchair users, including everyone, all ages, all physical conditions that make it accessible and able to use with convenience, modern, safe, fair, and equally.
7. Patalung Thonburi Heart Center was awarded by National Health Security Office, Ministry of Public Health for quality standard in provision of diagnosis, treatment coronary angiogram, cardiac catheterization, and cardiac surgery.
8. Thonburi hospital has received the Hospital Accreditation Certification in accordance with the hospital standard and healthcare in the HA National Forum No. 20.
9. Thonburi hospital has received the Platinum Hospital Quality Award from AIA in year 2014.
10. Thonburi hospital has received the Excellent Healthcare Management Award from Muang Thai Life Assurance in year 2015.
11. Thonburi hospital has received the Fast Service, Good Quality and Understanding the Need of Customers Award from Muang Thai Life Assurance in year 2015.
12. Thonburi hospital has received the Award Winning for the Excellent of Management and Medical Service from AZAY in year 2015.
13. Thonburi hospital has received the Runner up Award for the Excellent of Health Checkup Service from AZAY in year 2015.
14. Thonburi hospital has received the Service Appreciation Award from AZAY in year 2016.
15. Thonburi hospital has received the Certification in Energy Management 2013 for Controlled Building TSIC-ID: 86101-0016 for the completeness and accuracy in accordance with the regulation of Ministry of Energy.
16. Thonburi hospital has received the Certification in Quality of Water in accordance with World Health Organization in year 1993.
17. Thonburi Hospital received Hospital of the Year Award from The Healthcare Asia Awards 2019 in Singapore.
18. Thonburi Bamrungmuang Hospital received Clinical Service Initiative of the Year Award from The Healthcare Asia Awards 2019 in Singapore.

Additional Guideline for the Prevention of Involvement in Corruption

The Company has procured the Internal Audit Department to monitor the internal audit system, risk management and corporate governance and to provide suggestion from time to time by auditing in accordance with the annual internal audit plan which has been approved by the Audit Committee and reporting the result of audit in key issues and suggestion to the Audit Committee.

The Risk Management Committee has determined the guideline for assessment of risk from internal corruption to determine the anti-internal corruption measure in order for efficient implementation and support of complying with the guideline for monitoring and evaluating the implementation of the anti-corruption policy within the organization including providing the suggestions, control measure or prevention guideline for such risk together with following up the evaluation to improve the plan from time to time to reduce the risk to the acceptable level and reporting it to the Board of Directors regularly.

The Company has determined the guideline to monitor for prevention and following up of risk on corruption within the organization as follows:

1. The Company provides channels for receiving clues or complaints regarding violation, illegal actions or business ethics of the Company or doubt in financial report or internal control system. The Company has policy on whistle-blower protection, and it will keep the information of whistle-blower as confidential. The Company also has measure to review and determine the disciplinary actions and/or legal actions. If the Company is able to contact the whistle-blower, the Company will inform its action in writing.
2. The Company has procured to have internal audit, assessment of internal control system and risk management which cover important working systems to protect and to follow up the risk on corruption including providing the suggestion in relation to the appropriate solution.
3. If after the fact finding, it finds that the audited information or complaint may have evidence to believe that there have transactions or actions that may significantly impact the financial status and Company's performance including violation or wrongful actions relating to legal or business ethics of the Company, the Audit Committee shall inform the Board of Directors to carry out improvements within the time frame that the Audit Committee deems appropriate.
4. The department heads are responsible for monitoring the operations, correction of errors (if any) and report to the authority respectively.
5. The Company has determined that the managements and employees shall perform and evaluate their performance in relation to the good corporate governance principle and Company's business ethics including the anti-corruption in the organization policy regularly.
6. The Company has determined the guideline to follow up the performance assessment in accordance with the guideline for preventing corruption in the organization.

Policy and Business Overview



VISION, MISSIONS AND DIRECTION

The Board of Directors Meeting No. 6/2020, held on 23 September 2020, reviewed the Company's vision, mission, and brand values with the resolution that in 2021 the company will use the same vision, mission and brand values as the previous year including reviewing the company's short-term strategy determined on 23 – 24 August 2019 as follows:

VISION

"To enhance people's quality of life by being their most preferred health partner"

MISSIONS

- To offer customer-centric, innovative, and reasonable healthcare solutions to people of all ages, no matter what their health needs, and
- To always strive for a higher standard of service, expertise and professionalism in our people for the benefit of all our stakeholders

BRAND VALUES

TREASURE LIVES	We treasure everyone's quality of life and we strive to offer the best care without discrimination of any persons or groups.
HONEST	We work on the principles of honesty and transparency, offering only necessary and desired products and services. We also approach our work with humility and respect for patients' dignity.
OPTIMISTIC	We look towards the future with optimism, constantly searching for innovative ways to improve our services and business performance.
NURTURING	Because our people are our greatest asset, we will nurture and keep developing our employees to be the best healthcare professionals for our customers.

Long-term goals / action guidelines

To achieve the long-term goals, the Company has set the action guidelines as follows:

1. To maintain standard of management and medical service, as well as to develop human resource to meet higher standard both in domestic and international level.

- With our services being accepted under international standard, we receive Hospital Accreditation (HA) from the Healthcare Accreditation Institute (Public Organization) to certify well management system which supports quality and safety service. Furthermore, the Company has maintained its standards as to become a model of hospital development among the Company Group to achieve the same standard
- The Company has strategy to become a medical excellence, by developing treatment capacity in 5 strategic fields (1) Neuroscience and Brain Center (2) Orthopedic Center (3) Digestive and Liver Center (4) Heart Center and (5) Obstetrics-Gynecology Center - for maximum efficiency in treatment.
- The Company arranges consulting team from internal and external source to pass on knowledge and experience, as well as to support the achievement to highest standards of performance to the hospitals in Company Group, which will standardize and qualify all hospital to achieve the same level.
- The Company provides training courses and fund to develop its personnel in terms of academic and service field on regular basis.

2. Seek and develop innovation of medical service and modern technology to enhance fast, precise service that will meet customers' requirement and necessity.

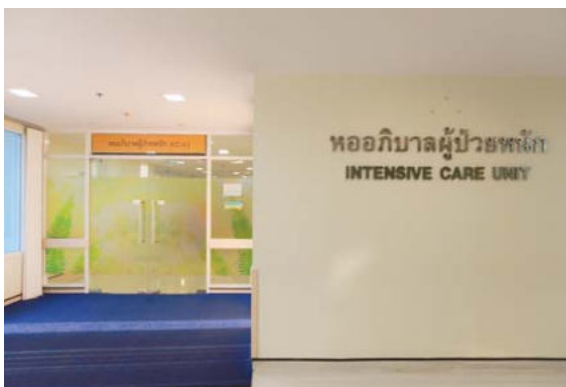
- The Company creates medical contract service to state hospitals which offer comprehensive service solution and the Excellent Center, where people can have a service of private hospital quality under the price of a state hospital.
- The Company has policy to expand into an excellent center to facilitate patient with comprehensive services.
- The Company has policy to seek and develop advance technology, emphasizing on an innovation which is accepted and certified by international standard, for example, scanning, laboratory, medical equipment, patient recovery etc. to enhance a fast and precise service that will meet the necessity of each treatment, as well as requirement of patients.
- The Company has opened the integrated elderly care and medical services (Senior Home Care) and has developed management system to provide services that meet the needs of patients consisting of medical services, palliative care, accommodation that facilitates daily life of the elderly, activities that improve the physical and mental health of the elderly whereby the first project which has been opened, was Jin Wellbeing County and the second project, namely Thonburi Health Village is under construction.
- The Company deploys supporting system for medical service to provide care among patients and those who require home service, for example physical therapy, replace of oxygen and saline hose.
- The Company develops remote-care system for patient, consulting mechanism, follow-up and assessment of patient condition after or during the treatment to create confidence and to minimize the traveling time of patients and family.
- The Company has developed new hospital to provide patients with treatment options from advanced technologies such as diabetes treatment center, IVF center and digital dental center which opened for service in early 2019 whereby the targeted patients are medical tourist.

3. To develop ethical concept, academic excellence, and special expertise as to enhance the treatment efficiency, to improve service mine which will lead to trust, reliability and happiness of customers.

- The Company, under collaboration with Siam University, has established the Faculty of Nursing and the Faculty of Medicine with aim to create qualified medical personnel to support operation of the Company and hospitals in the Company Group.
- The Company has cooperated with Siam University to establish faculty of medicine which will be another channel to produce and develop personnel with the quality to support the demand of the hospitals under the group's company.
- The Company provides ethical training courses and knowledge development courses to all personnel on regular basis, as well as provides supporting fund to improve knowledge body and to create special skill.
- Thonburi Hospital is a tertiary care hospital that provides a wide-range of high-quality medical and surgical services, with specialist doctors, Excellence Center to assure our customers' confidence and trust. Our goal is to expand the Excellent Center to hospitals in the Company Group and the area that are in need of hospital care.
- The Company provides personality development course to improve service mind of our personnel, whereby, the result of training of each department is evaluated regularly in order to build incentive complementary to the personnel or department.

4. To offer new dimension of treatment in the price that most people can afford.

- The Company has set the medical service in medium rate, what patient can receive treatment of complicated disease at affordable price comparing to other private hospitals. As for a non-complicated disease, a patient can choose to be treated in the nursing home or stay in hospitals under the Company Group or hospitals within network of the Company which are located countrywide, in order to minimize medical cost.
- The company developed the step-down care center project by establishing Thonburi Burana Hospital which is located in the Jin Wellbeing County Project to accommodate patients during convalescence after surgery or during therapy section including elderly patients that need long-term care such as Alzheimer's disease in order to reduce the cost of rehabilitation in the hospital which is considered an alternative to receiving services at a lower cost.
- The Company is a contractor of medical service for many state hospitals, allowing people to have medical service of good standard at the same price of state hospitals.



Major Changes and Developments

Year	Significant Development
2018	26 March: The Company approved to dispose shares in Rajthanee Rojana Company Limited to Rajthanee Hospital Public Company Limited (Rajthanee Rojana Hospital, Phra Nakhon Si Ayutthaya Province) and the capital gain from such disposal was approximately Baht 52.5 million.
	26 March: The Board of Directors has resolved to appoint the Corporate Governance and Business Ethics Committee as another sub-committee.
	24 August: The Extraordinary General Meeting of shareholders no.1/2018 resolved to acquire lands and buildings on Pracha Uthit road, Thung Khru District, Bangkok from the connected person to develop the Thonburi Health Village Project, which is a residential project for the elderly with medical services.
	7 November: The Company invested in Thanarad Thung Song Company Limited which operated Thonburi Thung Song Hospital. The Company held 51.12 % shares and also held 5.31% shares with indirect voting through its subsidiary, namely Rajyindee Hospital Public Company Limited, representing 56.43% in total shareholding.

Year	Significant Development
2019	24 January: Thonburi Bamrungmuang Hospital was officially opened for services. The investment amount for the hospital was over Baht 4,000 million, focusing on providing 6-star personalized care by medical specialists. This was to respond to health trends and aging society and to service medical tourism customers from all over Asia and Middle East.
	17 March: Ar Yu International Hospital in Yangon, Myanmar was officially opened. It provides full services, including OPD and IPD services. This hospital is the first private hospital in Myanmar which meets international standards. It is a joint investment between Thonburi Healthcare Group, Ga Mone Pwint Company Limited, local operator and medical personnel in Myanmar.
	30 May: Thonburi Hospital was awarded Hospital of the Year Award from 'Healthcare Asia Awards 2019' in Singapore. Thonburi Bamrungmuang Hospital was awarded Clinical Service Initiative of the Year Award.
	27 June: The Company sold its investment in Rajathanee Hospital Public Company Limited ("RJH"), consisting of 12,000,000 shares. The remaining shareholding in RJH by the Company is 3.07%.
	3 July: Notification on change of company name of Premiere Home Health Care Co., Ltd., a subsidiary of THG, in which THG has 99.99% shareholding. The new company name is Thonburi Wellbeing Co., Ltd. which is suitable to its business operations.
	2 September: Ramkhamhaeng Hospital Public Company Limited ("RAM") acquired another 2.217% of the total paid-up capital of THG. As a result, RAM becomes one of the top five major shareholders of THG. As of 30 December 2019, RAM has 10.051% shareholding in THG.
	17 September: Thonburi Wellbeing Co., Ltd., a 99.99% subsidiary of THG, incorporated Thonburi Property Management Co., Ltd. to operate senior residence business of Thonburi Wellbeing Co., Ltd. The registered capital of Thonburi Property Management Co., Ltd. is Baht 4,000,000

Year	Significant Development
2019	<p>18 November: The Company officially opened Thonburi Thung Song Hospital in Thung Song Sub-district, Nakhon Si Thammarat Province for services. In the beginning, 50 hospital beds were registered for services. The hospital will be able to expand its service capacity in the future to 200 hospital beds, 12 examination rooms and 3 operating rooms.</p> <p>18 December: The Company's stock (ticker: THG) was listed in SET100 Index by the Stock Exchange of Thailand. The stock is one of the 100 component stocks with market capitalization and high liquidity according to qualifications required by the stock exchange.</p>

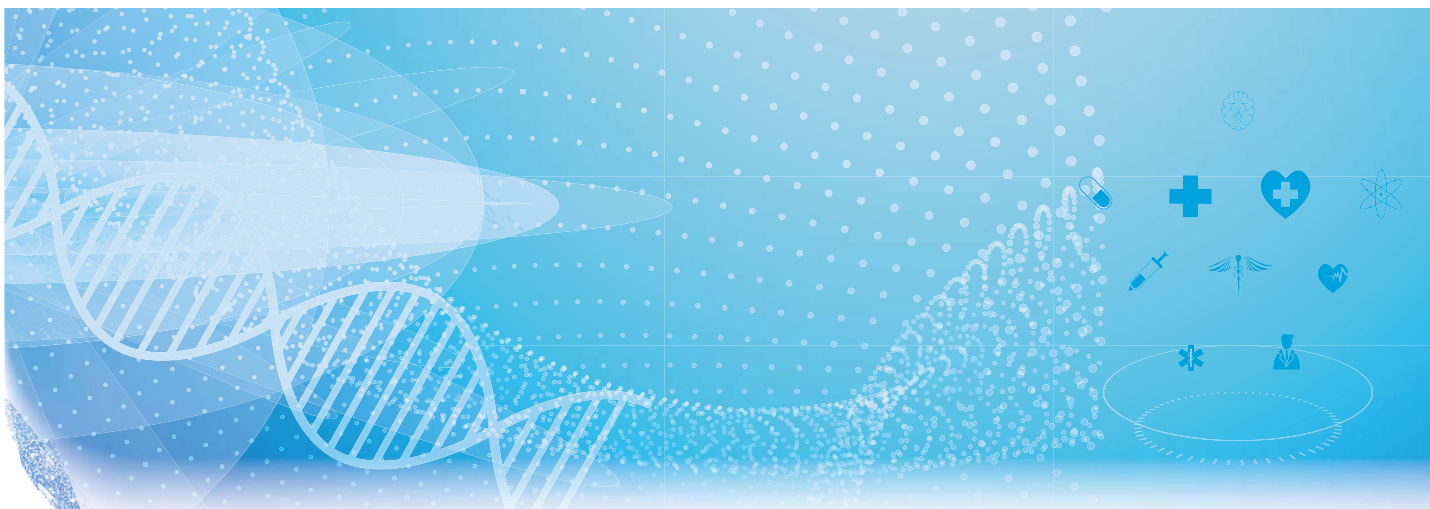
Year	Significant Development
2020	<p>21 February: Thonburi Burana Hospital, a rehabilitation hospital for seniors with 55 hospital beds, was officially opened. The hospital is located in Jin Wellbeing County Project.</p> <p>March: the Company entered into an agreement to sell all shares in the joint venture company, which operated Welly Hospital in the Republic of China, to WEGO Holding Company, the former shareholder, for the consideration of RMB 98.21 million.</p> <p>13 May: the Board of Directors' Meeting resolved to approve additional investment in subsidiaries, namely Thonburi Realty Development Co., Ltd. from Baht 800 million to Baht 1,270 million, which resulted in increase in shareholding to 99.86%, and Rajthanee Realty Co., Ltd. From Baht 700 million to Baht 1,960 million, maintaining the same shareholding of 100%.</p> <p>1 June: Thonburi Hospital was ranked the 7th place as the "Best Hospitals – Thailand" among the top hospitals in 20 different countries by Newsweek, a leading news website from the United States. THG was also recognized by Innosight as one of the five 'ASEAN TRANSFORMATION CHAMPIONS' for creating innovation and efficient business expansion through adoption of innovation and having skilled leaders.</p> <p>21 July: the Company entered into a memorandum of understanding with Srinakharinwirot University to support research on medical cannabis and entered into management service agreement for heart center in Panyanantaphikkhu Chonprathan Medical Center to treat cardiovascular diseases.</p> <p>10 August: the Company entered into a memorandum of understanding regarding academic cooperation with Mahidol University to jointly establish a research and development center for innovative medical equipment and medical services to support research and development on medical equipment in order to become smart hospital and develop technology and innovative medical technology.</p> <p>THG repurchased shares (Treasury Stock) for financial management according to the resolutions of the Board of Directors' Meeting. The period of repurchase was 6 months, ending on 20 September 2020. THG repurchased a total of 5.28 million shares at the price of Baht 19.00 – 21.30, totaling Baht 105.03 million.</p>

Revenue Structure

Unit: million baht

Operated by	% of shareholding			Income for the year ending December 31					
	2020	2019	2018	2020		2019		2018	
				income	%	income	%	income	%
Thonburi Healthcare Group PCL	-	-	-	4,693.29	64.16%	5,147.53	62.53%	5,099.43	71.88%
Thonburi Healthcare Group PCL - Pattaya City Hospital	-	-	-	252.86	3.46%	261.48	3.18%	310.56	4.38%
Thonburi Healthcare Group PCL - Phuket Provincial Hospital	-	-	-	173.08	2.37%	179.14	2.18%	183.20	2.58%
Rajyindee Hospital PCL.	56.91%	56.91%	56.91%	607.25	8.30%	690.76	8.39%	695.53	9.80%
Thanarad Thung Song Co., Ltd.	56.43%	56.43%	-	113.81	1.55%	9.17	0.11%	-	-
Thonburi Hospital Heart Centers Co.,Ltd.	99.98%	99.98%	99.98%	210.46	2.88%	266.97	3.24%	275.94	3.89%
Thonburi Bamrungmuang Hospital Co., Ltd.	99.99%	99.99%	99.99%	861.59	11.78%	905.46	11.00%	14.39	0.20%
Total revenue from medical services business				6,912.34	94.50%	7,460.51	90.63%	6,579.05	92.73%
Dental Siam Co., Ltd.	99.43%	99.43%	99.43%	271.48	3.71%	317.81	3.86%	396.38	5.59%
Thonburi Wellbeing Co., Ltd. **	99.99%	99.99%	99.99%	115.37	1.58%	438.66	5.33%	95.51	1.35%
Total revenue from Healthcare solutions provider business				386.85	5.29%	756.47	9.19%	491.89	6.94%
Modular Software Expertise Co., Ltd.	70.00%	70.00%	70.00%	15.61	0.21%	15.18	0.18%	23.26	0.33%
Rajthanee Realty Co., Ltd.	100.00%	100.00%	100.00%	-	-	-	-	-	-
Thonburi Realty Development Co., Ltd.	99.86%	99.78%	99.78%	-	-	-	-	-	-
Total revenue from other business				15.61	0.21%	15.18	0.18%	23.26	0.33%
Total revenue				7,314.80	100.00%	8,232.16	100.00%	7,094.20	100.00%

** Thonburi Wellbeing Co., Ltd., former name: Premiere Home Health Care Co., Ltd.



Business Description

Businesses of Thonburi Healthcare Group Public Company Limited or THG can be divided into three major segments, namely

1. Medical Services Business
2. Healthcare Solution Provider
3. Other Business

Medical Services Business

THG's core business is the medical treatment business with five sub-categories as follows:

1. Domestic medical services

THG operates hospitals in Thailand and through subsidiaries and associates. Our hospitals provide comprehensive medical services by experienced doctors and high technology medical equipment. The hospitals serve OPD and IPD patients 24 hours a day.

Four Bangkok and vicinity-based hospitals including

- *Thonburi hospital*
- *Thonburi 2 hospital*
- *Thonburi Bamrungmuang Hospital*
- *Thonburi Burana Hospital*

Four provincial hospitals including

- *Rajyindee Hospital, Songkhla*
- *Ubonrak Thonburi Hospital, Ubonratchathani*
- *Sirivej Chanthaburi Hospital, Chanthaburi*
- *Thonburi Thungsong Hospital, Nakhon Si Thammarat Province*

Domestically, THG has 1,100 registered beds and a combined capacity to service 5,800 outpatients daily, making the group one of the leading healthcare providers in Thailand, with a focus on quality, efficiency and best equipment plus health promotion, disease prevention and rehabilitation programs, all with easy accessibility and affordable prices. The company offers high-quality services in various excellence centers including brain and neurology, bone and joint, gastrointestinal, and liver, heart, and obstetrics and gynecology. THG's medical services are well recognized in international standards and certified by the Healthcare Accreditation Institute (Public Organization). It is to guarantee that there are systematic administrations contributing to service quality and safety in hospitals under the company's group.

In 2020, THG has opened a new hospital operation, namely Thonburi Burana Hospital. In February 2020 as a comprehensive hospital for elderly health care, treatment and physical therapy to enhance health and good quality of life and to prevent disease with a team of experienced medical personnel and fully equipped able to accommodate inpatients who need special care such as bed-bound patients, Alzheimer's patients or other chronic diseases located in the area of the Jin Wellbeing County senior living project. Therefore, it can provide convenient and timely services for residents of the project and nearby communities in the Rangsit area as well.

Hospital	Address	Registered beds	Description
Thonburi Hospital	34/1 Soi Issaraparp 44, Issaraparp Road, Baan Chang Lor Sub-district, Bangkok Noi District, Bangkok	435	Operated by THG
Thonburi 2 Hospital	43/4 Borommaratchachonnee Road, Sarathammasop sub-district, Taweewatana district Bangkok	95	Operated by THG
Thonburi Bamrungmuang Hospital	611 Bamrungmuang Rd, Khlongmahanak sub-district, Pomprapsatruphai district, Bangkok	47	Operated by Thonburi Bamrungmuang Hospital, THG's

Hospital	Address	Registered beds	Description
			subsidiary with 99.99% shares of paid-up capital held by THG
Thonburi Burana Hospital	89 Moo 3, Khlong 1, Khlong Luang, Pathum Thani 12120	55	Operated by Thonburi Wellbeing Co., Ltd., THG's subsidiary with 99.99% shares of paid-up capital held by THG
Rajyindee Hospital	119 Rajyindee Road, Hat Yai sub-district, Hat Yai district, Songkhla	196	Operated by Rajyindee Hospital Pcl., THG's subsidiary with 56.91% shares of paid-up capital held by THG
Ubonrak Thonburi Hospital	46/4 Soi Bhurapa Nai Rd., Naimuang sub-district, Muang ubon ratchathani district, Ubonratchathani	100	Operated by Ubon Rak Co. Ltd., THG's associate with 34.52% shares of paid-up capital held by THG
Sirivej Chanthaburi Hospital	151 M.7 Trirat Road, Chanthanimit sub-district, Muang Chanthaburi district, Chanthaburi	90	Operated by Sirivej Chanthaburi PCL., THG's associate with 31.87% shares of paid capital held by THG
Thonburi Thungsong Hospital	Thungsong-Wiangsa highway, Chamai sub-district, Thungsong district, Nakhon Si Thammarat	50	Operated by Thanarad Thung Song Co. Ltd., THG's subsidiary with 56.43% shares of paid-up capital held by THG

2. Overseas medical services

THG expanded its business to other countries in Asia, joining with local partners to provide medical services. Currently, THG operates one hospital in the Republic of the Union of Myanmar ("Myanmar").

- *Ar Yu International Hospital, the Republic of the Union of Myanmar*

THG partnered with Ga Mone Pwint Company Limited ("GMP"), a leading Myanmar-based real estate developer and retailer, to operate 200-bed hospitals, with value of USD 75 million. It operates with an international standard under the name Ar Yu International Hospital, located on 3-rai land on Kyaikkasan Road, Yangon. The hospital started to provide service initially for OPD patients in September 2018 and operate full-service on 17 March 2019.

The Joint Venture named ARYU International Health Care Company Limited was established on 4 April 2017, 50% held by GMP, 10 % held by Aryu Ananta Medical Services Company Limited (AMS), a group of Myanmar medical personnel, and 40% held by THG.

3. Hospital management services

THG the first private hospital entrusted by local administration organizations to provide management services for state hospitals that were keen to improve their management efficiency. THG has agreements to provide management for two hospitals under local administration organizations and one Community Medical Center as follows.

- *Pattaya City Hospital*: with 110 registered and available beds, providing medical services in various fields, equipped with modern technology. The hospital is well accepted in international standard.
- *Phuket Provincial Administrative Organization Hospital*: It has 129 registered beds and 125 available beds. Its aim is to provide medical services with high standard and good impression for patients.
- *Koh Lan International Medical Center*: It is a medical center focusing on trauma and ER, providing service for emergency cases on coasts and general treatment for locals and tourists.

With efficient doctors and medical staff, administration and service, the hospitals can provide services at standards of private hospitals but at price of public ones. At the two hospitals, doctors and nurses are on hand around the clock for high-standard services.

Moreover, THG is also hired for consultancy, management and training services for overseas hospitals, especially in Southeast Asia.

The contract for the hospital management services of Koh Lan International Medical Center was terminated in October 2020, while the contract for the hospital management services of Pattaya City Hospital ended on January 15, 2021 and there is no extension of the contract.

4. Specialized Medical Services Centers

THG had seen opportunities in a special medical center business, therefore, established Thonburi Hospital Heart Center Co., Ltd. to provide management service for heart centers in both public and private sectors. The company provides teams of reputable cardiologists to treat patients. In 2019, THG operated three heart centers as follows.

- *Heart Center at Phatara-Thonburi Hospital*

It is operated under an agreement for the treatment of cardiovascular disease with Phatara Hospital Co., Ltd. to provide specialized medical team and manage work schedules of physicians. The heart center started operation in December 2014, including Cardiac Catheterization (Cath lab) with modern equipment, taken care by specialized cardiologists and heart surgeons who are specially trained to care for patients with heart disease. The hospital also has 18-bed wards for general and special heart disease patients, as well as 6-bed Coronary Care Units.

However, on 31 March 2020, the joint medical treatment agreement for cardiovascular disease was terminated and there is no extension of the contract.

- *Heart Center at Thonburi 2 Hospital*

It started an operation on 26 June 2017. Thonburi Hospital Heart Center Co., Ltd. was hired to operate the heart center, providing specialized doctors and manage schedules to meet the need of cardiovascular patients effectively in accordance with professional standards. It consists of a heart catheter lab and angioplasty Cardiology Dormitory which has 9 beds in total. It can support cares for heart patients at early stage to advanced treatments 24 hours a day.

- *Heart Center at Phatthalung Hospital*

- It is a collaboration of management of Phatthalung Hospital and Thonburi Hospital Heart Center Co., Ltd. with an agreement for management services and quality control with special medical expertise. Heart Center at Phatthalung Hospital started an operation on 17 April 2018 and was approved by National Health Security Office to treat patients under Universal Health Coverage on 1 October 2018. It provides treatment procedures for patients with heart disease and ischemic heart disease. The facility includes Cardiac Catheterization (Cath lab) and 11-bed heart disease ward.

In addition, in July 2020, Thonburi Hospital Heart Center Co., Ltd. has signed an academic cooperation agreement to take over the management of the heart center for Panyanaphikku Chonprathan Medical Center (formerly Chonprathan Hospital) under Srinakharinwirot university to provide care services for patients with cardiovascular disease Expected to open for service in 2021.

Healthcare Solution Provider Business

It provides healthcare service beyond hospital. Variety of services are to meet the needs of customers in different ages and physical conditions with following services.

1. Senior Care and Senior Living

- *Jin Wellbeing County*

THG develops healthcare mixed-use project combining integrated healthcare and tailor-made medicine, with active living designed especially for elderly that can easily modify or add tools suitable for needs in different ages and a center for aged care. There are also activities to suit their lifestyle, targeting retirement age group and working age group who care for healthy living and long-term life planning. The project, on 142-rai land located on Phaholyothin Road (Rangsit), was developed under a "new concept of retirement town".

The first phase includes:

1) 7-story residential building, initially built 5 buildings, totaling 494 units, which were designed to truly meet the needs of elderly, focusing on safety, convenience and mental health. Inside the building, there are medical staff to take care and 24-hour available to assist in case of emergency. The project also provides continuous medical check-up systems such as health tracking system, centralized health monitoring system and CCTV to ensure proper and timely care for residents;

2) Thonburi Burana Hospital to support the care of the elderly who need close care from medical personnel managed by a team of doctors and nurses under the Thonburi Hospital standard. (See more details in the medical care business in Thailand).

3) Jin Wellness Institute offer variety of services for different needs. *Wellness clinic* focuses on preventive medicine combining with naturopathy, alternative medicine and modern medicine. *Jin Medifit* provides personalized exercise classes and training programs. Moreover, other *activities*, such as music therapy, art therapy, cooking class and etc., are well-designed for social interaction and providing mental and emotional care.

Thonburi Property Management Co., Ltd., a subsidiary of Thonburi Wellbeing Co., Ltd. with 100% shares, is the condominium rental management company owned by Thonburi Wellbeing Co., Ltd., and the condominium units that buyers want to rent to generate income.

- *Thonburi Elderly Care Center, Health Village, Pracha Uthit*

The large elderly care center located in Soi Pracha Uthit 60/2 under the concept of caring for the elderly, rehabilitative patients, bed-bound patient and terminally ill patients to have good health, physically, mentally, emotionally and socially with the aim of developing a quality life with hospital standards, a multidisciplinary team to design a program of personalized care by services and amenities such as rooms with meals, supervised by nurses and helpers 24 hours a day, a doctor to visit as scheduled, physical and recreational activities and housekeeping service.

2. Home Healthcare

It is operated by Thonburi Wellbeing Co. Ltd., which delivers patient care to home, such as mother & baby care, rehabilitation for patients who are not convenient to go to hospitals, elderly who have difficulties to move, chronic disease patients and etc. Our team includes dedicated nurses, highly-skilled physiotherapists, qualified nutritionists and experienced psychologists.

3. Distribution of medical supplies, devices and equipment

This business is a part of the company's core business in which the company holds shares in Dental Siam Co. Ltd., the business includes one stop service of dental equipment and supplies. Dental Siam is sole distributor of leading dental supplies brands, such as Adec, W&H, AO, Heraeus, Ivoclar, Megagen, SAM, Melag and Alpro. The company also operates drug store under the brand "Apex Health Care" with branches in department stores.

The 2nd quarter of 2020, the company closed the APEX pharmacy business to improve the overall business.

Other businesses

1. Software development for hospital management

Modular Software Expertise Co., Ltd. develops software for hospital management used in hospitals in the group and many public and private hospitals in Thailand with teams of experts who have more than 20 years of experience in computer and hospital systems. The software used are up-to-date and hi-tech supporting all departments in hospitals and linking data with other systems.

2. Project development relating to health and medical services

It is operated by Thonburi Realty Development Co., Ltd. and Rajthanee Realty Co., Ltd., currently studying projects and possibility of future business opportunities.

Securities and Shareholders Information

Securities and Shareholders Information

1. The Company's Security

As of 31 December 2020, the Company has registered capital of 849,080,000 baht, consisting of 849,080,000 common shares with a par value of 1 baht per share. The Company paid-up capital is 849,080,000 baht.

2. Major Shareholders

Top shareholders according to the share registration book closing on 30 December 2020 are as follows:

Shareholders	No. of Shares	% Holding
1. Ramkhamhaeng Hospital PCL. ^{/1}	145,971,739	17.192
2. Mrs. Charuwan Vanasin ^{/2}	110,889,119	13.060
3. Mr. Amnuay Unnanuntana, MD	43,882,670	5.168
4. Mr. Arsa Meksawan, PHD	29,794,737	3.509
5. Mrs. Nawara Vanasin ^{/2}	26,080,363	3.072
6. Mr. Aurchart Kanjanapitak, MD	18,259,500	2.151
7. Thai NVDR Company Limited	15,355,583	1.808
8. Global Health Investment Co., Ltd ^{/2/3}	11,413,340	1.344
9. F&S 79 Co., Ltd. ^{/1}	8,695,656	1.024
10. Mr. Sita Meksawan	8,415,063	0.991
11. Mr. Aasis Unnanuntana, MD	6,859,100	0.808
12. WJ International Hospital Management Co., Ltd. ^{/2/4}	6,541,305	0.770
13. Mr. Boon Vanasin, MD ^{/2}	5,801,848	0.683
14. Thonburi Healthcare Group PCL. ^{/5}	5,281,400	0.622
Total	443,241,423	52.202

Noted: 1/ Ramkhamhaeng Hospital group, the major shareholders, consist of Ramkhamhaeng Hospital PCL. and F&S 79 Co., Ltd. Total 18.216%

2/ Mr. Boon Vanasin group, the major shareholders, consist of Mr.Boon Vanasin, Mrs.Charuwan Vanasin, Mrs. Nawara Vanasin, Ms.Nalin Vanasin (10,837 shares) Mr.Jon Vanasin (10,837 shares), WJ International Hospital Management Co., Ltd. and Global Health Investment Co., Ltd. Total 18.93%

3/ Global Health Investment Co., Ltd the company under to control by Vanasin's family that the major shareholders of the company located at Hongkong.

4/ WJ International Hospital Management Co., Ltd. Shareholders by Mr. Boon Vanasin 30% and Mrs.Charuwan Vanasin located at Hongkong.

5/ The Board of Directors' meeting approved the share repurchase program for financial management purposes on 3 April 2020 starting from 21 April 2020 to 20 September 2020.

3. Distribution of Shareholders by Nationality

The distribution of shareholders according to the nationality, as of the latest book registration closing date on 30 December 2020, is as follows:

Shareholders	Grand Total			Juristic Person			Ordinary Person		
	No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%
Thai	6,791	825,530,746	97.23	37	184,504,628	21.73	6,754	641,026,118	75.50
Foreign	25	23,549,254	2.77	18	23,290,454	2.74	7	258,800	0.03
Total	6,816	849,080,000	100.00	55	207,795,082	24.47	6,761	641,284,918	75.53

* Information provided by Thailand Securities Depository Co., Ltd., the number of shareholders will be counted based upon different accounts or addresses.

4. Dividend Payment Policy

4.1 Dividend Payment Policy of the company

The Board of Directors' Meeting No. 5/2020, held on 14 August 2020, has resolved to change the Company's dividend policy. The company has a policy to pay dividend at no less than 40% of its total net profit according to the separate financial statements after yearly legal reserves and with consideration of financial positioning, cash flow, liquidity, investment plan and other factors in accordance with the Board of Directors' opinion. Dividend payment shall not have significant impact on the company's normal business operations and be compliant to laws, regulations or other related decision.

The Board of Directors' resolution on dividend payment shall be present to the annual general shareholders' meeting for approval, except for interim payment that is under the authority of the Board of Directors and shall be reported to the shareholders at the following shareholders' meeting.

4.2 Dividend Payment Policy of subsidiaries

The Board of Directors of the subsidiary will periodically consider.

1. Board of Directors

Name of Director	Position
1. Dr. Boon Vanasin ^{1) 2)}	Chairman of the Board of Directors
2. Dr. Tanatip Suppradit ^{1) 2)}	Vice Chairman of the Board of Directors
3. Mrs. Kannika Ngamsopee ³⁾	Independent Director, Member of Audit Committee and Member of Risk Management Committee
4. Mr. Chalermkul Apibunyopas ^{1) 2)}	Director, Chairman of Corporate Governance and Business Ethics Committee and Member of Risk Management Committee
5. Mr. Virachai Sriakajon ³⁾	Independent Director, Chairman of Nomination and Remuneration Committee, Member of Audit Committee and Member of Risk Management Committee
6. Dr. Vikrom Koopirochana ³⁾	Independent Director
7. Dr. Linda Kraivit ³⁾	Independent Director, Chairman of Risk Management Committee, Member of Audit Committee, Member of Nomination and Remuneration Committee and Member of Corporate Governance and Business Ethics Committee
8. Dr. Aurchart Kanchanapitak ⁴⁾	Director
9. Dr. Rukkagee Kanchanapitak ⁴⁾	Director
10. Assoc. Prof. Dr. Aasis Unnanuntana ⁴⁾	Director
11. Ms. Nalin Vanasin ²⁾	Director
12. Mr. Sita Meksawan ^{1) 4)}	Director and Member of Corporate Governance and Business Ethics Committee
13. Dr. Kajorn Thanapase ⁴⁾	Director

The Board of Directors appointment of Chairman and Vice Chairman, Chairman or the person assigned by the Chairman is responsible to call for a meeting and send an invitation letters through registered mail or deliver in person to the directors, at least 7 days prior to the meeting date. In order for the directors to have sufficient time to study, consider and make decisions correctly in various matters.

Structure of the Board of Directors		Number of directors	Percentage
Gender	- Male	9	69.23
	- Female	4	30.77
	Total	13	100.0
Age	- Age between 40 – 50 years	6	46.15
	- Age between 50 – 60 years	1	7.70
	- Age 60 years up	6	46.15

Structure of the Board of Directors		Number of directors	Percentage
	Total	13	100.0
Core Competence	- Medicine and Administration	5	38.46
	- Administration	2	15.40
	- Accounting and Finance	2	15.40
	- Finance and Banking	1	7.70
	- Engineering and Administration	1	7.70
	- Human Resource Management	1	7.70
	- International Relations	1	7.70
	Total	13	100.0

2. Executive Officer

There are 7 members of Executive Committee as of 1 March 2021 as follows:

Name	Positon
1) Dr. Tanatip Suppradit (M.D.)	Chairman of Executive Committee, CEO and Chief Hospital Group 1
2) Mr. Chalermkul Apibunyopas	Member of Executive Committee and Chief Hospital Group 2
3) Ms. Nalin Vanasin	Member of Executive Committee
4) Ms. Thipawon Ruchiroatpipatana	Member of Executive Committee
5) Dr. Watson Aphiwatanakoon (M.D.)	Member of Executive Committee
6) Dr. Siripong Luengvarinkul (M.D.)	Member of Executive Committee
7) Dr. Vachiraboon Sastararuj (M.D.) ¹⁾	Member of Executive Committee
- Dr. Sudhichai Chokekijchai (M.D.) ²⁾	Member of Executive Committee (Resigned)

Remark: 1) Chairman of the Executive Committee had appointed Dr. Vachiraboon Sastararuj as a member of Executive Committee. It was effective from 1 March 2020.

2) Dr. Sudhichai Chokekijchai had resigned from the position of a member of Executive Committee. It was effective from 30 April 2020.

Dr. Suwadee Puntpanich is secretary of Executive Committee.

Executives of the Company (As defined by the SEC)

As of 1 March 2021, the Company's executives in accordance with the definition of the SEC, total 5 persons as follows:

Name	Positon
1. Dr. Tanatip Suppradit	CEO and Chief Hospital Group ¹⁾
2. Mr. Chalermkul Apibunyopas	Chief Hospital Group 2
3. Dr. Jessada Thummavanich	Chief Private Public Partnership Business
4. Ms. Anchalee Chavalitjareetham	Chief Financial Officer and Director of Accounting (Accounting-supervising person)
- Ms. Nalin Vanasin	Chief Commercial Officer and Chief Business Service/Support Officer ²⁾

Remark: 1) The Board of Directors Meeting No. 1/2021 on 28 January 2021 resolved to appoint Dr. Tanatip Suppradit, Acting Chief Executive Officer, to be the Chief Executive Officer.

2) The Board of Directors Meeting No. 7/2020 on 12 November 2020 resolved to change the organizational structure by canceling the position of Chief Commercial Officer and Chief Business Service / Support Officer, resulting in Khun Nalin Vanasin was not an executive defined by the SEC definition.

Report of changes in securities holdings (THG) of directors and executives

The Board of Directors has set a policy for a director and an executive to report his/her holding of THG securities (both directly and indirectly) to the board of directors on a regular basis.

Securities holdings of directors and executives as of 31 December 2020 compared with the previous year according as following details:

กรรมการและผู้บริหาร	ตำแหน่ง	จำนวนหุ้นที่ถือ ณ 30 ธันวาคม 2563	สัดส่วนการ ถือหุ้นใน บริษัท (%)	จำนวนหุ้นที่ถือ ณ 30 ธันวาคม 2562	สัดส่วนการ ถือหุ้นใน บริษัท (%)	จำนวนหุ้นที่เปลี่ยนแปลง เพิ่มขึ้น/(ลดลง) ระหว่างปี
1 Dr. Boon Vanasin	Chairman	5,801,848	0.68	5,801,848	0.68	-
Spouse/Immature Children		110,889,119	13.06	94,436,262	11.12	16,452,857
sui juris children (be as Concert Party)		-	-	-	-	-
Related Juristic Person		17,954,645	2.11	81,413,340	9.59	63,458,695
2 Dr. Tanatip Suppradit	Vice Chairman	50,000	0.01	50,000	0.01	-
Spouse/Immature Children	Chairman of Executive Committee	6,500	0.00	6,500	0.00	-
Related Juristic Person	Acting Chief Executive Officer	-	-	-	-	-
	Chief Hospital Group 1	-	-	-	-	-
3 Mrs. Kannika Ngamsophee	Independent Director	-	-	-	-	-
Spouse/Immature Children	Chairman of Audit Committee	-	-	-	-	-
Related Juristic Person	Member of Risk Management Committee	-	-	-	-	-
4 Mr. Chalermkul Apibunycopas	Director	536,663.00	0.06	534,663.00	0.06	2,000
Spouse/Immature Children	Chairman of CG and Business Ethics Committee	5,418.00	0.00	5,418.00	0.00	-
Related Juristic Person	Member of Risk Management Committee	-	-	-	-	-
	Member of Executive Committee	-	-	-	-	-
	Chief Hospital Group 2	-	-	-	-	-
5 Mr. Virachai Srikajorn	Independent Director	150,000.00	0.02	150,000.00	0.02	-
Spouse/Immature Children	Chairman of Nomination and Remuneration Committee	-	-	-	-	-
Related Juristic Person	Member of Audit Committee	-	-	-	-	-
	Member of Risk Management Committee	-	-	-	-	-
6 Mr. Vikrom Koompirochana	Independent Director	100,000.00	0.01	100,000.00	0.01	-
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		-	-	-	-	-
7 Dr. Linda Kraivit	Independent Director	-	-	-	-	-
Spouse/Immature Children	Chairman of Risk Management Committee	-	-	-	-	-
Related Juristic Person	Member of Audit Committee	-	-	-	-	-
	Member of Nomination and Remuneration Committee	-	-	-	-	-
	Member of CG and Business Ethics Committee	-	-	-	-	-
8 Dr. Aurchart Kanchanapitak	Director	18,259,500.00	2.15	18,259,500.00	2.15	-
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		154,667,395.00	18.22	85,344,500.00	10.05	69,322,895
9 Dr. Rukkagee Kanchanapitak	Director	-	-	-	-	-
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		-	-	-	-	-
10 Assoc. Prof. Dr. Aasis Unnanantana	Director	6,859,100.00	0.81	6,831,300.00	0.80	27,800
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		-	-	-	-	-
11 Ms. Nalin Vanasin	Director	10,837.00	0.00	10,837.00	0.00	-
Spouse/Immature Children	Member of Executive Committee	-	-	-	-	-
Related Juristic Person		-	-	-	-	-
12 Mr. Sita Meksawan	Director	8,415,063.00	0.99	8,415,063.00	0.99	-
Spouse/Immature Children	Member of CG and Business Ethics Committee	-	-	-	-	-
Related Juristic Person		-	-	-	-	-
13 Mr. Kajon Thanapase	Director	160,000.00	0.02	160,000.00	0.02	-
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		-	-	-	-	-
14 Dr. Jessada Jongpaibulpatana	Chief PPP Business	-	-	-	-	-
Spouse/Immature Children		-	-	-	-	-
Related Juristic Person		-	-	-	-	-
15 Ms. Anchalee Chavaliareetham	CFO	22,500	0.00	20,000	0.00	2,500
Spouse/Immature Children	Director of Accounting Department	-	-	-	-	-
Related Juristic Person		-	-	-	-	-

3. Corporate Secretary

The Board of Directors has resolved to appoint Dr. Suwadee Puntpanich as the Corporate Secretary since 9 December 2015 to be responsible for the following actions.

- 1) Preparing and keeping important documents of the Company.
 - (a) Directors' registration
 - (b) Board meeting notices, minutes and annual reports
 - (c) Shareholders meeting notices and minutes
- 2) Keep on connected transactions reported and report to directors or the management.
- 3) Perform other actions as prescribed by the Capital Market Supervisory Board.
- 4) Submit a copy of the report of interest (Directors / Executives / Related Persons) to the Chairman and the Chairman of the Audit Committee within seven days since the date of the Company received from directors and executives.
- 5) Perform duties above with responsibility careful and honesty. It must comply with the laws, objectives, regulations of the company, board resolutions and the resolutions of the shareholders' meeting.

4. Remuneration for Directors and Executives Officer

1) Monetary remuneration

1.1) Director

The Annual General Meeting of Shareholders for the year 2020, on 24 April 2020, approved the monetary remuneration for directors as follows:

Position	Annual Remuneration (Baht per year)	Meeting Allowance (Baht per meeting)
Chairman	180,000	12,000
Director	150,000	12,000
Subcommittees namely Audit Committee, Risk Management Committee, Nomination and Remuneration Committee and Corporate Governance and Business Ethics Committee	-	12,000

Remark: 1) The Executive Committee is not a subcommittee; therefore, they will not receive meeting allowance.
2) The executive who is a member of subcommittee will not receive meeting allowance.

In 2020, the payment of remuneration to directors namely meeting allowance (directors' meeting allowance, shareholders' meeting allowance and independent directors' meeting allowance), subcommittee meeting's fee and annual remuneration for directors. The total amount is 4,260,000 baht and no accrued expenses from the previous year as following details:

Director	Position	Attendance (Time)						
		BOD	AC	RMC	NRC	CGC	AGM	NED
1. Dr. Boon Vanasin	Chairman	7/7	-	-	-	-	1/1	-
2. Dr. Tanatip Suppradit	Vice Chairman and Member of Risk Management Committee	7/7	-	0/1	-	-	1/1	-
3. Mrs. Kannika Ngamsopee	Independent Director, Chairman of Audit Committee and Member of Risk Management Committee	7/7	8/8	7/7	-	-	1/1	1/1
4. Mr. Chalermkul Apibunyopas	Director, Chairman of Corporate Governance and Business Ethics Committee and Member of Risk Management Committee	7/7	-	7/7	-	2/2	1/1	-
5. Mr. Virachai Srikajon	Independent Director, Chairman of the Nomination and Remuneration Committee, Member of Audit Committee and Member of Risk Management Committee	7/7	8/8	5/5	3/3	-	1/1	1/1
6. Dr. Linda Kraivit	Independent Director, Chairman of Risk Management Committee, Member of Audit Committee, Member of the Nomination and Remuneration Committee, and Member of Corporate Governance and Business Ethics Committee	7/7	8/8	7/7	3/3	2/2	1/1	1/1
7. Dr. Vikrom Koompirochana	Independent Director	6/7	-	-	-	-	1/1	1/1
8. Dr. Aurchart Kanchanapitak	Director	7/7	-	-	-	-	1/1	-
9. Assoc. Prof. Dr. Aasis Unnanuntana	Director	7/7	-	-	-	-	1/1	1/1
10. Ms. Nalin Vanasin	Director	7/7	-	-	-	-	1/1	-
11. Mr. Sita Meksawan	Director and Member of Corporate Governance and Business Ethics Committee	6/7	-	-	-	2/2	1/1	1/1
12. Dr. Kajorn Thanapase	Director	6/7	-	-	-	-	1/1	1/1
13. Dr. Rukkagee Kanchanapitak	Director	7/7	-	-	-	-	1/1	-

Remark: 1) Dr. Tanatip Suppradit resigned from the position of a member of risk management committee with effective on 27 April 2020 due to having other duties which requires more responsibilities. Therefore, the board of directors meeting on 3/2020 resolved to appoint Mr. Virachai Srikajon be a member of risk management committee to replace the resigned director.

2) Abbreviations: BOD: Board of Directors AC: Audit Committee NRC: Nomination and Remuneration Committee
RMC: Risk Management Committee CG: Corporate Governance and Business Ethics Committee
AGM: Annual General Meeting of Shareholders NED: Non-Executive Directors

2) Other Compensation

The Annual General Meeting of Shareholders for the year 2020, on 24 April 2020, approved Other Compensation such as medical service fee at Thonburi hospital for directors as follows:

- For director: 100,000 Baht per year with 50% discount in excess amount
- For parents: 50% discount with unlimited amount
- For spouse and underage children: 50% discount with a limit of Baht 100,000

In 2020, the Board of Directors received compensation for medical services totaling 445,558.75 baht.

Remunerations of the Board of Directors (Baht)									
BOD	AC	RMC	NRC	CGC	AGM	NED	Annual Remuneration	Remuneration of subsidiaries ³⁾	Total
84,000	-	-	-	-	12,000	-	-	276,000	84,000
84,000	-	-	-	-	12,000	-	-	246,000	84,000
84,000	96,000	84,000	-	-	12,000	12,000	216,000	654,000	84,000
84,000	-	-	-	-	12,000	-	-	246,000	84,000
84,000	96,000	60,000	36,000	-	12,000	12,000	-	450,000	84,000
84,000	96,000	84,000	36,000	24,000	12,000	12,000	132,000	630,000	84,000
72,000	-	-	-	-	12,000	12,000	-	246,000	72,000
84,000	-	-	-	-	12,000	-	-	246,000	84,000
84,000	-	-	-	-	12,000	12,000	-	258,000	84,000
84,000	-	-	-	-	12,000	-	-	246,000	84,000
72,000	-	-	-	24,000	12,000	12,000	-	270,000	72,000
72,000	-	-	-	-	12,000	12,000	-	246,000	72,000
84,000	-	-	-	-	12,000	-	-	246,000	84,000
1,056,000	288,000	228,000	72,000	48,000	156,000	84,000	1,980,000	348,000	4,260,000

Remark: 1) The Executive Committee is not a subcommittee, therefore, will not receive meeting allowance.

2) An executive who is a member of subcommittee will not receive meeting allowance.

3) Remuneration from subsidiaries means the meeting allowance from the board meeting Or shareholders meeting in subsidiaries. For directors who are executives as defined by the SEC's definition, it is included in the executive's monetary compensation.

3) Monetary remuneration to executives (according to definition by the SEC Office)

The Board of Directors' Meeting No. 1/2 0 21 held on 28 January 2 0 21 considered that the situation of the COVID-19 epidemic caused the global economy to slow down sharply. It was impacted on business operations in a wide range; therefore, THG's 2020 work plan and performance did not meet its target. The BOD's meeting therefore resolved not to increase the salary and there was no bonus for the executives. In 2020, the Company paid monetary remuneration to executives, consisting of salary, bonus and meeting allowance according to definition by the SEC Office, in the aggregate amount of 22,663,981 Baht (including remuneration to executives of the Company's subsidiaries) and no accrued expenses from the previous year.

4) Other Remunerations to executives (according to definition by the Office of the SEC)

The Board of Directors' Meeting No. 1/2021 held on 28 January 2021 considered and approved other remunerations include medical benefits (at the same rate as the Company's directors), out-of-pocket expenses (in case of travelling to out of Bangkok or overseas for work), and telephone charge. In 2020, the Company paid Remunerations to executives in the aggregate amount of 321,533 baht.

5. Employee

1) Number of employees

For the years 2018 - 2020, The Company and its subsidiaries has total employees as follows :

Company	Number of employees 31 December 2018		Number of employees 31 December 2019		Number of employees 31 December 2020	
	Permanent	Temporary	Permanent	Temporary	Permanent	Temporary
Thonburi Healthcare Group PCL.	2,776	225	3,315	385	3,501	328
Rajyindee Hospital PCL.	571	92	598	84	548	93
Dental Siam Co., Ltd.	129	23	116	12	95	3
Thonburi Wellbeing Co., Ltd.	86	3	123	2	92	3
Rajthanee Realty Co., Ltd.	1	-	1	-	1	-
Thonburi Realty Development Co., Ltd.	-	-	-	-	-	-
Modular Software Expertise Co., Ltd.	31	3	30	1	29	1
Thonburi Hospital Heart Centers Co., Ltd.	112	28	87	34	96	25
Uttaradit thonburi Hospital Co., Ltd.	-	-	-	-	-	-
Thonburi Bamrungmuang Hospital Co., Ltd.	327	-	534	-	453	6
Thanarad Thung Song Hospital Co., Ltd.	8	-	149	42	167	-
Total	4,041	374	4,953	560	4,982	459
Grand Total	4,415		5,513		5,441	

Remark: Number of employees exclude number of part-time doctors

2) Employee Compensation

The company has policies and guidelines regarding the compensation and welfare of employees that are in consistent with its operating procedures consist of:

- Short-term compensations including salary, overtime pay, subsidy, living expense, and special grant. The company has set the compensation rates for employees by comparing with other companies in the same business. For salary and bonus adjustments, it is considered in line with the company's performance by evaluating the performance of competency and KPI.
- Long-term compensations including retirement compensation, employer's contribution to provident fund (employees with employment period of more than 5 years will receive additional contribution in the amount of 2% of the employer's contribution). In addition,

there is an increase in welfare for employees who have worked for a long time, such as increasing holidays, compensation etc. to maintain and motivate employees.

In 2020, the Company paid salary, overtime pay, subsidy, living expense, special grant, social security and contribution to provident fund, with details as follows:

Salary, bonus and other benefits.	2018	2019	2020
Thonburi Healthcare Group PCL	1,442,566,818	1,831,841,936	1,575,642,548
Rajyindee Hospital PCL.	239,103,020	256,280,506	222,022,505
Dental Siam Co., Ltd.	54,905,090	51,320,058	46,662,967
Thonburi Wellbeing Co., Ltd.	62,528,349	76,534,670	48,520,675
Rajthanee Realty Co., Ltd.	126,240	126,240	125,340
Thonburi Realty Development Co., Ltd.	-None-	-None-	-None-
Modular Software Expertise Co., Ltd.	19,877,554	20,159,665	20,226,529
Thonburi Hospital Heart Centers Co., Ltd.	51,472,321	54,395,301	42,929,969
Uttaradit thonburi Hospital Co., Ltd.	-None-	-None-	-None-
Thonburi Bamrungmuang Hospital Co., Ltd.	51,576,658	242,394,618	233,775,379
Thanarad Thung Song Hospital Co., Ltd.	1,537,245	24,072,248	56,566,489
Total	1,923,693,296	2,557,125,242	2,246,472,401

3) Significant staff changes over the past 3 years.

- None-

4) Labor disputes over the past 3 years.

- None-

5) Human Resource Development Policy

The Company believes that human resources is a key and valued factor in driving business operations. Therefore, the Company has established Human Resource Development Policy as framework and guidelines for preparing human resource development plan to create added value in utilization of human resources. The management of human resources shall be with fairness,

- (1) Promote systematic and continuous development of human resources by increasing proper knowledge, capabilities, potentials, and skills in order to operate the business efficiently and successfully in accordance with the Company's objectives. Employees are promoted to have good moral and ethics in line with their roles and responsibilities.
- (2) Prepare human resource development plan according to job positions.
- (3) Continuously increase potentials of management and capabilities of employees of every level in their performance of roles and responsibilities.
- (4) Develop management of know-how and knowledge in order to create a culture of continuous learning, knowledge transfer and exchange of knowledge and experience.
- (5) Support and facilitate trainings regarding Good Corporate Governance for directors and management of the Company in order to continuously improve the Company's operating performance.

Human Resources Department established a Learning & Development Center to promote the development of personnel in THG group to have managerial skills in addition to the knowledge and skills in the functional skills; learning self-development, sharing between each other to apply the benefit in increasing work efficiency, leading the team to success, achieving the corporate goals and for the sustainability of long-term business operations.

Corporate Governance

1. Corporate Governance Policy

The Company operates its business by adhering to the Stock Exchange of Thailand (SET) for increasing confidence among shareholders, investors and all concerned parties. The company has formulated corporate governance policy covering 5 areas as follows:

1. Right of Shareholders
2. Equitable Treatment of Shareholders
3. Roles of Stakeholders
4. Disclosure of Information and Transparency
5. Responsibility of the Board of Directors

The Board of Directors believes that the good corporate governance will make the Company's business operation to be efficient, transparent and fairness with all stakeholders and to build credibility and to increase competitive ability of the group's company to achieve its sustainable growth. Therefore, it has determined to have the corporate governance manual which is disclosed on the Company's website (www.thg.co.th) The Corporate Governance and Business Ethics Committee has supervised the group of Company to have policy and guideline on good corporate governance and business ethics according to the international standard of which such policy and guideline shall be review once a year. In year 2020, the Corporate Governance and Business Ethics Committee has reviewed and revised the corporate governance and ethics handbook and subsequently proposed to the Board of Directors no.4/2020 held on 13 May 2020 for approval and for strictly complying with it.

The Board of Directors has resolved that it is considered as the duties and responsibilities of directors, executive directors and employees to acknowledge and comply with the policy and rules which stated in the corporate governance and ethics handbook of the Company. The Corporate Governance and Business Ethics Committee has assigned the working team to monitor and coordinate with the group of Company and to report the compliance with such policy regularly.

In year 2020, the Company has complied with corporate governance practices whereby the result of performance evaluation as follows:

- The company has received full score of 100 points from the AGM Organizing Quality Assessment 2020 by Thai Investors Association (TIA)
 - The company has received 92 points in the criteria of "Excellent" or 5 stars (90 points up) from Corporate Governance Survey of Thai Listed Companies 2020 by Thai Institute of Directors
- In year 2020, the company has complied with corporate governance as follows:

Section 1: Rights of Shareholders

- (1) The Company has policy to provide information on date, time, venue and agendas of the shareholders' meeting including all information relating to matters that require resolution of the shareholders' meeting in advance sufficiently and timely for each of shareholders' meeting by providing the shareholders to have to right to be informed agendas 21 days before the date of the meeting. It also discloses the full version of invitation letter of shareholders' meeting in Thai and English on the Company's website for shareholders to review the information before the date of the meeting and to facilitate the shareholders and foreign investors. The Company will not propose

additional significant information during the shareholders' meeting and the Company will not add new agendas or change significant information without prior notice.

In the shareholders' meeting of 2020, the Company has circulated the invitation letter to the shareholders 21 days in advance. The Company has held the shareholders' meeting on 24 April 2020 and has disclosed the full version of invitation letter of shareholders' meeting in Thai and English on the Company's website for shareholders on 25 March 2020 for the shareholders to review the information 30 days before the date of the meeting.

- (2) The Company has published the invitation letter of shareholders' meeting in the newspaper 7 days before the date of the meeting.
- (3) The shareholders have the right to review the directors' compensation annually.

In the shareholders' meeting of 2020, the Company has proposed the shareholders to consider the policy, criteria and amount of compensation of the Chairman, directors and sub-committees in both of monetary compensation such as the directors' annual compensations and meeting allowances and non-monetary compensation such as medical welfares for Thonburi Hospital which is the same criteria as the Executive of Thonburi hospital.

- (4) The shareholders have the right to consider and approve the appointment of each director in order for the shareholders to appoint the director that are truly needed.
- (5) In the shareholders' meeting, the Company invites the auditor and legal adviser to act as the independent witness in the vote counting.
- (6) Equal rights for all shareholders to propose the agenda of the shareholders' meeting and send questions in advance including sending names of candidates for appointment of directors.

The Company has notified the shareholders in the SET's website and Company's website to propose agendas for the 2020 Annual General Meeting of shareholders and to propose the names of candidates who have qualification to be appointed as the Company's director between 5 September 2019 to 30 November 2019 including to send questions for the shareholders' meeting between 16 October 2019 to 31 March 2020 by mail or e-mail in advance.

- (7) Policy on facilitating and promoting the shareholders and institutional investors to attend the shareholders' meeting.

The Company opens the registration 2 hours in advance, prepares the meeting venue and procures its officers to provide services, uses the barcode system for registration and vote counting for convenience, prepares stamp duty without charge. The Company also facilitates shareholders who cannot attend the meeting by preparing the proxy form according to the notification of Department of Business Development for Proxy Form A, Proxy Form B and Proxy Form C (for custodian) to such shareholders to proxy their rights to any persons or the Company's independent directors to vote on their behalf. The company also has contained a business envelope in an envelope of documents sent to shareholders. That allows shareholders to send proxy forms to the company correctly without the cost of delivery.

- (8) The Company has given importance on the quality of invitation letter of the 2020 Annual General Meeting of shareholders' meeting as follows:
 - 8.1 To clearly determine agendas such as the agenda on appointment of each director, agenda on approval of compensation of directors and sub-committees and other compensations.
 - 8.2 To provide profile of candidate to be appoint as director for shareholders' consideration.
 - 8.3 To provide details of auditor including audit fees for shareholders' consideration in advance.
 - 8.4 To notify the dividend policy, the proposed dividend amount including the reason and information.

- 8.5 To inform reason and rational of each agenda.
- (9) The Company has given importance of the minutes of the 2020 Annual General Meeting of shareholders' meeting as follows:
- 9.1 To record the voting method and to inform the vote counting to shareholders in advance and to use the ballot.
 - 9.2 To record the questions and answers which the Chairman of the meeting has given the opportunity for shareholders to make any questions or suggestion to allow shareholders who are not attending the meeting to acknowledge.
 - 9.3 To record resolutions of each agenda whether approved, not approved or abstain.
 - 9.4 To record the participation of directors to reflect the responsibilities to the shareholders.
 - 9.5 To disclose the shareholders' resolution together with the voting result within next day before 9.00 AM by sending the disclosure through the SET's website.
 - 9.6 After each shareholders' meeting, the Company will collect the details of the meeting consisting of agendas, resolutions, voting including questions and answers of shareholders to produce "minutes of shareholders' meeting to disclose on the Company's website within 14 days from the date of the meeting which is in accordance with the rules of the Office of SEC and the SET.
- (10) The participation in the shareholders' meeting of the Chairman of the Board of Directors, the Chairman of sub-committee and senior managements.
- The Company has encouraged its directors and managements to attend the Company's shareholders' meeting for the responsibility to the shareholders. In the previous year, the Chairman of the Board of Directors, the Chief Executive Officer, the Chairman of the Audit Committee, the Chairman of the Nomination and Remuneration Committee have attended the meeting to provide answers to the shareholders' questions.
- (11) The Company has selected the meeting venue close to the headquarter which have public transport and it can travel both by car, boat, private car and also have adequate parking allowing shareholders to travel to the meeting conveniently.

Section 2: Equitable Treatment of Shareholders

- (1) The Company has disclosed the voting right, informed the rules and procedures on the attending the shareholders' meeting in the invitation letter and on the date of the meeting, the moderator shall inform the meeting's rules and voting procedure for shareholders acknowledgement in the meeting and it has also recorded the rules and procedure on voting in the minutes of meeting every time.
- (2) The Company has determined the policy on inside information of executives, employees and directors for their acknowledgement and compliance to prevent the securities trading by using the Company's inside information. The Company shall not provide undisclosed information to any shareholders and shall provide equality on the Company's information to prevent any conflict of interest and using inside information for themselves or others in a wrongful way of which it has been disclosed to employees, executives and directors for their acknowledgement.
- (3) The Company has disclosed the information on related party transaction sufficiently including the opinion of the Board of Directors, opinion of independent advisor for shareholders' consideration before the shareholders' meeting.
- (4) The related party transactions have been made with fairness in accordance with market price and normal market conditions.
- (5) The Company has provided documents and recommendation of proxy in the invitation letter and has also facilitated the shareholders who cannot attend the meeting by providing the proxy form

together with the invitation letter and providing stamp duty for the proxy in front of the meeting room without charge including not determine any special rules that will cause difficulties in attending the meeting.

- (6) The Company has given opportunity to the shareholders to receive up-to-date information through the Company's website.

Section 3: Roles of Stakeholders

The Company has realized on the important of role of stakeholders and has treated all stakeholders fairly whether internal stakeholders such as directors, employees and executive directors of the Company and external stakeholders such as shareholders, customers, business partners, creditors, competitors, social and environment, government sector and relevant organizations including rights under the laws or contractual obligations. The Board of Directors has determined the guideline for transparency and fairness to all stakeholders as follows:

1. To determine policy to treat each stakeholder by taking into account the right of stakeholders according to the laws or contractual obligations that made with the Company and it shall not take any actions that may violate the right of such stakeholders and to determine the compensation measure if the stakeholder suffers from any loss arising from the violation of rights.
2. To determine the policy on treatment with the stakeholders of each group and to provide channel to communicate with stakeholders of each group appropriately and sufficiently.
3. To develop mechanism for participation of stakeholders to support the Company's performance in order to create sustainable stability for the business and disclose important information relevant to those stakeholders sufficiently in order to be able to perform the duty of the said participation effectively.
4. To determine the policy on whistleblowing and complaint to the Board of Directors on the issue of illegal action, accuracy of financial report, failure of internal control system or unethical behavior and to determine to mechanism to protect the right of such whistleblower.
5. To determine the policy on corporate social responsibility, particularly the issue that may have direct impact to the business operation to ensure that relevant parties are confident that the business operations of the Company have considered environmental and social factors for sustainable development.

Whistle Blower Policy

The Company has given the opportunity to directors, executives, employees and internal and external stakeholders of the Company and its subsidiaries to report suspected illegal acts, complaints or recommendations relating to illegal or unethical acts, incorrectness of financial reports, corruption or deficiency in internal control system of the Company or its subsidiaries. The Company shall investigate and find facts relating to such report, complaint or recommendation in order to determine appropriate measures or actions. Such information can be reported via the following channels:

Via Phone	Head of the Internal Audit Department 081-613-3539
Via E-mail	BOD@thg.co.th or AC@thg.co.th or Internal Audit Department IA@thg.co.th
Via Website	www.thg.co.th

Via Mail

Submit Whistleblower Report Form

To **"Recipient of Whistleblower"**

Board of Directors, Chairman of the Audit Committee, Head of the Internal Audit Department

Thonburi Healthcare Group Public Company Limited

Thonburi Hospital Building

34/1 Itsaraparp Road, Ban Chang Lo, Bangkok Noi, Bangkok 10700

Whistleblower Procedures

The internal audit department shall preliminarily monitor, collect, search for facts and verify the information and prepare summary on complaints to the Chief Executive Officer. The Chief Executive Officer shall set-up Investigating Committee to verify the information and investigate. Members of the Investigating Committee who shall participate and observe in considering the complaints include Director of Human Resource Department or a representative of the unit, supervisor of the informant who shall not have any conflict of interest with the informant, a representative from the Risk Management Committee, Secretary of the Audit Committee or a representative from the Audit Committee.

Following the investigation, the Internal Audit Department shall prepare a report and propose measures for complaints to the Audit Committee. In case of complaints relating to reputation, image or financial positions of the Company or any matter contrary to policies on the Company's business operations or relating to high-level executives, the Audit Committee shall propose such complaints to the Board of Directors for consideration.

Whistleblower Protection Policy and Confidentiality

The Board of Directors has set a policy and procedures for protection of whistleblowers. Information from whistleblowers shall be kept confidential. The person obtaining information from performance of his/her duty relating to such matter shall keep information, complaint and documentary evidence of whistleblowers confidential. Information should not be disclosed to non-related persons, unless the information is required to be disclosed according to the laws.

Section 4: Disclosure of Information and Transparency

The company has a policy to accurately, completely and transparently disclose significant information about the company, including financial and non-financial information or other information that may affect the company's stock price or investors' or stakeholders' decision making. Such action shall meet with all the measures and regulations set by SET and SEC in order to ensure that all stakeholders has the right to equitably receive information. Such information can be viewed on the company's website at <http://www.thg.co.th>

The company has a policy to prevent and eliminate conflict of interest in the future and to consider and ensure that the connected transaction of the company and/or subsidiaries with those who may have conflict of interest comply fully with related laws and regulations.

The company will ensure that its directors, executives and/or major shareholders are not involved with other businesses that are of the same nature or competing directly with the company or reducing the company's competitiveness or having connected transaction under which directors, executives and/or major shareholders may have conflict of interest or affect the company's best interests. In case an of the company's directors, executives and/or major shareholders hold stake in other companies which are of the same nature, they shall report to the company to allow the company and the Audit Committee to review

and decide whether such action affects the company's best benefits. If a director candidate is involved with other businesses which have the same nature of and compete with the company, or becomes a partner in an ordinary partnership or a partner without limit in a partnership or becomes a director of a private company or other business that operates business of the same nature as the company and competes with the company, he shall report to the general shareholders' meeting before the meeting resolves to appoint the person as a director.

The company gives high importance to good internal control system and has assigned the Internal Control Department to supervise the operation of each business. This will prevent errors and ensure transparency in its operations. The department will regularly review and submit a report to the Audit Committee for consideration.

Investor Relations

In 2020, the Company organized investor relations activities to present strategies, business information, operating performance, progress on investment in projects, and business trends which would be beneficial for decision-making by investors. The Company's executives were given opportunities to meet various types of investors including local investors, foreign investors, retail investors, analysts, and investment advisors in order to provide the Company's information to everyone with transparency. Such activities received great supports from senior executives, including Chief Executive Officer and Chief Financial Officer, who regularly joined the Investor Relations Department in meeting and providing the Company's information to investor.

In 2020, All over the world are faced with the COVID-19 epidemic causing to refrain from traveling or avoid a meeting which is gathered a group of people. Therefore, the activity in meeting investors has been reduced but it instead of online meeting. For both individual institutional investors and group meetings, the company tries to use online channels to communicate information through the website for investors to always receive updated information.

Type of Meeting	No. of Meeting
1. Announcement of quarterly operating performance	4
2. Participation in SET Opportunity Day organized by the Stock Exchange of Thailand	1
3. Company presentation to local investors (Domestic roadshow/conference)	-
4. Company presentation to foreign investors (International roadshow/conference)	-
5. Company visit, conference call and site visit for investors and analysts	4

Shareholders and investors may contact "Investor Relations Department" at:

Email: ir@thg.co.th

Telephone: 095-3705728

Section 5: Responsibility of the Board of Directors

The company has set the corporate governance policy by considering significant factors, including the responsibility of directors. Related policies are as follows:

Composition, qualifications, responsibilities, term, and meetings of the Board of Directors

Composition, qualifications, responsibilities, term, and meetings of the Board of Directors are in accordance with Charter of the Board of Directors, which is reviewed on a regular basis. The Board of

Directors' Meeting No. 2/2020 held on 27 February 2020 had reviewed and amended the Charter of the Board of Directors.

The Board of Directors focus on the performance of the Independent Director of which it shall be independent from the management team and shareholders who have controlling power and shall not have business relationship with the Company in the way that may have limitation on providing independent opinion. In addition, the term of Independent Director shall not be more than three 3 consecutive terms or not more than 9 years in total without exception.

The Chairman of the Board of Directors determines date, time and venue for the board of directors' meetings. The meeting dates are set in advance for the year and informed to the Board of Directors at the beginning of the year. For each meeting, notice to the meeting and supporting documents for the meeting will be send to directors at least 7 days prior to the date of meeting, except in the event of urgent matters that are required to protect rights or benefits of the Company, notice to the meeting may be sent via other methods or the date of meeting may be earlier than such prescribed notice period.

Division of responsibilities between the Board of Directors and the management

The company has clearly set the scope of responsibility of the Board of Directors, the Chairman of the Board of Directors and Chief Executive Officer. The Chairman of the Board shall not be the same person as the Chief Executive Officer in order to clearly segregate the responsibility in supervising and management.

Summary of key authorization between Board of Directors and Executives

	Board of Directors	Executive Committee	Chief Executive Officer
Annual Budget	unlimited	not more than 100 million baht	agree
Investment or new business expansion	more than 100 million baht	not more than 100 million baht	not more than 10 million baht
Purchasing or selling items outside the annual budget	more than 100 million baht	not more than 10 million baht	not more than 5 million baht
Acquisition and disposal of fixed assets	more than 50 million baht	not more than 50 million baht	not more than 10 million baht
Authority to sign checks	unlimited	None	None

Note: The approval of the transaction is in accordance with the notification of the capital market supervisory board No. TorChor 20/2551 re: rules on entering into material transactions, acquisition or disposal of assets notification of the board of governors of the Stock Exchange of Thailand re: disclosure of information and other acts of listed companies concerning the acquisition or disposition of assets, B.E. 2547 and amended. In addition, the notification of the capital market supervisory board No. ThorJor. 21/2551 re: rules on connected transactions and the notification of the board of governors of the Stock Exchange of Thailand re: disclosure of information and other acts of listed companies concerning the connected transactions, B.E. 2546 and amended.

The Board of Directors has monitored the management team to comply with goal, strategy and measure determined by the Board of Directors through the performance of 4 sub-committees which have been assigned to monitor the performance of the management team. In year 2020, the Board of Directors has held 7 meetings in order for the management team to report the operating result, problems and difficulty of projects to the Board of Directors' meeting.

Chairman of the Executive Committee and Chief Executive Officer has communicated the strategy as determined by the Board of Directors to departments and subsidiaries for acknowledgment, monitoring

and management in accordance with such guideline. In year 2020, the Executive Committee has held 12 meetings in order for the business units to report their operating result, problem and difficulty of projects which will jointly solve such problem and for closely monitoring the business operation.

In addition, the Board of Directors has held the meeting to determine THG's strategy plan of the group of Company and to determine short-term strategy plan, medium-term strategy plan and long-term strategy plan during 23-24 August 2019. However, the Covid-19 outbreak has created a new normal life and impact on the short-term strategic plan of the THG. Therefore, the Board of Directors Meeting No. 6/2020 has reviewed the goals and short-term strategy to formulate a strategic plan which the Chief Executive Officer has been communicated with departments and subsidiaries by conducting a workshop to determine the business plan for the year 2021.

The meeting of non-executive directors

The Board of Directors has determined the non-executive directors to have private meeting as it deems appropriate without the executive directors and management team attending the meeting in order to provide the opportunity to discuss on any issues relating to the Company's business or other matters independently. In 2020, there had 1 meeting of non-executive directors held on 3 April 2020.

Self-Assessment of the Board of Directors, Sub-committees and individual directors' performance

The Company has organized the performance assessment of the Board of Directors every year at least once a year by using the guideline in accordance with self-assessment form of the Stock Exchange of Thailand to improve to in line with the charters of each committee of which it shall be used as the framework to review the performance, problem and difficulty that occurred in the previous year and to improve the performance.

Performance Assessment Method

1. The Company Secretary provides the self-assessment form to the Company's director by position and duty divided into 3 categories:
 - 1.1 Performance Assessment Form of the entire Board of Directors
 - 1.2 Performance Assessment Form of each Sub-committee
 - 1.3 Performance Assessment Form of the individual director
2. The Company's director shall complete the assessment form and return the completed form to the Company Secretary. For the assessment of individual director, the Company Secretary shall collect and separate into 2 parts by the following:
 - 2.1 The Assessment Form of each member of the Nomination and Remuneration Committee shall be provided to the Chairman of the Board of Director for review before delivery to the Company Secretary to summarize the result.
 - 2.2 The Assessment Form of individual director of other directors shall be provided to the Nomination and Remuneration Committee for review before delivery to the Company Secretary to summarize the result.
3. The Company Secretary shall summarize the result of assessment of the Company's directors and shall report such result to the Board of Directors for acknowledgment in order to disclose in the annual report and disclosure system of the Company.

Criteria of Performance Assessment

Criteria	Entire Board of Directors	Each Sub-committee	Individual Director
(1) Board structure and qualifications	√	√	√
(2) Roles, duties and responsibilities of the board	√	√	√
(3) The board meeting	√	√	√
(4) Duties of Directors	√	-	-
(5) Relationship with management	√	-	-
(6) Director's self-improvement and management training	√	-	-

The result of assessment form in 3 categories can be divided into 4 levels as follows:

- 0: Strongly disagree or never conducted
- 1: Disagree or seldom conducted
- 2: Fair or moderately conducted
- 3: Agree or well conducted
- 4: Strongly agree or excellently conducted

Summary of the assessment of each committee in 2020 as follows:

Assesment	Average Score (Full Score = 4 points)
Board of Directors (group type)	3.51
Board of Directors (individual director)	3.49
Audit Committee	4.00
Risk Management Committee	3.90
Nomination and Remuneration Committee	3.90
Corporate Governance and Business Ethics Committee	3.80

Assessment of Chief Executive Officer's performance

The Company has determined the performance assessment of the acting Chief Executive Officer on annual basis by the Nomination and Remuneration Committee to review the performance with target and annual plan by using the criteria according to the guideline of the SET consisting of the following topics:

- Leadership
- Compliance with Strategy
- Relationship with the Board of Directors
- Management and relationship with officers
- Knowledge on products and services
- Strategy Determination
- Plan and Financial Result
- Relationship with outside
- Succession plan
- Personality

The overall result of assessment of Chief Executive Officer for the year 2020 was "Good".

Director Development

The Company requires a new director orientation every time and to have director's manual, useful information for directors including a lecture on the Company's business to build up knowledge and understanding of business and operations, as well as policies and guidelines for corporate governance principle of the Company. In year 2020, there was no new director orientation because there was no additional director.

The Company wishes the directors to develop their knowledge and skills in the performance of duties regarding the business of the company, good corporate governance principle and other training courses that are useful for the duties. The Company encourages the directors to attend training courses held by the Thai Institute of Directors and other institutions in the relevant courses.

In 2020, the Company has not appointed new directors and has promoted directors to attend seminars and training programs of Thai Institute of Directors, the Stock Exchange of Thailand or other independent organizations.

Director	Course	Organized by
Mrs. Kannika Ngamsophee	Good Governance for Medical Executives, King Prajadhipok's Institute and the Medical Council of Thailand Class 8	King Prajadhipok's Institute
Miss Nalin Vanasin	Good Governance for Medical Executives, King Prajadhipok's Institute and the Medical Council of Thailand Class 9	King Prajadhipok's Institute

*Sasin: Sasin Graduate Institute of Business Administration of Chulalongkorn University

Succession Plan

The Company has a plan to select qualified personnel for all key positions with appropriate and transparent to ensure that the Company will have professional management. The human resources department will prepare the successor plan of the Chairman of Executive Committee, managing director and the management of the Company to propose to the Board of Directors for consideration as Policy for Succession Plan in Corporate Governance and Business Code of Conduct Handbook.

2. Sub-committees

The Board of Directors has appointed various committees to scrutinize and supervise the Company's operations in order to ensure that the Board of Directors will perform its duties effectively and for the best benefit. To comply with the rules and regulations of the SEC and SET, each committee will have the same tenure as the Board of Directors. The Sub-committees of the Company consist of 4 committees: the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Corporate Governance and Business Ethics Committee.

Audit Committee

As of 1 February 2021, the Audit Committee consist of 3 independent directors as follows:

1. Mrs. Kannika Ngamsophee Chairman of the Audit Committee
2. Mr. Virachai Sriakajon Member of the Audit Committee
3. Dr. Linda Kraivit Member of the Audit Committee

Note: Audit committee has qualification required by Securities and Exchange Commissions (SEC) and Stock Exchange of Thailand (SET) to review the operations of the company, Financial report, internal control system, Auditor selections include to consideration related party. Mrs. Kannika Ngamsophee chairman of the Audit Committee with sufficient knowledge and experience to review the credibility of the financial statements.

Mrs. Hathaichanok Pangnoi is the Secretary of the Audit Committee

Duties and Responsibilities of the Audit Committee

(1) Financial Report and Auditing

- (1.1) To review the Company's financial report and its subsidiaries to ensure that they are accurate and reliable, including adequate disclosure. To coordinate with external auditors and executives who are responsible for quarterly and annual financial reporting.

- (1.2) To consider, select nominate and dismiss any persons who have independency to act as the auditor of the Company and to determine the compensation of such person including to attend the meeting with the auditor without the management attending such meeting at least 1 time per annum to acknowledge the material financial information, audit result and to discuss on any problem that may find from the performance of the auditor.
- (2) Internal Control
 - (2.1) To review the Company to have its internal control system adequately and effectively.
 - (2.2) To review the Company to have its risk management system and measure on risk management adequately.
 - (2.3) To review the accuracy of references and self-assessment form in relation to anti-corruption measure of the Company in accordance with the Thailand's Private Sector Collective Action Coalition Against Corruption.
 - (2.4) To review and monitor the management to have process on whistleblowing and complaint
- (3) Internal Audit
 - (3.1) To review the Company to have its internal audit system adequately and effectively including to supervise the Internal Audit Department to perform its duties in accordance with the internal audit standard.
 - (3.2) To consider the independency of the Internal Audit group.
 - (3.3) To approve the appointment, transfer, dismissal and evaluation of performance of head department of the Internal Audit Department including to consider compensation, manpower and resources that are necessary to the performance of the Internal Audit Department.
 - (3.4) To consider and approve the Charter of the Internal Audit Department.
 - (3.5) To consider and evaluate the annual internal audit plan to ensure that such plan is in line with classification and level of risks of the Company.
 - (3.6) To review the internal audit report which will be proposed to the management team including to review the opinion of the management team on the issues arising from the internal audit which have been presented and reported as well as to follow up on it to ensure than the management team complies with such suggestions adequately and within the appropriate timeline.
 - (3.7) To approve the engagement and to determine the compensation of the internal audit provider in case of out-sourcing.
- (4) Compliance with Relevant Laws
 - (4.1) To review the Company to comply with the laws concerning securities and exchange, the regulations of the Stock Exchange of Thailand and other laws relating to the Company's business.
 - (4.2) To consider the connected transaction or transaction that may have the conflict of interest to comply with the laws and regulations of the Stock Exchange of Thailand to ensure that such transaction is reasonable and for the best benefits of the Company.
 - (4.3) To verify after receiving the notification from the auditor that there have suspicious circumstances that the director, the management team or person who are responsible for the operation of the Company, may commit an offence related to their duties and responsibilities pursuant to the Section 281/2 paragraph 2, Section 305, Section 306,

Section 308, Section 309, Section 310, Section 311, Section 312 or Section 313 of the Securities and Exchange Act, and to inform the preliminary result of investigation to the Office of the Securities and Exchange Commission and the audit within 30 days from the date of the receipt of notification by the auditor.

(5) Other Duties

- (5.1) To review and revise the Charter of the Audit Committee by considering of the revision on any issues as it deems necessary and appropriate and to propose to the Board of Directors for approval.
- (5.2) The Audit Committee can ask for advice from any external and independent advisors, if necessary, whereby all expenses shall be borne by the Company.
- (5.3) To meet executives and employees and to access relevant information without restriction.

Risk Management Committee

As of 1 February 2021, the Risk Management Committee consist of 4 directors as follows:

- | | | |
|----|---------------------------|--|
| 1. | Dr. Linda Kraivit | Chairman of Risk Management Committee |
| 2. | Mr.Chalermkul Apibunyopas | Vice chairman of Risk Management Committee |
| 3. | Mrs. Kannika Ngamsophee | Member of Risk Management Committee |
| 4. | Mr. Virachai Srikajon | Member of Risk Management Committee |

Mrs. Hathaichanok Pangnoi is the Secretary of the Risk Management Committee

Duties and Responsibilities of the Risk Management Committee

- (1) To define the risk management framework, the risk management structure of the Company and its subsidiaries.
- (2) To acknowledge and provide recommendations to policies, strategies and guidelines for risk management at the Company and its subsidiaries level.
- (3) To establish a risk assessment framework for the Company and its subsidiaries and to procure to have the risk management report continuously.
- (4) To consider and identify significant risks of the Company's business operations, such as investment risks, business operational risk, management risk, financial risk, data security risk, laws and regulations risk as well as to suggest on how to protect and to manage the risk approach in the acceptable level by determining the policy and providing advice and guidance on risk management related to the business operation of the Company appropriately and effectively including to provide recommendation to the Board of Directors and management team on risk management.
- (5) To establish risk management and risk management plan and review risk management plan as well as overall risk management process. To follow up and review the risk management process including the risk management of the Company and its subsidiaries.
- (6) To supervise and support risk management to succeed by focusing on the awareness of each factor of risks to support the appropriate decision making. The Risk Management Committee is responsible for monitoring and evaluating the implementation of risk management framework of the Company and its subsidiaries and for adjusting its operation plan to minimize the risk to suit the business operation of the Company.

- (7) To acknowledge any major risks and to report the risk assessment results and operating result to reduce the risks to Board of Directors regularly. In the case of significant issues, which have a significant impact on the Company's financial status and operating result, it shall report to the Board of Directors for consideration as soon as possible.
- (8) To consider whether the management has responded appropriately to the risk.
- (9) To promote the implementation of policies and guidelines for risk management throughout the Company and its subsidiaries
- (10) To promote the development of human resources and create the awareness of the risks and controls of the Company and its subsidiaries continuously.
- (11) To perform any other duties assigned by the Board of Directors.

Nomination and Remuneration Committee

As of 1 February 2021, the Nomination and Remuneration Committee consist of 2 independent directors as follows:

- | | | |
|----|-----------------------|---|
| 1. | Mr. Virachai Srikajon | Chairman of Nomination and Remuneration Committee |
| 2. | Dr. Linda Kraivit | Member of Nomination and Remuneration Committee |

Mr. Weerachai Sripetcharakul is the Secretary of the Nomination and Remuneration Committee

Duties and Responsibilities of the Nomination and Remuneration Committee

- (1) To set policy, criteria and procedure for nomination of the Board of Directors and Chief Executive Officer.
- (2) To determine the policy, criteria and methods of remuneration in both monetary and non-monetary form of the Board of Directors, sub-committee and Chief Executive Officer of the Company with appropriate to their responsibility and in line with the Company's operating results and market conditions for obtaining the approval from the Board of Directors and subsequently propose for approval from the shareholders meeting.
- (3) To recruit qualified persons in accordance with the laws and regulations and to subsequently present to the Board of Directors and/or the shareholders' meeting for approval as the case may be for consideration of acting as the director and the Chief Executive Officer.
- (4) To determine the necessary and appropriate remuneration in both monetary and non-monetary in order to motivate and retain the Board of Directors, sub-committee and Chief Executive Officer.
- (5) To supervise the Board of Directors to have the right components to fit the environment and the situation which will be changed. The Board of Directors must be composed of persons with knowledge, ability and experience in various fields.
- (6) To set guidelines and evaluate the performance of directors and Chief Executive Officer for consideration of the annual remuneration by taking into account of the responsibilities and the risks involved including the increasing of equity value of shareholders for the long-term as one of key assessment.
- (7) To disclose policies and details of the recruitment process, policy on compensation and to disclose details of various types of compensation, including the preparation of the compensation report with at least the details of the operational goals and the remuneration of the Nomination and Remuneration Committee are required in the Company's annual report.

- (8) To appoint or to request for advice from external independent advisor, if necessary and the cost shall be borne by the Company.
- (9) To perform other duties assigned by the Board of Directors.

Corporate Governance and Business Ethics Committee

As of 1 February 2021, the Corporate Governance and Business Ethics Committee consist of 3 independent directors as follows:

- 1. Mr. Chalermkul Apibunyopas Chairman of Corporate Governance and Business Ethics Committee
- 2. Dr. Linda Kraivit Member of the Corporate Governance and Business Ethics Committee
- 3. Mr. Sita Meksawan Member of the Corporate Governance and Business Ethics Committee

Mrs. Lamaiphun Krissawanon is the Secretary of the Corporate Governance and Business Ethics Committee

Duties and responsibilities of the Corporate Governance and Ethics Committee

- (1) To formulate the policies and guidelines of good corporate governance and business ethics of the Company's group to comply with international practices, relevant regulatory agencies and/or relevant laws for the Board of Directors' approval.
- (2) To set guidelines and monitor those in order to encourage the Company's group to be in compliance with the policies and regulations in good corporate governance and business ethics.
- (3) To promote and encourage directors and executives to understand and comply with good corporate governance policies and business ethics at all times and encourage executives to promote understanding and compliance to employees of all levels of the Company.
- (4) To review the good corporate governance policies and business ethics, including this charter, on an ongoing basis and at least once a year to develop and upgrade the corporate governance standards of the Company's group.
- (5) To appoint subcommittees in order to support the operations related to the good corporate governance policies and business ethics as required.
- (6) To review charter of the Corporate Governance and Ethics Committee regularly and perform tasks as assigned by the Board of Directors relating to corporate governance and business ethics.
- (7) To appoint or to request for advice from external independent advisor, if necessary and the cost shall be borne by the Company.

3. Nomination of Directors and Senior Managements

The selection of persons to be nominated as the director and executive of the Company, a nominated person shall have qualification pursuant to the Section 68 of the Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association and shall not have any characteristics prohibited by the Notification of the Capital Market Supervisory Board No. 28/2551 regarding the request for approval and approval for offering of newly issued shares dated 15 December 2008. The policy and criteria of the nomination and appointment of directors and executives are as follows:

(1) Board of Directors

Qualification of the board of directors

- 1. A director must be a person with knowledge and experience which will benefit the business, having honesty, integrity and ethical business practice, devoting adequate time to apply his/her best knowledge and ability to perform duties for the Company.
- 2. A director must satisfy all qualifications required, having no prohibited characters as set

forth in the Public Company Limited Act B.E. 2535 (including the amendment) ("Public Limited Company Act") B.E. 2535 (including the amendment) ("Securities Act") and notifications, regulations and/or relevant rules. He/she must not possess the character which shows the lack of qualifications to be trusted by the Company in management of the entity where shareholders are the public as described by the Securities and Exchange Commission and the Stock Exchange of Thailand and/or the Capital Market Advisory Board. He/she must be a person being listed in the database of directors and management board of the listed company as state in the Capital Market Advisory Board's notification, regarding the criteria of displaying list of directors and management board of the listed companies.

3. A director cannot engage in a business of same nature and is in competition with the Company; or become a partner or a director in other juristic person having the same business and is in competition with the Company whether for his/her own benefit or the others unless such engagement is noticed in the meeting of shareholders prior to the appointment. A director may hold a director ship in another company, under the condition that such position will not impede his/her performance in the Company, and it is in line with the guideline specified by the Securities and Exchange Commission and the Stock Exchange of Thailand.
4. A director shall give notice to the Company without delay, if he/she has interest in the contract, whether made directly or indirectly by the Company or in case of increase or decrease of shareholding.

An independent director shall not act as an executive and shall be independence from the management and shareholders who have controlling power including not have any business relationship with the Company in a manner that it will have limitation on providing independent opinion. The independent director shall have the qualifications pursuant to the Notification of the Capital Market Supervisory Board as follows:

- 1) Hold up to 1% of the total voting shares of the Company, parent company, subsidiary companies, associated companies, major shareholders or controlling persons of the Company. The calculation of shareholding shall include shares held by related persons of the independent director.
- 2) Not being or was appointed as a director who involve in business management, employee, advisor who has fixed salary or controlling person of the Company, parent company, subsidiary companies, associated companies, sister companies, major shareholders or controlling persons of the Company unless he or she has discharged from such position for not less than two years before being appointed as member of the Audit Committee. These prohibited characters shall not include independent director who acted as government officer or advisor of government which is a major shareholder or controlling person of the Company.
- 3) Not being a related person by blood or registration under laws, such as father, mother, spouse, sibling or children including spouses of children of other directors, executives, major shareholders, controlling person, or other persons who will be nominated as director, executive or controlling person of the Company and its subsidiaries.
- 4) Not having or had business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders or controlling persons of the Company which may disturb any expression of independent opinion including not being or

having been significant shareholder or controlling person of person who has business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders or controlling persons of the Company unless such relationship is terminated for not less than two years before being appointed as member of the Audit Committee. In addition, he or she shall not have any conflict of interest, whether direct or indirect, in relation to financial or management of the Company, group companies, associated companies or any persons that may have conflict of interest resulting in he or she cannot provide independent opinion.

The business relationship according to the first paragraph, including normal business transaction, lease or lease out of property, transaction relating to asset or service, or provision or acceptance of financial support through lending or borrowing, provision of guaranty, provision of security for obligations, and any other similar transactions, which create obligations to the Company or its counter party in the amount of 3% of the net tangible assets of the Company or Baht 20 million and above, whichever amount is lower. The calculation of such obligations shall be in accordance with the methods of calculation for related party transactions prescribed under the Notification of the Capital Market Supervisory Board relating to related party transactions, mutatis mutandis. However, in calculating such obligations, any obligations which arise during one year before the entry into the business relationship with the same person shall be included.

- 5) Not being or was an auditor of the Company , parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company or juristic persons which have may have conflict of interest and not being significant shareholder, controlling person, managing partner of audit firm of the auditor of Company , parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company unless he or she has discharged from such position for not less than two years before being appointed as member of the Audit Committee.
- 6) Not being or was a professional advisor including providing legal advisor service or financial advisor service which receives service fess greater than two million Baht per year from the Company , parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company and not being significant shareholder, controlling person or managing partner of such professional advisor unless he or she has discharged from such position for not less than two years before being appointed as member of the Audit Committee.
- 7) Not being a director who act as representative for protecting the benefit of the Company's directors, major shareholders or shareholders who have relationship with major shareholders. In addition, he or she shall provide recommendation or report independently as assigned without taking into account of any benefits that may limit he or she in providing independent opinion.
- 8) Not undertaking any business in the same nature and in significant competition to the business of the Company or subsidiaries or not being a partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 % of the total number of shares with voting rights of other company which undertakes business in the same nature and in significant competition to the business of the Company or subsidiaries.
- 9) Not having any characteristic which make him or her incapable of expressing independent

opinions with regard to the Company's business.

- 10) The Audit Committee shall be the independent director of the Company which have the qualification pursuant to the regulations of the Office of the Securities and Exchanges Commission ("**SEC**").

After being appointed as the independent director which have the qualifications as set out in Clause 1) to Clause 10) herein, the independent director may be assigned by the Board of Directors to make any decision on the business operation of the Company, subsidiaries, associated companies, subsidiaries at same level, juristic person that may have conflict of interest, major shareholder, controlling person whereby the making decision shall be exercised as the collective decision.

Policy and criteria on selection of director

1. Selection of new director
 - 1.1. To consider the appropriation of number, composition and diversity of the Board of Directors structure by taking into account necessary skill which does not have in the Board of Directors such as professional skill, gender, age, specialization that in line with the Company's business and in line with the Company's strategy in order for the completeness and strengthen of the Board of Directors' composition to lead the Company to achieve the business objectives in accordance with the good corporate governance principle.
 - 1.2. To select a qualified person as determined by the laws, regulatory bodies, the Company and notifications.
 - 1.3. To select an honorable person who have knowledge, leadership, opinion and decision making with information and reason including moral and ethics and not in the blacklist.
2. Renewal of retired director by rotation, it shall consider profile and past performance during holding the director position as follows:
 - 2.1. To review the Company's information, meeting agendas and provide opinion which is beneficial to the Company
 - 2.2. To dedicate time to the Company and join the activities and meetings

Selection and appointment of director process

In selection of director, the Nomination and Remuneration shall perform the followings:

1. To prepare Board Skill Matrix to determine the qualification of candidate director in accordance with the policy and criteria for selection of director.
2. To consider a person who has the qualification that is beneficial and appropriate to the Company's business operation in all aspects and transparency as follows:
 - 2.1. To nominate from the list of qualified persons as proposed in advance by the shareholders in the Annual General Meeting of shareholders of which it has notified to the shareholders through SET portal and the Company's website.
 - 2.2. To nominate from a person under the database of IOD Chartered Director
 - 2.3. To nominate from management in the organization and person from external organization who have qualification in accordance with the requirements.
3. The Nomination and Remuneration Committee shall invite, interview and discuss with the qualified person according to the requirements to ensure that such person is willing to be

appointed as the director if such person has been appointed by the Board of Directors or the shareholders' meeting, as the case may be.

4. The Nomination and Remuneration Committee proposes qualified person according to the selection's criteria to the Board of Directors for approval of the appointment or for proposing to the shareholders' meeting for approval of each person by:
 - 4.1. One shareholder shall be one vote to one share.
 - 4.2. Each shareholder may use all of its votes as set out in Clause 1 to appoint one person or many persons to be the directors, but the votes cannot be separated.
 - 4.3. The person who receives the highest vote shall be appointed as the director and any person who receives the vote lower than the first person may be appointed as the director if there have vacancies of director position according to the number of directors to be appointed in such meeting.

If the number of persons who will be appointed in the second ranking have the equal vote more than the number of directors to be appointed in such meeting, the Chairman of the meeting shall have the final decision.

5. To appoint the director in accordance with the Company's Articles of Association
If there have vacancy due to other reason other than the retirement by rotation such as resignation. The Nomination and Remuneration Committee shall consider and select the qualified person to propose to the Board of Directors for approval of the appointment of new director in replacement of the retired person within the timeline as required by laws or regulatory bodies. Such person who being a director shall have the term equal to the remaining term of the replaced director.

Recruitment of Senior Executives as defined by the Office of the SEC

1. The executive must be knowledgeable, capable and experienced persons who will be beneficial to the Company's business operations, honesty, ethics in business operations and time to dedicate knowledge, ability and duty to the Company fully.
2. The executives must have complete qualifications and no prohibited characteristics under the law governing public limited company, securities and exchange and other laws related to the business of the Company. In addition, there must not be any characteristic that indicates the lack of appropriate to be trusted to manage the business with the public as a shareholder as prescribed by the SEC.
3. The executive must notify the Company without delay if there is special interest in the contract made by the Company whether directly or indirectly, or to increase or decrease share in the Company or its subsidiaries.

The process of recruiting and appointing executives according to the definitions of the Office of the SEC

The Human Resources Department shall recruit and select qualified, skilled, experienced and knowledgeable people in the right business and then approached that person to ensure that they are willing to take on management positions if appointed by the authorized persons by:

- 1) In the case of appointment of the Chief Executive Officer, such persons shall be selected by the Nomination and Remuneration Committee before proposing to the Board of Directors for approval.
- 2) In the case of appointment of the Director of Operation Section, and Chief Financial Officer, it shall be proposed to the Executive Committee for approval.

4. Policy for management of subsidiary and associated companies

The Company has a policy to invest in subsidiary or associated company which support the Company's business operations and of which investment would create synergy, generate additional revenue streams, and increase profitability of the Company. The Company will consider proportion of investment, expected profitability, possible risks and financial status of the target companies prior to making investment decision. Any investment decision must be approved by the authorized person according to the authorization procedure. The company shall appoint suitably qualified and appropriate experience representative as director of investee company in order to set key policies and for good corporate governance of subsidiaries and associated company.

Policy for management of subsidiary and associated company

1. The Company has set guidelines in exercising rights by its representatives in shareholders' meeting of subsidiary and associated company to be consistent with the proportion of shareholding in subsidiary and associated company. This is also for compliance with Guidelines for Good Corporate Governance and maintain maximum benefits to the Company, its subsidiaries and associated companies, and other shareholders.
2. The Company determines management structure of subsidiaries and associated companies in order to oversee management and operations of its subsidiaries and associated companies as if they were units of the Company. To look after its investment, the Company shall have the following procedures for monitoring the management of its subsidiaries and associated companies:
 - (1) Nomination of its representative as director of subsidiary and associated company
 - (2) Roles and responsibilities of director of subsidiary and associated company
3. The Company's director will continually monitor the financial status and operating result of the Company's subsidiaries and associated companies to in line the business plan and budget and also monitor its subsidiaries to disclose related party transaction and acquisition or disposal of assets to the Company in accordance with the relevant Notifications of the Capital Market Supervisory Board and the Board of the Stock Exchange of Thailand.
4. The Company's director shall procure its subsidiaries to have the appropriate and sufficient internal control system to protect any frauds that may have including providing channel for directors and executives of the Company to access the subsidiaries' information for monitoring their operating result and financial status, related party transaction between subsidiary and director and executive of subsidiary and entering into significant transaction of subsidiary efficiently and implementing of work checking system by internal audit and independent directors of the Company to ensure that subsidiaries continually comply with the work procedures.
5. Directors and management of subsidiary must disclose and deliver information regarding personal of interest, including interest of their related persons, in relation to any transaction or in other business which might raise conflict of interest with the Company, subsidiary, board of directors of subsidiary or person authorized by subsidiary within the period of time as prescribed by subsidiary. Such information shall be used as supporting information for decision making or passing any approval by considering overall benefits of subsidiary and the Company as critical factors. Directors and management of subsidiary shall not participate in the consideration of any matter of which they have personal interest or conflict of interest.

6. Directors and management of subsidiary, including any person related to such directors and management, have the duty to inform to the board of directors of subsidiary relationship and transaction with subsidiary which might raise conflict of interest and avoid entering into transaction which might raise conflict of interest with subsidiary. The board of directors of subsidiary has the duty to inform such matter to the Company for acknowledgement.
The following acts, which result in directors, management or any person related to subsidiary gaining financial benefits other than that ordinarily received or cause damages to subsidiary, are presumed to be material conflict of interest with subsidiary:
 - (a) any transaction between subsidiary and director, management or any connected person which is not in compliance with rules regarding connected transactions;
 - (b) use of known information of the Company and subsidiary, except information which has been publicly disclosed; or
 - (c) use of asset or business opportunity of the Company and subsidiary in a way which violates the rules or general practice as prescribed by the Capital Market Supervisory Board.
7. Subsidiaries must report a business plan, expand a business, cooperation with other entrepreneur to the company and report quarterly. The company has an authority to request the subsidiary to clarify or submit an enclosure for consider. The Subsidiary must comply strictly.
8. If the Company finds any material issue, it may request subsidiary to clarify and/or deliver document as supporting information for its consideration.
9. Directors, management of, or any person related to, subsidiary may enter into a transaction with subsidiary only upon receiving approval from the Board of Directors of the Company or the Company's shareholders meeting as required based on transaction size calculated pursuant to the rules of the Connected Transaction Notifications. Exceptions apply where transaction is with terms and conditions similar to transaction with other counterparties under the same circumstances, the position as director, management or related person, as the case may be, do not have influence on the transaction, and trade terms and conditions of the transaction have been approved by the Board of Directors of the Company or in line with principles as approved by the Board of Directors.

Policy for financial control of subsidiary and associated company

1. Subsidiary and associated company have duties to submit to the Company monthly operating results and quarterly financial statements reviewed by auditor, including supporting information used for the preparation of such financial statements of subsidiary and associated company. Subsidiary and associated company shall give consent to the Company for the use of such information for the purpose of preparing consolidated financial statements, or quarterly or annual operating results, as the case may be.
2. Subsidiary and associated company responsibilities to performance report and summary results an operating quarterly. Include to follow implementation plan for report to the company.
3. Subsidiary and associated company have duties to report significant financial issues to the Company upon discovering the issues or upon request of the Company to review and report

5. Use of Internal Information

To ensure that the investors of the Company receive the reliable information equally and punctually. Therefore, the Company set the Insider Trading Policy as the following details:

1. Roles and Responsibilities

- (1) The Board of Directors has delegated responsibility to the Audit Committee for overseeing this Policy to ensure that board of directors and executives comply with the established rules and guidelines in trading the company's Securities.
- (2) The Company's secretary has responsibility for providing recommendation to the Company's directors, executives and officers in compliance with this policy including communicating and providing knowledges and understanding and providing responses for any inquiries or interpretations if there have any doubts and notifying the blackout period in advance to support the persons who have obligation to comply with the regulations.
- (3) All executives are responsible for ensuring that every person who reports to them is made aware of and understands this Policy.
- (4) Board of directors, executives and employees must strictly adhere to this Policy when trading the company's Securities in the Stock Exchange of Thailand (SET) or Trading Center as well as communicate this Policy to their spouses and minor children.

2. Procedures

(1) Insider Trading Prohibition

Legal Person must comply with the insider trading prohibition as defined in Section 241 of the Securities and Exchange Act, B. E. 2535: " In the purchase or sale of securities which are listed in the Securities Exchange or traded in an over-the-counter center, no person, whether directly or indirectly, shall purchase or sell, offer to or sell or invite any other person to purchase, sell or offer to purchase or sell securities which are listed in the Securities Exchange or traded in an over-the-counter center in such a way as to take advantage of other persons by using information material to changes in the prices of securities which has not yet been disclosed to the public and to which information he has access by virtue of his office or position, and whether or not such act is done for his own or another person's benefit, or to disclose such information so that he will receive consideration from the person who engages in the aforesaid acts."

(2) Blackout Period

To suggest the person prescribed by law to be cautious when trading the company's securities before disclosing information to the public.

3. Guidelines for Confidentiality, Information Security and Insider Trading Prevention

All staff of the Company have to acknowledge the process of information security to protect the confidential information as well as the wrongful insider trading.

(1) Guidelines for Confidentiality

- A) Set the confidentiality of the information, which are disclosed and undisclosed information that internal information sharing must be within the framework and responsibilities.
- B) Security and concealment of customer and commercial information. The Company shall secure and conceal the customer information and commercial information secretly and shall not disclose to the employees of the Company as well as the outsiders who have no concern unless it is law regulation to disclose which shall be

the disclosure for the propose of lawsuit or the Executive Committee approves for the disclosure.

(2) Information Security

If such information has not been disclosed to the public yet, the selected persons of the Company are not permitted to disclose such inside information to other persons without permission. This is for fairness and equality of using the inside information of the Company which will increase the confidence to the shareholders, investors and relevant parties. The Company has determined the prohibition that the selected persons of the Company are not permitted to disclose inside information of the Company which is fact that may significantly change the price of securities and such information is not disclosed to the public whether for trading of securities or inviting other persons to purchase, sell or offer to purchase or offer to sell the shares of the Company, whether by himself or by agent, for his own or other benefit. If there is unlawful using of inside information for the benefit of trading securities of the Company whether for speculating or creating advantage for any group of people, such action shall be deemed illegal under the Securities and Exchanges Act and discipline under the Company's policy.

(3) Protection Internal Information

A. The report of securities holding

The Board of Directors and the executives position in accounting or financial line shall report the securities holding of oneself, spouse and minor children of majority according to the regulation of The SEC Act B.E. 2535 (including the amendment) (" The SEC Act") , the notification of The Office of the Securities and Exchange Commission and the relevant notification of SEC. The report shall be submitted to company secretary before submitting to The Office of the Securities and Exchange Commission or the SET by requesting the Company Secretary to prepare summary report to propose to the Board of Directors for acknowledgement.

B. The report of changes in securities holders

The Company assigns the directors, executives as well as the persons holding the position in accounting or financial line who is responsible for the operation, executives, auditors, employees, spouse and minor children of majority of these people to report the amendment of securities holder to the Office of the Securities and Exchange Commission ("SEC") according to The SEC Act B.E. 2535 (as the amendment) and submit the copy of report to company secretary on the same day of the submission to the SEC.

4. Preventive measure of Computer system and information security

- (1) Restrict the access to the disclose information only for the top level of executives and disclose to the employee as appropriate. Inform the employee that the information is confidential and has limitation on the use.
- (2) Set the security system in the workplace to prevent the access and the use of file data and confidential file.
- (3) The owner of information that is not yet disclosed to the public shall emphasize the relevant person to follow the security process strictly.

5. Penalty for insider trading

The offender shall be punished by law.

6. Audit Fee

(1) Audit Fee

The company paid the audit fee for the auditor of the company's group in the fiscal year 2019 in the amount of THB 12,720,000 as the following details:

	PricewaterhouseCoopers ABAS Limited	Other Auditors
• Company	THB 3,900,000	-
• Subsidiaries	THB 6,000,000	THB 30,000
Total	THB 9,900,000	THB 30,000

(2) Non-audit Fee

-None-

7. Compliance with Good Corporate Governance Principle on other matters

- (1) In 2020, the Company has significant non-compliance with the good corporate governance principle for the listed companies as follows:

(1.1) Selection of Independent Director to hold the Chairman position

The Board of Directors did not select the independent director to hold the Chairman of the Company due to it could not select independent director who has qualifications, experiences, knowledges and skills in business which are in line with the Company's strategy.

(1.2) Disclosure of the remunerations of the Chief Executive Officer

A person who hold the Chief Executive Officer position does not need to disclose the information.

(1.3) Determination of policy for the directors and senior managements to inform the Board of Directors or a person authorized by the Board of Directors regarding the trading of the Company's securities at least 1 day before the trading day.

The Board of Directors is of the view that this requirement does not have flexibility and may be difficult to comply with it.

(1.4) Determination of policy on the quorum of the Board of Directors for calling resolution which shall have at least 2/3 of the total number of directors

The quorum of the Board of Directors for calling resolution shall have at least 1/2 of the total number of directors of which it shall have more flexibility. However, in the previous time, the directors normally attended the meeting not less than 2/3 of the total number of directors.

(2) Compliance with the new Corporate Governance Code of the Office of the SEC

According to the Board of Directors no.9/2018 held on 9 August 2018 has resolved to acknowledge the 8 principles and guidelines of CG code of the Office of the SEC. The Board of Directors has approved to adopt such principles and guidelines of CG code with the Company's business by assigning The Corporate Governance and Business Ethics Committee to consider. The Corporate Governance and Business Ethics Committee has evaluated the performance in accordance with the Corporate Governance Code and has revised the Corporate Governance Handbook by determining the process and working plan for adaptation and has proposed for approval from the Board of Directors no.7/2019 held on 13 August 2019 in order for the directors, managements and employees of the Company to comply with it.

Risk Factors

The Company's business operations face with different risk factors, which might have impact on the Company's operating performance and share price. The following are some of the key risks that might have adverse impact on the Company and consequently impose investors with significant risks on their investment. There might be other risks currently unknown to the Company, and there might be some other risks that the Company did not foresee as significant but could also have impact on the Company's operating performance in the future.

1. Business Risk

1.1 Risk of economic fluctuations

At present, competition is increasing for healthcare services market due to many amalgamations of major market players, resulting in a cost advantage. In addition, there are various channels for provision of services. New operators entering into the market has resulted in lower market share for the existing operators. Such factor has caused higher competition in provision of services and price competition to attract customers. There is a possibility of new market players from ASEAN countries expanding their services to Thailand as a result of the establishment of ASEAN Economic Community (AEC). Such competition is inevitable and may have impact on the Company's operations.

Economic conditions may also have impact on consumers' purchasing power. Although healthcare is one of the four basic needs, economic impacts do affect consumer's purchasing power. Customers of private hospitals may prefer to defer or minimize their hospital visits either by delaying treatment, choosing non-emergency medical services instead, shortening hospital stay, curbing medical bills by visiting public hospitals or other private facilities offering cheaper services. However, we have closely monitored the situation to assess possible risks that could affect our operation as well as to prepare ourselves in order to come up with appropriate risk management measures. Besides, we are able to treat more complicated diseases when comparing with other hospitals charging similar fees. The fees proposed by us are affordable by the majority. All of these are factors that help attracting a regular stream of patients and thereby reduce the hospital's impact from economic volatility.

1.2 Risk of the Covid-19 pandemic

The spread of the Covid-19 had resulted in a significant decrease in the number of customers who visited hospitals for treatments. Revenue from hospital business significantly decreased in the Quarter 2/2020, particularly from hospitals which focused primarily on foreign patients as target customers. Secondary care hospitals had been affected more than tertiary care hospitals (treating complex cases such as cancer, brain or heart disease). Patients without urgent need for treatment deferred hospital visit, resulting in decrease in the number of outpatients and hospital visits by inpatients in 2020 compared to the previous year which affected the Company's revenues and operating performance.

In respect of administration under the COVID-19 situation, the management appointed a COVID-19 situation team to plan and assign duties and responsibilities to various units. The Company applied risk management system to supervise roles and responsibilities that would affect the Company's operating performance affected by the spread of the Covid-19, to ensure that the Company would be able to manage the risk of the crisis that had never occurred before. Hospitals within the group company had also been affected. What must be done was to be prepared to counter the situation effectively and promptly for sustainable operations and with the key objective of safety of patients and medical personnel.

The key factor for continuous and sustainable growth in business was the ability to adapt to changes if the new wave of the spread of Covid-19 occurs. The Company had prepared a plan specifically to manage and control cost and expense efficiently and appropriate for the direction of business. The Company also adopted strategy to adjust our operations to changing behavior of customers, for example decrease in unnecessary hospital visits. The Company must be familiarized with on-line technology to support business in a crisis. The Company had managed and prepared resources in information technology and necessary occupational health and safety equipment in order to prepare services that respond to patients' needs for examples, medicine delivery by mail for current patients

who are not convenient to travel, vaccination at home, and development of telemedicine to communicate, treat, and follow up with overseas patients who could not travel to visit the hospitals.

2. Operation risk

2.1 Competition risk

The private hospital business is highly competitive. Not only do we compete with other private hospitals in the same rank, but also with expansion of service by public hospitals who provide extra-hour clinics or operate a private-style hospital under its wing, all of which jeopardize our customer base. At present, there is increasing competition in the healthcare services market due to many amalgamations of major market players, resulting in a cost advantage. In addition, there are various channels for provision of services. New operators entering into the market has resulted in lower market share for the existing operators. Such factor has caused higher competition in provision of services and price competition to attract customers.

Private hospital market is projected to continuously grow. Due to strong competition, affording more choices for customers. This business increases continuously as private hospitals are categorized by levels, or by management as main hospitals and network hospitals.

To increase service efficiency and expand competitiveness, we regularly enhance the capacity of our medical personnel who enable us to treat complicated diseases when compared to competitors offering the same price ranges. In addition, we have a plan to develop the step-down care for recovering patients who need to stay in hospitals for more than two nights to curb their expenses and our costs. Besides, we provide the service of Home Healthcare and Senior Care and Living too. In order to provide treatment of highly complicated diseases, we have a plan to expand our Excellent Center units of which demands remain high compared to available services. Besides, we work as a contractor to manage public hospitals to increase profit margin because being a contractor does not require us to invest in any equipment.

2.2 Risk of healthcare policies issued by the public sector

We enjoy revenues from general patients, this revenue accounted for 70% of the total revenues. However, if the public sector promotes other types of healthcare policies such as expanding people entitling for the universal healthcare coverage, the number of general patients may fall. Realizing this risk, we closely monitor the public-sector policy as well as possible policy changes. Before the public sector announces or amends any policy, it will however seek opinions and recommendations from hospitals through an association of private hospitals and groups of private hospitals who are contractual parties to the government's social security scheme in order to minimize our impact from the change of public policy that could materially affect our performance. In addition, we participate in the public-sector program through which we admit patients who are government officials whose medical bills are reimbursed by Department of Comptroller-General. We also have a plan to generate more incomes from general patients or those who pay from their own pockets and contractual parties where we strive to enhance the capacity of our Excellence Center to treat highly-complicated diseases increasingly suffered by the public. This refers to the Heart Center, the Bone and Joint Surgery Center, the Brain and Neurological Center as well as patients requiring intensive and critical care where we have a lot of medical doctors with expertise in the field. The hospital continues to enhance quality of our medical treatment as well as our medical personnel to increase service efficiency and to add values to our services.

2.3 Risk of the lack of medical personnel

Medical services need to depend on qualified medical personnel in various fields, who at present are produced in a limited number. Besides, with the expansion of medical services, there are demands for quality personnel with years of experiences who take time to acquire proper knowledge and capability. That is why the company could be affected by the shortage of medical personnel in the future. Yet, the company is collaborating with Siam University to offer a registered nurse undergraduate program to produce competent personnel who can accommodate our need. So far, however, we haven't yet encountered the shortage of medical personnel thanks largely to our compensation and welfare policy and our dedication to promote the right working environment.

Besides, the company offers a training policy with a purpose to strengthen skills and widen the horizon, which results in staff commitment. With these policies, we believe we could minimize our risk from the shortage of medical personnel.

2.4 Risk of dependence on specialists

The hospital service is a business that actively depends on specialized medical personnel who provide effective treatments to patients. At present, medical personnel could not meet ongoing demands. As the hospital business is highly competitive, this could affect our business as we may be exposed to a higher risk of losing our medical personnel or attracting specialists.

However, as our hospital was founded for more than four decades ago, is supported by an extended network and has earned a highly reputable image and recognition in the healthcare industry together with the fact that the hospital is run by a group of established doctors, it has been widely accepted by medical doctors for academic competency and management style. The hospital is also known for security and stability and thus can make medical staff who may want to join us become more confident. In addition, the company has collaborated with Siam University to set up a faculty of medicine to make it easy to recruit and develop medical staff.

The hospital also maintains a policy to offer proper remunerations to our personnel while continuing to train them on a regular basis. In addition, there is a clear career path system and training of new knowledge offered to induce staff to stay with the hospital in the long run. This includes special awards given to people with long years of services, allowing staff to freely express their opinions and underlining welfare and security of our personnel to maintain and boost their morale.

2.5 Risk of contract renewal to manage hospitals as a contractor and renewal of contract to manage the Heart Center with the public sector because all contracts are short-term.

In 2020 the hospital earned, on average, 8.7% of the total revenues from management services of hospitals and heart centers. No contract renewal means the company's revenues could fall. Yet, we have experiences managing in the hospital management and in management of specialty clinics such as heart center. The Company has passed assessment from the National Health Security Office (NHSO) and is qualified to service gold card patients. Therefore, the company is ready for medical staff recruitment. The Company is proficient in creating forecast, cost management, and has expertise and experience in hospital management service. In addition, the Company has experience in managing specialty clinics such as heart center. Hence, there are quite a few qualified competitors in this market. The company is also seeking for hospitals to manage specialized treatment centers such as the Heart Center continuously.

2.6 Risk of being sued for damage incurred from medical services

Since our business is to provide medical services, we are exposed to a litigation risk brought by patients or related parties who may not be satisfied with our treatment or who suffer from impacts relating to treatment provided by the hospital's medical doctors and specialists. The hospital or doctors may have to compensate the party who brings up the case, which may affect the hospital's reputation and operation.

Based on this risk, we regularly monitor changes of rules and regulations as well as exercise strict compliance while regularly improving our services. We also select and attract experienced personnel with the right expertise. Besides, we have bought insurance to provide liability protection resulted from business and incurred at the insured premise to reduce certain impacts from possible litigation. At the other front, we conduct a regular service assessment especially of treatment quality and satisfaction to the service to monitor our efficiency and to protect ourselves from the litigation.

2.7 Risk of technological change of medical equipment

As diseases are increasingly complicated, treatment requires sophisticated medical equipment more than any time in our history. The company has given the highest priority to quality of our diagnosis and treatments, leading us to investing in medical equipment. However, with a rapid change of medical

technology and since medical devices are costly, this may affect the cost effectiveness of our investment.

That is why the hospital has formulated approval steps when making an investment decision. This starts from having the committee that manages medical devices conduct a study of the investment's cost-effectiveness. The committee consists of experts from various fields who collaboratively determine a medical equipment purchasing policy and who set aside an annual budget for new medical devices. The committee also sets a guideline on how to select equipment, assesses their cost-effectiveness before proposing the investment to the Board on the basis of the formulated procedures.

2.8 Risk of investment expansion

The company plans to expand investment in the medical treatment business and the healthcare solution provider business. they could affect the company's cash flow, income structure and performance from uncontrollable factors such as the economic condition, the political change, the government's healthcare policy and competitions in the domestic healthcare market and the situation of Coronavirus 2019 (COVID-19) outbreak. These factors may affect operation under the investment plan or, worse, success of these projects. To reduce the risk, the company has thoroughly analyzed each project's feasibility to ensure that it has experiences in the projects or that the projects can be further developed on the basis of the existing experiences.

With experiences in the private hospital business for more than four decades together a pool of well-recognized medical and public health personnel, the company feels that these factors will help minimize our expansion risk.

2.9 Risk of project construction by the Company and its subsidiaries not being completed according to schedule

The Company has expanded its business to healthcare solution provider services by the Company's subsidiaries. At present, there a project of Thonburi Wellbeing Co., Ltd. under construction providing Senior Care and Living, namely Thonburi Health Village Project. There is a risk of the project not being completed according to schedule and/or cost overruns due to various reasons such as approvals from relevant authorities required for construction, differences in construction area of project, changing of customers' needs as well as an increase of the project's cost according to the extended construction period, the situation of Coronavirus 2019 (COVID-19) outbreak etc. Therefore, the company has the risk management of such investment project continuously as follows:

- Update on progress of the projects shall be reported to the Executive Committee on a monthly basis. In case there is risk of project being delayed or cost overrun, the Executive Committee, together with the working team, shall jointly consider a solution which will provide utmost benefits to the Company;
- The Company's subsidiary shall prepare progress report on risk management of the project and submit the report to the Risk Management Committee for acknowledgement and recommendations with regards to managing risks. The report shall also be presented to the Board of Directors.

3. Financial Risk

3.1 Risk of medical bill payment

According to medical service ethics, the hospital will provide medical services to patients before charging them a fee, which exposes the hospital to a risk of failure to charge a post-service fee in full.

The group however has a guideline to minimize this risk by requiring the Finance Department to inform an estimated cost to a patient in advance as well as by checking their rights to see which types of medical bills the patient can reimburse to enable him/her to assess possible expenses before getting the treatment. After the treatment, the company will inform and issue a medical bill every three days to allow a liable client to learn about his expenses at every stage. In addition, the Finance Department whose duty includes debt management will consider risks and proper solutions to the hospital's customers. It will collaborate with the Legal Department if there is any outstanding or overdue.

3.2 Risk of volatility in interest rate

As of 31 December 2018, the Company has a long-term facility from financial institution. The interest rate on such facility is a floating rate with reference to the Minimum Loan Rate (MLR). Hence, if there is significant change in the reference rate, there might be significant impact on the Company's financial costs and net profit. However, the company is able to comply with all loan agreements and maintain financial conditions at a level that is better than the terms of the contract. Furthermore, there will be a cash flow reserve for advance payment at all times. Thus, the financial risk of the company is at a controlled level. In accordance with the business plan and the approval of the Executive Committee with regards to interest rate from financial institutions. There would be constant reports on fluctuation of interest rate on a monthly and quarterly basis to support risk management plan to manage risk from fluctuation of interest rate.

3.3 Risk of non-compliance with terms and conditions of loans from financial institutions

The Company must comply with terms and conditions under loan agreements, both for short-term and long-term loans between the Company and financial institutions who are lenders. The Company must retain financial ratios not exceeding those agreed in the loan agreements and comply with other terms and conditions. In the case that the Company fails to do so, it might constitute a breach of agreement by the Company and the financial institutions could demand that the Company to repay such loan in full. The repayment of loan in full could affect the Company's financial liquidity and business operations. However, with the spread of Covid-19, the financial institutions had relaxed certain conditions regarding financial covenants. In 2020, the Company was therefore able to meet all terms and conditions of the loan agreements with all financial institutions same as the previous year.

Moreover, the Company had prepared budget and cash flow forecast for internal use and as tools for the management to estimate future financial ratios. They are also used to monitor and report actual monthly performance to the Executive Committee for approval of risk management plan and risk of non-compliance with terms and conditions of the loan agreements with financial institutions. The Company also reserves cash for the purpose of loan repayment. This had resulted in financial risk of the Company being under control and consistent with its operation plan.

3.4 Risk of financial liquidity of the Company and its subsidiaries

As of 31 December 2020, the Company received financial supports from various financial institutions which had been mainly utilized in its long-term investment projects, including investments by its subsidiaries. The amount was sufficient for spending according to the Company's investment expansion plan. Sources of these capitals were overdraft (O/D), promissory notes (PN), letter of credits (LC), and long-term loan (LT).

The Company manages liquidity to prevent liquidity risk by applying financial policy cautiously, particularly in respect of investments. The Company analyzes all investments in detail and in all aspects to select and present only those worthy of pursuing to the Executive Committee and the Risk Management Committee. The Company evaluates return on investment regularly to adjust to suitable strategies so that targeted return on investment could be achieved. This would help reduce risk of financial liquidity and maintain strong financial positions which would increase flexibility in securing sources of financing for future business expansion, with sufficient fund, reasonable finance cost and appropriate return on investment. In addition, the Company prepares monthly internal cash flow estimates as a tool for the management to evaluate and plan financial liquidity of the Company and its subsidiaries.

4. Risk of non-compliance with laws and regulations (Compliance Risk)

4.1 Risk of changes in standards and regulations applicable to the Company in the future

The Company operates its business under the supervision of the Ministry of Public Health and other relevant government agencies. Changes in rules, regulations or new policies which might become stricter and compensation to injured persons without proof might affect the Company's future operating performance. The Company and hospitals in the group comply with various quality standards. The most important quality standard is Hospital Accreditation (HA) and ISO 9001 : 2015.

The guidelines of HA system require that there must be a standard medical service committee who is responsible for monitoring safety standard and environment, other risks, particularly risks arising from medical and healthcare services. These conducts could help mitigate impact arising from changes in rules and regulations relating to healthcare and environment.

4.2 Risk of non-compliance with the Personal Data Protection Act (PDPA)

Thailand has implemented the Personal Data Protection Act 2020, which would be in effect in May 2021. The Company's operation is connected to personal data of various groups of stakeholders such as customers, trade partners, employees and insurance partners etc.

The Company has made preparation to comply with the Personal Data Protection Act (PDPA). The Company invited consultants to educate and provide guidelines on compliance with the PDPA and prepare action plans for the Company's and its subsidiaries to be ready in all aspects relating to compliance with the PDPA.

Management of the Covid-19 pandemic by the Company (Crisis Management)

In respect of managing the spread of Covid-19, the Company's Board of Directors and the management took part in crisis management by monitoring the situation and progress of plans and supporting the team in working under such crisis. The designated team prepared for prevention and control of the virus, monitored the situation, analyzed data and reported to the management as one of the decision-making tools on crucial and urgent issues. The Company had made the following adjustments to adapt to the situation:

1) Management of space and infrastructure

At the beginning of the pandemic, hospitals in the group were prepared to accommodate Covid-19 patients for example, improvement of ventilation systems and designating areas for patients with potential Covid-19 risk. Outpatients were assigned to an area separate from the main building to service patients with potential Covid-19 risk or patients with respiratory symptoms and the area was called ARI clinic (Acute Respiratory Infection clinic). The process of servicing patients was designed to minimize contacts. For instance, there was a separate drive-in unit at Thonburi Hospital for medical care and dispense of medicine for patients with respiratory symptoms. The patients did not have to wait or use services in the main buildings. In addition, at the beginning of the spread of Covid-19, the Company had prepared to build additional intensive care units (ICU) to accommodate a large number of patients in the case of widespread infection beyond the availability of existing space, medical equipment and ventilators.

The Company also implemented measures which included cleaning and disinfection of areas to ensure safety of personnel and customers. Body temperatures of visitors were checked. Certain process of services or equipment was adjusted to minimize unnecessary physical contacts. There were regular cleanings of commonly touched areas such as elevator keypads, chairs, and door handles. Space was organized to increase spacing, and dispensers of alcohol gel and spray were installed.

2. Hospital services

At the beginning of the year, many customers were concerned and wanted to test for Covid-19 while the service was not yet provided in large scale, creating long queue, or tests were limited and available only to risk groups. The Company had therefore expanded the service to provide more convenience, reduce physical contacts and population density. The test provided a quick result. The larger the population could access the Covid-19 test, the greater the chance to find, treat, and mitigate the spread of the virus. The examples include:

- Implemented drive-thru service for Covid-19 test at Thonburi Bumrungrum Hospital and Sirivej Hospital Chanthaburi.
- Telemedicine for patients to have video calls with doctors for consultant. Delivery of medicine by mail to regular patients of the hospitals after analysis and consultant via telephone by doctors.
- Provided influenza vaccination through drive-thru service and at off-site locations such as communities, villages, schools and companies etc.

- Group medical checkup at hospitals and at companies.
- Conducted screening by swab of Covid-19 Rapid Antigen in communities.
- Medical delivery service for medicine to reach patients conveniently, including any other services.

3. Preparation for medicine and medical supplies

The Company conducted survey on the need of medicine and medical supplies among hospitals in the group. It had prepared for procurement of supplies and planned for appropriate utilization since the beginning of the spread of Covid-19. This was to ensure sufficient medicine and medical supplies to medical personnel and patients in order to mitigate the spread. At the beginning of the pandemic, there were shortage or insufficient supply of certain medical supplies like protective masks, N95 masks, personal protective equipment (PPE), and alcohol.

4. Financial liquidity and financial positions of the Company

The Company implemented measures to maintain financial liquidity during the crisis, specifically efficient cost and expense control, in line with the business directions. The Company also adjusted strategies for growth of each business unit, reviewed current and future investment plans, requested for extension of loan repayment to financial institutions. In addition, it conducted study on and exercised rights relating to relief measures granted by the relevant governmental agencies.

5. Personnel

The Company took care of its personnel in respect of safety from virus infection. It communicated with personnel, monitored symptoms and recommended personal care, and took out Covid-19 insurance policies for personnel under the group. The Company also conducted special screening for personnel who must service senior patients, for instance at Thonburi Burana Hospital. The Company established quarantine area and special care for medical personnel at Ar Yu International Hospital in Myanmar which had a higher number of infections than that in Thailand. Moreover, some of the Company's provincial hospitals under the group took care of well-being and provided welfare, such as food subsidy, to support staff affected by the situation.

Business recovery after the Covid-19 pandemic

Due to the Covid-19 pandemic, customers started to change their behavior. For example, customers had reduced the number of unnecessary hospital visits and familiarized themselves with online technology to sustain operations during crisis. The Company had prepared resources in information technology and necessary occupational health and safety equipment to service patients in order to meet their needs such as delivery of medicine by mail for current patients who were inconvenient to travel, provision of vaccination at home, development of telemedicine system to enable communication with foreign patients who were not able to visit doctors, examination of medical records, and monitoring of symptoms.

One of the most important factors for sustainable business growth is the ability to adapt to change. The Company had to adapt as well, especially in respect of efficient cost and expense control in line with the business directors, and strategy for growth of each operational unit. The trend for 2021 is expected to recover gradually in consistent with economic situations, provided there is no further spread of Covid-19. The management is confident that access to vaccination to population on a large scale will improve confidence and will bring about economic recovery. There will be a positive factor if foreigners start to return to Thailand for medical treatments. The Company is committed to increase revenue, services and products to meet demands, to build confidence, attract and expand to more Thai patients, as well as to engage new cooperation to strengthen business expansion and maintain financial positions and manage financial liquidity sufficiently for future business operations.

FY 2020 Management Discussion and Analysis

Overview of FY2020 and 4Q20

In 2020, COVID-19 pandemic had negative impact globally. Thailand was significantly affected in late 1Q20. Thai government issued measures and campaigns to prohibit the pandemic, e.g. social distancing, work from home, limitation on traveling upcountry and abroad, as well as temporary close of some businesses to avoid crowd and cluster. Consequently, service sector was affected, especially businesses relying on foreign tourism. After 2Q20, when the pandemic situation was controlled, those measures were relieved, normal daily life resumed and economy picked up slowly.

Thonburi Healthcare Group PLC. (THG) was affected by the pandemic as well. Medical service business saw a revenue decrease as patient volume decreased in 2Q20, especially in a hospital that focused on foreign patients. Moreover, secondary care hospitals were more affected than tertiary care hospitals (higher medical intensity e.g. cure for cancer, brain and heart) because non-emergent care and elective cases could delay the treatment. In 2020, out-patient in THG's main hospitals⁽¹⁾ decreased by 13% and in-patient decreased by 9% YoY. After the second quarter, patient volume started to pick up because some patients cannot delay their treatments. Most patients were more comfortable and confident in cleanliness and safety measures that hospitals under THG implemented in order to avoid risks of the pandemic. Meanwhile, revenue of Jin Wellbeing County, mixed-use project with comprehensive medical service, decreased because customers delayed their decision in booking or transferring residential units due to economic uncertainties. In 2020, total transfer was 19 units.

In 4Q20, during October to November, COVID-19 situation continued to be controllable. However, in the latter half of December 2020, a new wave of COVID-19 in Thailand was reported and raised concerns among Thai people. Overall economy slightly dropped YoY and service sector continued to shrink despite domestic tourism boost from the government as it only concentrated in key cities, and inbound tourism were restricted.⁽²⁾

In 4Q20, THG saw a total revenue decrease when compared to last year but sentiments improved from the bottom in 2Q20. However, 4Q20 performance softened from a peak season in 3Q20. The concern on COVID-19 new wave in December resulted in the decrease of outpatient volume by 11% and inpatient volume by 9% when compared to last year. Nonetheless, THG efficiently handled the situation with preparations in staff, drugs and supplies arrangement, as well as measures to ensure patient safety. Although our cost increased due to medical supplies for protection, THG controlled costs and expenses to efficiently manage resources during the situation. As for healthcare solution provider business, the revenue was THB105mn. Five residential units of Jin Wellbeing County were transferred, higher than the past two quarters.

In 2020, businesses globally were affected by the crisis in different ways. Key success factor for sustainable growth is how businesses adapt to cope with changes, and THG needs that as well. For example, THG implemented cost control for a better efficiency, as well as suitable for business direction and strategies.

In 2021, it is expected that THG's business should continue to recover along with overall economy if there is no new wave of pandemic. The company expected that comprehensive accessibility of COVID-19 vaccine should restore confidence and help in economic recovery. Our upside should come from the return of overseas patients. THG focuses on revenue expansion, providing products and services to meet patient needs, regaining confidence, marketing promotion to Thai patients, and finding partners for business growth, in order to maintain financial status and efficiently manage cashflow for business.

Note (1) main hospitals include Thonburi Hospital, Thonburi 2 Hospital, Thonburi Bamrungmuang Hospital and Rajyindee Hospital.

Source (2) report on Business Conditions in 2020 Q4 and Outlook by the Bank of Thailand.

Key developments in 2020

1. Opening of Thonburi Burana Hospital

In February 2020, Thonburi Burana Hospital started its operation for 55-bed senior care, located in Jin Wellbeing County.

2. Divestment in joint venture

In March 2020, THG made a purchase and sell agreement to sell shares in a joint venture operating Welly Hospital in China to WEGO Holding Company, the existing shareholder. THG agreed to sell all shares, totaling RMB98.21mn, and recognized the transaction in 1Q20. THG booked profit from this one-time transaction of THB86mn, including a profit from selling of THB19mn and a corporate income tax of THB67mn. In separate financial statements, THG recognized a loss from the divestment of THB236mn, and a decrease in corporate income tax of THB67mn.

3. A share repurchase program for financial management

At the Board of Directors' Meeting No. 3/2020 of the Company on 3 April 2020, the Board approved the share repurchase program (Treasury Stock) for financial management within a period of six months ended on 20 September 2020. At the end of the period, THG repurchased 5.28 million shares at the price of THB19.00 - 21.30, totaling THB105.03mn.

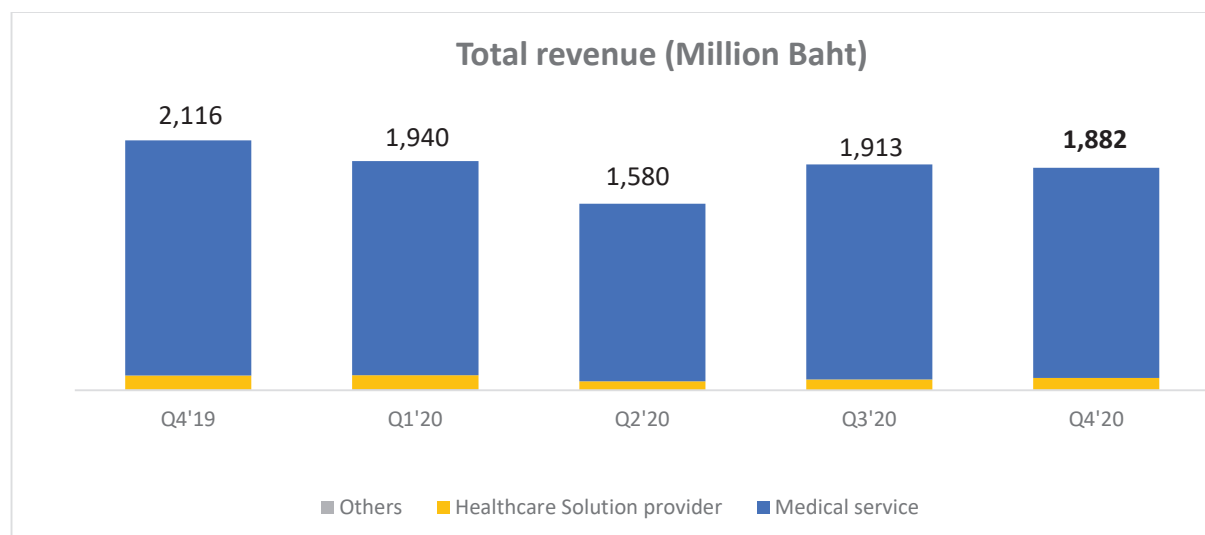
4. Capital increase in subsidiaries

At the Board of Directors' Meeting No. 4/2020 of the Company on 13 May 2020, the Board of Directors approved the additional investment in subsidiaries as follows.

Thonburi Realty Development Co., Ltd has increased in registered share capital from THB800mn to THB1,270mn. Such additional investment increases the Company's shareholding interest from 99.78% to 99.86%.

RajthaneeRealty Co.,Ltd has increased in registered share capital from THB700mn to THB1,960mn. Such additional investment did not affect to the Company's shareholding interest (hold 100%).

Summary of FY2020 performance compared to FY2019



Revenue

Total revenue was THB7,315mn, decreasing by 11.1% from THB8,232mn.

Medical Service Business had revenue of THB6,913mn, decreasing by 7.3% from THB7,461mn as COVID-19 pandemic caused a decrease in patient volume due to difficulties for foreign patient in entering Thailand for medical treatment and domestic patients avoided going to hospitals.

Healthcare solutions provider had revenue of THB386mn, decreasing by 48.9% from THB756mn due to uncertainties in economy causing a delay in decision to transfer residential units in Jin Wellbeing County. In 2020, revenue from transferring 19 units was recognized when compared to 88 units in 2019. Medical equipment business had a revenue decrease because the lockdown during COVID-19 caused customers, i.e. dental clinics, to temporary close.

Costs

Total cost was THB5,748mn, decreasing by 9.7% from THB6,366mn. Main cost was from medical service business which is THG's group core business. The costs of the 3 businesses are classified as follows:

Cost of medical service was THB5,459mn, decreasing by 6.9% from THB5,861mn. As the revenue decreased, THG managed costs, especially major ones i.e. staff cost to decrease by 13.4%, doctor fee to decrease by 4.5% and drugs and medical supplies to decrease by 10.7%, in order to align with decreasing revenue.

Cost of healthcare solutions provider was THB278mn, decreasing by 44.3% from THB492mn. It was mainly from lower costs of residential units at Jin Wellbeing County as revenue decreased.

Selling, general and administrative expenses

SG&A and management remuneration was THB1,405mn, increasing by 0.6% from THB1,397mn, but THG managed to decrease SG&A of the core business by 11%. The increasing part was from new projects opened in 2019. There was an increase of depreciation of THB72mn or by 142.1% from Thonburi Bamrungmuang Hospital, Thonburi Thungsong Hospital and Jin Wellbeing County that was completed in 3Q20.

Financial cost

It was THB281mn, increasing by 30.1% from THB216mn. It was mainly from higher loan to repay assets payables from finished projects (Jin Wellbeing County, Thonburi Burana Hospital and Thonburi Bamrungmuang Hospital). It was also from loan restructuring that short-term loan was converted to long-term loan to align with THG's long-term investment plan and to improve liquidity to support future plans.

Profit

Gross profit was THB1,567mn, decreasing by 16.0% from THB1,866mn due to significant drop in total revenue. Although we executed cost control, cost from depreciation increased by THB91mn or 57% from last year because of investment in Thonburi Bamrungmuang Hospital starting in 1Q19, construction of Thonburi Thung Song Hospital which operation starting in November 2019, construction of Thonburi Burana Hospital finished in 3Q20, and investment in space improvement and medical equipment.

Net profit – parent was THB62mn, decreasing by 86.6% from THB462mn. Net profit margin – parent decreased to 0.9% from 5.6%, mainly due to revenue decrease during COVID-19 situation.

Summary of 4Q20 performance compared to 4Q19

Total revenue was THB1,882mn, decreasing by 11.1% from THB2,116mn.

Medical Service Business had revenue of THB1,776mn, decreasing by 10.8% from THB1,992mn. It was mainly because the concern on new wave of COVID-19 in mid December, and some patients avoided coming to the hospital for non-emergent cases. In December 2020, out-patient decreased by 11% and in-patient decreased by 19% YoY.

Healthcare solutions provider had revenue of THB103mn, decreasing by 12.0% from THB117mn. In 2019, revenue from selling medical equipment to a university occurred in 4Q while in 2020, it occurred in 3Q. As for Jin Wellbeing County, in 4Q20, five residential units were transferred, equal to 4Q19.

Total cost was THB1,434mn, decreasing by 13.6% from THB1,660mn. It decreased at a lower rate than the decrease of total revenue because of an effective cost control. Main cost was from medical service business: cost of hospital business decreased by 14% YoY from the management of main costs, namely doctor fee, staff cost, as well as drugs and medical supplies.

SG&A and management remuneration was THB347mn, increasing by 15.7% mainly from the depreciation of assets in Jin Wellbeing County, completed in 3Q20. The depreciation increased by 358% YoY.

Financial cost was THB75mn, increasing by 10.3% from THB68mn as THG had more loans than last year. Nevertheless, the financial cost was monitored and controlled within an appropriate level.

Net profit – parent was THB30mn, decreasing by 63.4% from THB82mn. Net profit margin – parent decreased to 1.6% from 3.9% mainly due to the impact from COVID-19 situation.

Financial Highlights

Financial statement 4Q

	Consolidated financial statements			Separate financial statements		
<i>Profit and loss statements (million baht)</i>	4Q20	4Q19	YoY change	4Q20	4Q19	YoY change
Revenue from medical service	1,776	1,992	-10.8%	1,303	1,436	-9.3%
Revenue from Healthcare solution provider	103	117	-12.0%	-	-	-
Revenue from other businesses	3	7	-57.1%	-	-	-
Total revenue	1,882	2,116	-11.1%	1,303	1,436	-9.3%
Cost from medical service	(1,353)	(1,580)	-14.4%	(957)	(1,051)	-9.0%
Cost from Healthcare solution provider	(79)	(77)	2.6%	-	-	-
Cost from other businesses	(2)	(3)	-33.3%	-	-	-
Total cost	(1,434)	(1,660)	-13.6%	(957)	(1,051)	-9.0%
Gross profit	448	456	-1.8%	346	385	-10.2%
Selling, general and admin expenses	(347)	(300)	15.7%	(148)	(185)	-19.7%
EBITDA	344	347	-0.9%	341	344	-0.9%
Normalized EBITDA	344	347	-0.9%	341	344	-0.9%
Financial cost	(75)	(68)	10.3%	(64)	(63)	1.7%
Net profit	26	80	-67.5%	165	169	2.2%
Net profit - parent	30	82	-63.4%	165	169	2.2%

	Consolidated financial statements		Separate financial statements	
<i>Margin</i>	4Q20	4Q19	4Q20	4Q19
Gross profit margin	23.8%	21.6%	26.6%	26.8%
EBITDA margin	18.3%	16.4%	26.2%	24.0%
Normalized EBITDA margin	18.3%	16.4%	26.2%	24.0%
Net profit margin - parent	1.6%	3.9%	12.7%	11.8%
Normalized net profit margin - parent	1.6%	3.9%	12.7%	11.8%

Financial statement for the year ended

	Consolidated financial statements			Separate financial statements		
<i>Profit and loss statements (million baht)</i>	FY2020	FY2019	YoY change	FY2020	FY2019	YoY change
Revenue from medical service	6,913	7,461	-7.3%	5,129	5,606	-8.5%
Revenue from Healthcare solution provider	386	756	-48.9%	-	-	-
Revenue from other businesses	16	15	6.7%	-	-	-
Total revenue	7,315	8,232	-11.1%	5,129	5,606	-8.5%
Cost from medical service	(5,459)	(5,861)	-6.9%	(3,847)	(4,221)	-8.8%
Cost from Healthcare solution provider	(278)	(492)	-43.5%	-	-	-
Cost from other businesses	(11)	(13)	-15.4%	-	-	-
Total cost	(5,748)	(6,366)	-9.7%	(3,847)	(4,221)	-8.8%
Gross profit	1,567	1,866	-16.0%	1,282	1,385	-7.5%
Selling, general and admin expenses	(1,405)	(1,397)	0.6%	(625)	(768)	-18.6%
EBITDA	1,157	1,419	-18.5%	1,075	1,375	-21.8%
Normalized EBITDA	1,138	1,236	-7.9%	1,266	1,175	7.8%
Financial cost	(281)	(216)	30.1%	(258)	(234)	10.3%
Net profit	22	459	-95.2%	460	692	-33.5%
Normalized net profit	(63)	314	-120.1%	584	533	9.6%
Net profit - parent	62	462	-86.6%	460	692	-33.5%
Normalized net profit - parent	(23)	311	-107.4%	584	533	9.6%

	Consolidated financial statements		Separate financial statements	
<i>Margin</i>	FY2020	FY2019	FY2020	FY2019
Gross profit margin	21.4%	22.7%	25.0%	24.7%
EBITDA margin	15.8%	17.2%	21.0%	24.5%
Normalized EBITDA margin	15.6%	15.0%	24.7%	21.0%
Net profit margin - parent	0.9%	5.6%	9.0%	12.3%
Normalized net profit margin - parent	-0.3%	3.8%	11.4%	9.5%

Note: normalized values (before tax) exclude

- 1) Profit from the disposal of investment in Ratchathane PLC in 2Q19 amounting to THB278mn
- 2) Reserve for employees' benefit in 2Q19 amounting to THB96mn for Consolidated financial statements and THB78mn for separate financial statement
- 3) Profit from disposal of JV investment in Welly Hospital, China of THB19mn in 1Q20 for Consolidated financial statements and loss from the disposal of the investment of THB236mn for separate financial statement in 1Q20
- 4) Income from deferred tax from JV in Welly Hospital, China of THB67mn in 1Q20
- 5) Reverse allowance for doubtful accounts of interest receivable-related companies amounting to THB45mn in 2Q20

Financial status

Assets

As of 31 December 2020, THG had total assets of THB20,280mn, decreasing from THB20,285mn as of 31 December 2019. THG adopted new accounting standards regarding financial instruments (TAS 32 and TFRS 9) and regarding operating leases (TFRS 16) on 1 January 2020. Accumulated impact was recognized, and it was not restated. Compared details are as follows.

As of 31 December 2019	1 January 2020 onwards
Current assets - Short-term investments	Current assets - Financial assets measured at fair value through profit or loss - Financial assets measured at fair value through other comprehensive income
Current assets - Current portion of prepaid rental	Non-current assets - Right-of-use assets
Non-current assets - Long-term investments in equity securities - Other long-term investments	Non-current assets - Financial assets measured at fair value through other comprehensive income
Non-current assets - Land leasehold rights and leased buildings - Prepaid rental - Property, plant and equipment (recorded as assets under lease agreements) - Intangible assets (recorded as assets under lease agreements)	Non-current assets - Right-of-use assets

***The abovementioned items did not affect the Company's performance. It only changed some items from other comprehensive income items to be under retained earnings of THB1.27 mn, and the financial status statements increase by THB152mn. Please refer to note to financial statements number 5 for more information.**

Current assets decreased by THB5mn, comprising

Decrease of THB132mn in current assets was mainly from

- the decrease of cash and cash equivalents by THB167mn, because THG repaid the loan from assets investment to receive tax benefit.

Increase of THB128mn in non-current assets was mainly from

- the increase of property, plant and equipment by THB549mn, because THG had assets with completed construction in Jin Wellbeing County, as well as had more investment of medical equipment.
- the decrease of investment in joint venture of THB485mn, because of the divestment in Welly Hospital in China.

Liabilities

As of 31 December 2020, THG had total liabilities of THB11,949mn, increasing from THB11,503mn as of 31 December 2019. Most of them were loans from financial institutions, increasing by THB725mn, which were mainly long-term loan to repay short-term loans in restructuring of loans to match the investments. The loans were also for project developments and to repay debt of finished projects and fixed assets, mainly for Jin Wellbeing Country and Thonburi Bamrungmuang Hospital.

Equity

As of 31 December 2020, THG had total equity of THB8,331mn, decreasing from THB8,782mn as of 31 December 2019 because of 1) dividend payment 2) stock repurchase from market 3) loss from decreased price of stock investments and 4) net loss shared from Ar Yu joint venture due to foreign exchange loss

	Consolidated financial statements			Separate financial statements		
<i>Statements of financial position (million baht)</i>	End of 2020	End of 2019	Change	End of 2020	End of 2019	Change
Current assets	4,892	5,025	-2.6%	6,391	7,134	-10.4%
Non-current assets	15,388	15,260	0.8%	13,222	11,905	11.1%
Total assets	20,280	20,285	0.0%	19,613	19,039	3.0%
Current liabilities	5,043	5,127	-1.6%	4,068	3,946	3.1%
Non-current liabilities	6,906	6,376	8.3%	5,467	5,072	7.8%
Total liabilities	11,949	11,503	3.9%	9,535	9,018	5.7%
Total equity	8,331	8,782	-5.1%	10,078	10,021	0.6%

	Consolidated financial statements		Separate financial statements	
<i>Financial ratios</i>	2020	2019	2020	2019
Current ratio (times)	1.0	1.0	1.6	1.8
Return on assets (%)	1.6	4.2	3.9	6.1
Assets turnover (times)	0.4	0.5	0.3	0.3
Return on equity (%)	0.8	5.6	4.6	7.0
Debt/ equity (times)	1.5	1.3	1.0	0.9
Interest bearing debt/ EBITDA	8.7	6.3	7.9	5.7
Debt service coverage ratio	1.4	2.2	1.8	2.1
Interest coverage ratios (times)	1.2	3.7	2.9	4.7

Capital management in 2020 compared to 2019

- **Net cash generated from operating activities** was THB441mn (compared to net use of THB171mn in 2019), increasing by more than 100% because THG managed cashflow from receivables, and to payables when projects were completed, as well as reduction in cost and operating expenses.

- **Net cash used in investing activities** was THB1,022mn (compared to net used of THB2,136mn in 2019) decreasing by 52.2%. In 2020, THG paid for construction of hospital buildings and assets of THB1,536mn, and received cash from divestment in JV of THB435mn. In 2019, THG invested more in Ar Yu JV, Thonburi Bamrungmuang Hospital and Thonburi Thungsong Hospital.

- **Net cash generated from financing activities** was THB413mn (compared to net generated of THB2,228mn in 2019), decreasing by more than 100% because THG borrowed from financial institutions less than 2019 that borrowed for investment of new projects.

	Consolidated financial statements		Separate financial statements	
<i>Statement of cashflow (million baht)</i>	2020	2019	2020	2019
Net cash generated/(used) in operating activities	441	(171)	985	755
Net cash used in investing activities	(1,022)	(2,136)	(1,397)	(2,108)
Net cash generated from financing activities	413	2,228	295	1,385
Net (decrease)/increase in cash and cash	(168)	(79)	(117)	32
Cash and cash equivalents at the end of period	495	663	304	421

Report on the Board of Director's Responsibility towards the Financial Statements

Report on the Board of Director's Responsibility towards the Financial Statements

The Board of Directors recognizes the importance of the Corporate Governance Management Policy and the preparing process of the financial statement and financial information as reported in the annual report enable to ensures that the statements are prepared in accordance with the Thai generally accepted accounting standards, using appropriate and consistent accounting policy and sufficient information is disclosed in the notes to financial statements. The Board of Directors has appointed the Audit Committee, which comprises independent directors, to be responsible for the quality of financial reports and internal control. This also provide a reasonable assurance on the reliability of the financial statement and effectiveness of internal control such as safeguarding of assets connected or potential conflict of interest transactions and the compliance to applicable laws and regulations, which the Audit Committee's opinion is stated in the Audit Committee Report.

At the Board of Directors' meeting on 23 February 2021, which every Audit Committee members, management and internal audit department attended to evaluate the sufficiency of the Company's internal control system for the year 2020. The system, set by the management which compliance with the SET regulations and COSO guideline. The Board agreed with the Audit Committee that the Group's quarterly and the annual financial statement for the year 2020 (which has been audited by the external auditor) has been prepared in accordance with generally accepted accounting principles and disclosed sufficiently, accurately and reliably. In general, the internal control system of the Company and subsidiaries was fairly established and appropriate to the Company business. There were no internal control deficiencies which would affect the accuracy and reliability of financial statement and the achievement of the entity's business goal. The Board of Directors has expressed the opinion on the sufficient of the Company and subsidiaries' internal control system in "Internal Control" section.

Furthermore, the Board encourages the Management in continuous developing the Company Group's quality of internal control system, risk management and good corporate governance. The adequate and appropriate supervision should also be in place to enable the achievement of the established objective and goal.

Dr. Boon Vanasin
Chairman

Dr. Tanatip Suppradit
Acting CEO

THONBURI HEALTHCARE GROUP PUBLIC COMPANY LIMITED

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

31 DECEMBER 2020

Independent Auditor's Report

To the Shareholders and the Board of Directors of Thonburi Healthcare Group Public Company Limited

My opinion

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

What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2020;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information.

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 consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants issued by the Federation of Accounting Professions that are relevant to my audit of the consolidated and separate 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.

Emphasis of matter

I draw attention to note 6 to the consolidated and separate financial statements, which describes the accounting policies in relation to adopting the temporary exemptions announced by the Federation of Accounting Professions to relieve the impact from COVID-19 for the reporting periods ending between 1 January 2020 and 31 December 2020. My opinion is not modified in respect to this matter.

Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. I determine one key audit matter: Revenue recognition. The matter was addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.

Key audit matter	How my audit addressed the key audit matter
<p>Revenue recognition</p> <p><i>Refer to Note 6.22 'Accounting policies - Revenue recognition' to the consolidated and separate financial statements</i></p> <p>There are various types of revenue from the hospital business of the Group, such as medical treatments, doctors' fees, in-patient room, and sales of medicines and medical supplies. There are also different discount conditions applied for each agreement signed. The Group recognises revenues from the hospital business when services are rendered or when medicines and medical supplies are delivered.</p> <p>I focussed on this area because the amount of revenue from the hospital business was material to the financial statements. And there were a large number of various revenue transactions occurring every day. I also focussed on the internal controls over revenue cycle testing to support the audit of accuracy and completeness of revenue from the hospital business.</p>	<p>I assessed the overall risks in the revenue cycle and applied the following procedures by:</p> <ul style="list-style-type: none"> • Understanding the information and technology systems for the hospital business operation and accounting systems • Understanding and testing a sample of the Group's internal controls that it had designed over the revenue cycle • Testing a sample of revenue from sales and services transactions for each type of revenue carried out during the year, together with their related documents, and • Testing the journal entries relating to revenue transactions from sales and services to determine any unusual revenue transactions. <p>Based on the procedures above, I found that the Group complied with its internal controls as designed. The revenue recognition was in accordance with the accounting policy and the available evidence.</p>

Other information

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

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

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate 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 the audit committee.

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRS, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and 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 the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

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

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

PricewaterhouseCoopers ABAS Ltd.



Krit Chatchavalwong
Certified Public Accountant (Thailand) No. 5016
Bangkok
23 February 2021

Thonburi Healthcare Group Public Company Limited
Statement of Financial Position
As at 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Assets					
Current assets					
Cash and cash equivalents	12	495,381,393	662,477,914	304,192,411	420,609,717
Short-term investments at financial institutions		173,591	27,784	-	-
Financial assets measured at fair value through profit or loss	13	35,357,328	-	15,257,633	-
Financial assets measured at fair value through other comprehensive income	13	4,045,900	-	4,045,900	-
Short-term investments		-	76,281,722	-	20,448,211
Trade and other accounts receivable (net)	14	1,351,103,711	1,325,490,361	672,832,451	915,494,833
Short-term loans to related parties	44 c)	-	36,599,881	5,298,393,250	5,691,557,468
Inventories (net)	16	1,349,966,040	1,378,511,897	92,865,363	88,888,530
Cost of developing holistic care project	17	1,529,817,699	1,413,281,747	-	-
Value added tax (net)		28,390,497	25,960,171	-	-
Current portion of prepaid rental		-	3,448,287	-	-
Non-current assets classified as held-for-sale	18	83,000,000	84,162,048	-	-
Other current assets		15,090,224	18,675,379	3,445,944	199,586
Total current assets		4,892,326,393	5,024,917,191	6,391,132,952	7,134,198,345
Non-current assets					
Restricted deposits at financial institutions	19	15,463,100	8,692,289	-	-
Financial assets measured at fair value through other comprehensive income	20	601,920,408	-	547,773,239	-
Long-term investments in equity securities		-	483,905,506	-	483,905,506
Investments in associates (net)	21	583,903,397	565,681,130	432,487,302	432,487,302
Investments in subsidiaries (net)	22	-	-	7,200,016,139	5,470,016,139
Investments in joint ventures (net)	23	781,042,516	1,286,065,713	888,012,168	1,580,663,372
Other long-term investments (net)		-	170,863,465	-	116,716,296
Investment properties (net)	24	1,810,617,318	1,812,284,138	-	-
Property, plant and equipment (net)	25	8,804,725,660	8,255,633,161	4,021,071,218	3,735,648,839
Right-of-use assets (net)	26	2,331,426,686	-	38,794,478	-
Advance payment for fixed assets		24,877,520	34,860,043	5,398,411	4,636,915
Intangible assets (net)	27	229,371,615	181,961,136	77,624,874	69,483,641
Land leasehold rights and leased buildings (net)	28	-	2,232,117,700	-	10,597,260
Down payment for land leasehold rights		4,000,000	3,000,000	-	-
Deferred tax assets (net)	29	177,627,754	171,655,146	-	-
Prepaid rental		-	50,365,460	-	-
Other non-current assets (net)		22,909,895	22,790,065	633,100	631,600
Total non-current assets		15,387,885,769	15,260,074,952	13,221,810,929	11,904,786,870
Total assets		20,280,212,162	20,284,992,143	19,612,943,881	19,038,985,215

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Financial Position
As at 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Liabilities and equity					
Current liabilities					
Bank overdrafts and short-term loans from financial institutions	30	2,882,121,668	2,705,137,327	2,629,708,600	2,580,000,000
Trade and other accounts payable	31	1,097,423,862	1,597,685,887	587,630,135	693,024,828
Short-term loans from a related party	44 d)	-	-	61,200,000	-
Current portion of					
- Long-term loans from financial institutions	32	988,003,800	655,000,000	745,000,000	580,000,000
- Lease liabilities (net)	33	45,952,635	18,127,206	9,986,347	5,604,389
- Liabilities from purchase of medical tools and equipment		27,413,704	19,663,479	-	-
- Liabilities under leasehold rights		-	1,000,000	-	-
Accrued income tax		3,728,664	65,931,808	3,517,774	61,804,391
Value added tax (net)		27,957,071	26,941,176	18,988,679	12,841,454
Other current liabilities - Withholding tax payable		11,091,021	24,443,823	6,733,852	7,948,062
- Others		9,501,767	13,147,963	4,954,712	5,179,413
Total current liabilities		5,043,194,192	5,127,078,669	4,067,700,069	3,946,402,537
Non-current liabilities					
Long-term loans from financial institutions	32	5,905,312,166	5,480,812,245	5,028,914,206	4,636,777,823
Lease liabilities (net)	33	198,614,618	23,143,358	20,154,784	9,213,927
Liabilities from purchase of medical tools and equipment		75,940,328	74,233,382	-	-
Long-term payable from purchase of intangible asset		9,309,000	-	-	-
Liabilities under leasehold rights		-	61,200,000	-	-
Deferred tax liabilities (net)	29	270,580,402	283,054,412	77,183,108	77,617,688
Employee benefit obligations	34	444,480,602	447,562,090	340,707,745	348,172,692
Other non-current liabilities		1,629,650	6,419,302	165,000	160,000
Total non-current liabilities		6,905,865,766	6,376,424,789	5,467,124,843	5,071,942,130
Total liabilities		11,949,060,958	11,503,503,458	9,534,824,942	9,018,344,667

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Financial Position
As at 31 December 2020

Notes	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Liabilities and equity (Cont'd)				
Equity				
Share capital				
Authorised share capital				
849,080,000 ordinary shares of par Baht 1 each	849,080,000	849,080,000	849,080,000	849,080,000
Issued and fully paid-up share capital				
849,080,000 ordinary shares of Baht 1 each	849,080,000	849,080,000	849,080,000	849,080,000
Share premium on issue of ordinary shares (net)	6,861,242,864	6,861,242,864	6,861,242,864	6,861,242,864
Retained earnings				
Appropriated - legal reserve	112,524,039	112,524,039	112,524,039	112,524,039
Appropriated - treasury shares reserve	105,026,490	-	105,026,490	-
Unappropriated	861,664,016	1,158,459,033	1,937,641,286	1,836,340,519
Treasury shares	(105,026,490)	-	(105,026,490)	-
Surplus (deficit) from additional investments in subsidiaries	(1,099,805,884)	(1,099,805,884)	-	-
Other components of equity	310,385,753	414,127,156	317,630,750	361,453,126
Equity attributable to owners of the Company	7,895,090,788	8,295,627,208	10,078,118,939	10,020,640,548
Non-controlling interests	436,060,406	485,861,477	-	-
Total equity	8,331,151,194	8,781,488,685	10,078,118,939	10,020,640,548
Total liabilities and equity	20,280,212,152	20,284,992,143	19,612,943,881	19,038,985,215

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statements of Comprehensive Income
For the year ended 31 December 2020

Notes	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Revenues				
Revenue from hospital operations	6,279,132,982	6,750,091,809	4,701,548,539	5,161,073,226
Revenue from sales of goods	271,485,193	317,815,344	-	-
Revenue from other services	664,936,669	735,926,071	427,669,880	444,827,162
Revenue from sales of condominium unit	99,244,915	428,325,994	-	-
Cost of hospital operations	(4,890,263,273)	(5,234,688,290)	(3,432,239,821)	(3,783,562,713)
Cost of goods sold	(188,990,056)	(202,629,791)	-	-
Cost of other services	(607,045,615)	(647,095,777)	(415,195,246)	(437,370,266)
Cost of condominium unit sold	(61,468,122)	(281,261,233)	-	-
Gross profit	1,567,034,671	1,866,484,127	1,281,783,352	1,384,967,409
Other income	131,600,283	416,453,536	331,859,843	591,486,708
Profit before expense	1,698,634,954	2,282,937,663	1,613,643,195	1,976,454,117
Selling expenses	(224,565,446)	(223,529,243)	(68,212,471)	(73,434,112)
Administrative expenses	(1,180,126,566)	(1,173,580,621)	(556,939,909)	(894,986,099)
Loss on impairment of investment in joint venture and other long-term investments	-	(2,384,978)	-	(102,394,978)
Loss from measurement of investment in joint venture before reclassified to non-current assets classified as held-for-sale	-	-	(236,158,221)	-
Other gains (losses)	-	-	-	-
- Net gains (loss) on exchange rate	7,627,249	(7,854,674)	9,009,042	(10,109,841)
Other expenses	(5,996,159)	(2,362,891)	(3,924,787)	(604,781)
Finance costs	(280,939,000)	(216,083,581)	(257,827,029)	(233,540,236)
Share of profit from investments in associates	32,335,722	50,594,633	-	-
Share of profit (loss) from investments in joint ventures	2,278,480	(117,850,009)	-	-
Profit before income tax	49,249,244	589,886,299	499,559,820	861,394,060
Income tax	(26,434,303)	(130,119,924)	(39,531,196)	(169,107,060)
Profit for the year	22,814,941	459,766,375	460,058,664	692,287,000

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statements of Comprehensive Income
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020 Baht	2019 Baht	2020 Baht	2019 Baht
Other comprehensive income					
Item that will not be subsequently reclassified to profit or loss					
- Remeasurements of employee benefit obligations		-	6,581,882	-	16,636,366
- Unrealised loss on measurement fair value of financial assets	13, 20	(53,659,767)	(93,403,791)	(53,659,767)	(92,590,582)
- Share of other comprehensive income of joint ventures accounted for using the equity method	23 b)	(59,450,201)	63,919,947	-	-
- Income tax relating to components of other comprehensive income	29	10,731,953	17,364,382	10,731,953	15,190,843
Other comprehensive income (expense) for the year - net of tax		(102,378,015)	(5,537,580)	(42,927,814)	(60,763,373)
Total comprehensive income (expense) for the year		(79,563,074)	454,228,795	417,130,850	631,523,627
Profit (loss) attributable to:					
Owners of the parent		62,426,884	462,387,421	460,058,664	692,287,000
Non-controlling interests		(39,611,943)	(2,621,046)	-	-
		22,814,941	459,766,375	460,058,664	692,287,000
Total comprehensive income (expense) attributable to:					
Owners of the parent		(39,951,131)	460,793,656	417,130,850	631,523,627
Non-controlling interests		(39,611,943)	(6,564,861)	-	-
		(79,563,074)	454,228,795	417,130,850	631,523,627
Basic earnings per share					
Basic earnings per share to attributable to owners of the parent (Baht)	43	0.07	0.55	0.54	0.82
Weighted average number of ordinary shares (shares)		846,055,999	849,080,000	846,055,999	849,080,000

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Changes in Equity
For the year ended 31 December 2020

Consolidated financial statements (Baht)													
		Attributable to owners of the parent											
		Other components of equity											
		Other comprehensive income											
		Share of other											
				Surplus		Unrealised		Income of		Income tax			
				(deficit) from		gain (loss) on		joint ventures		relating to			
				additional		measurement of		accounted for		components			
				investments in		financial assets		using the		comprehensive			
				subsidiaries				equity method		income			
				Unappropriated						Total other			
				Appropriated -						components of			
				legal reserve						equity			
		Share								Total			
		premium								owners of			
		on ordinary								the parent			
		shares								controlling			
										interests			
										Total			
Notes		Authorised, issued and fully paid-up share capital	849,080,000	6,861,242,864	112,524,039	1,066,997,493	527,929,820	(13,961,478)	(87,087,302)	426,881,040	8,216,919,552	508,964,985	8,725,884,537
Opening balance as at 1 January 2019													
Changes in equity for the year 2019													
	37	-	-	-	-	(382,086,000)	-	-	-	-	(382,086,000)	-	(382,086,000)
Dividend payment													
increase (decrease) in non-controlling													
interests from													
	38	-	-	-	-	-	-	-	-	-	-	(16,673,937)	(16,673,937)
- dividend payment of subsidiary													
	38	-	-	-	-	-	-	-	-	-	-	135,290	135,290
- liquidation of subsidiary													
Total comprehensive income for the year													
		-	-	-	-	473,547,540	(93,052,259)	63,919,947	16,378,428	(12,753,884)	460,793,656	(6,564,861)	454,228,795
Closing balance as at 31 December 2019													
		849,080,000	6,861,242,864	112,524,039	1,158,459,033	434,877,561	49,958,469	(70,708,874)	414,127,156	8,295,627,208	485,861,477	8,781,488,685	

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Changes in Equity

For the year ended 31 December 2020

Consolidated financial statements (Baht)												
	Notes	Attributable to owners of the parent						Other components of equity				
								Share of other				
								Surplus (deficit) from additional investments in subsidiaries	Unrealised gain (loss) on measurement of available-for-sale investments	Income of joint ventures accounted for using the equity method	Income tax relating to components of other comprehensive income	Total other components of equity
Authorised, issued and fully paid-up share capital		Share premium on ordinary shares	Appropriated - legal reserve	Retained earnings - Appropriated - treasury shares reserve	Unappropriated	Treasury shares						
849,080,000		6,861,242,864	112,524,039	-	1,158,459,033	-	(1,099,805,884)	434,877,561	49,958,469	(70,708,874)	8,295,627,208	485,861,477
-	5	-	-	-	1,266,011	-	-	(1,266,011)	-	-	(1,266,011)	-
849,080,000		6,861,242,864	112,524,039	-	1,159,725,044	-	(1,099,805,884)	433,611,550	49,958,469	(70,708,874)	8,295,627,208	485,861,477
-	37	-	-	-	(254,724,000)	-	-	-	-	-	(254,724,000)	(254,724,000)
-	35	-	-	-	-	(105,026,490)	-	-	-	-	(105,026,490)	(105,026,490)
-	35	-	-	105,026,490	(105,026,490)	-	-	-	-	-	-	-
-		-	-	-	195,408	-	-	(121,721)	-	24,344	98,031	98,031
-		-	-	-	-	-	-	-	-	-	-	-
-	38	-	-	-	-	-	-	-	-	-	(11,121,958)	(11,121,958)
-	38	-	-	-	(932,830)	-	-	-	-	-	(932,830)	(932,830)
-		-	-	-	62,426,884	-	-	(53,659,767)	(59,450,201)	10,731,953	(39,951,131)	(39,951,131)
849,080,000		6,861,242,864	112,524,039	105,026,490	861,664,016	(105,026,490)	(1,099,805,884)	379,930,062	(9,491,732)	(59,952,577)	7,895,090,788	485,861,477
Closing balance as at 31 December 2020												8,331,151,194

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Changes in Equity
For the year ended 31 December 2020

Separate financial statements (Baht)												
		Other components of equity										
		Other comprehensive income										
		Income tax relating to components			Unrealised gain (loss) on measurement of financial assets		comprehensive income		Total other components of equity			
Notes	Authorised, issued and fully paid-up share capital	Share premium on ordinary shares	Appropriated - legal reserve	Appropriated - treasury shares reserve	Unappropriated	Treasury shares	Unrealised gain (loss) on measurement of financial assets	comprehensive income			Total other components of equity	Total equity
	849,080,000	6,861,242,864	112,524,039	-	1,509,503,153	-	526,969,005	(88,116,140)	438,852,865		9,771,202,921	
37	-	-	-	-	(382,086,000)	-	-	-	-		(382,086,000)	
	-	-	-	-	708,923,366	-	(92,590,582)	15,190,843	(77,399,739)		631,523,627	
	849,080,000	6,861,242,864	112,524,039	-	1,836,340,519	-	434,378,423	(72,925,297)	361,453,126		10,020,640,548	
	849,080,000	6,861,242,864	112,524,039	-	1,836,340,519	-	434,378,423	(72,925,297)	361,453,126		10,020,640,548	
5	-	-	-	-	797,185	-	(797,185)	-	(797,185)		-	
	849,080,000	6,861,242,864	112,524,039	-	1,837,137,704	-	433,581,238	(72,925,297)	360,655,941		10,020,640,548	
37	-	-	-	-	(254,724,000)	-	-	-	-		(254,724,000)	
35	-	-	-	-	-	(105,026,490)	-	-	-		(105,026,490)	
35	-	-	-	105,026,490	(105,026,490)	-	-	-	-		-	
	-	-	-	-	195,408	-	(121,721)	24,344	(97,377)		98,031	
	-	-	-	-	460,058,664	-	(53,659,767)	10,731,953	(42,927,814)		417,130,850	
	849,080,000	6,861,242,864	112,524,039	105,026,490	1,937,641,286	(105,026,490)	379,799,750	(62,169,000)	317,630,750		10,078,118,939	

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Cash Flows
For the year ended 31 December 2020

Notes	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cash flows from operating activities				
Profit before income tax	49,240,244	589,866,299	499,593,820	861,394,060
Adjustments				
Allowance for (reversal of)				
- expected credit loss (2019 : doubtful accounts) - in				
trade and other accounts receivable	34,795,523	21,408,875	19,115,037	17,337,216
- doubtful accounts in interest receivable	-	-	(44,661,600)	-
- obsolete inventories	(260,669)	(446,304)	(5,003)	(403,353)
- impairment of property, plant and equipment	724,053	(4,819,175)	-	-
- impairment of other long-term investment	-	2,884,278	-	2,384,378
- impairment of investment in joint ventures	-	-	-	100,000,000
- impairment of intangible assets	18,186	-	-	-
- measurement of investment in joint venture before				
reclassified to non-current assets classified				
as held-for-sale	-	-	236,159,221	-
Loss on write-off of deposit	1,384,652	-	-	-
Gain on disposal of financial assets measured at fair value	(19,142)	-	-	-
(Gain) loss on disposal of				
- short-term investments	-	(2,828,290)	-	-
- long-term investments in equity securities	-	(277,881,369)	-	(277,881,369)
Gain from measurement of non-current assets				
classified as held-for-sale	(18,841,497)	-	-	-
Realised gain on measurement of financial assets				
measured at fair value through profit or loss	(101,974)	-	(65,322)	-
Unrealised gain on exchange rate from cash and cash equivalents	(11,956)	-	(11,956)	-
Unrealised loss on exchange rate from short-term loans to				
and interest receivable	-	3,632,321	-	3,632,321
Realised gain on exchange rate from proceeds of				
short-term loans to related companies	(3,003,119)	-	(3,003,119)	-
Realised loss on exchange rate from proceeds of disposal of				
investment in joint venture	11,862,001	-	11,862,001	-
Loss from liquidation of investment in a subsidiary	-	135,290	-	-
Share of profit from investments in associates	(32,335,722)	(50,594,633)	-	-
Share of (profit) loss from investments in joint ventures	(2,278,490)	117,850,009	-	-
Bad debts	230,344	7,238,793	213,500	7,238,793
Depreciation	799,336,746	463,875,808	304,881,986	268,014,061
Amortisation	27,240,617	146,949,254	12,609,302	11,742,370
Amortisation of prepaid rental	-	3,448,287	-	-
Net (gain) loss on disposal of property, plant and equipment	(855,484)	(532,101)	(227,222)	348,591
Loss on write-off of property, plant and equipment	5,973,078	8,139,136	3,924,781	338,194
Loss on write-off of investment properties	2,012	-	-	-
Loss on write-off of intangible assets	33,300	-	-	-
Gain on disposal of non-current assets				
classified as held-for-sale	(3,068,577)	-	-	-
Employee benefit obligations	44,801,405	146,545,558	22,993,053	116,467,159
Dividend income	(28,351,439)	(32,340,136)	(85,143,036)	(74,135,007)
Interest income	(6,807,325)	(5,987,771)	(165,095,319)	(163,109,615)
Finance costs	280,989,000	216,863,381	257,827,029	233,540,236
	1,161,162,294	1,336,148,609	1,041,061,063	1,086,009,238

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Cash Flows
For the year ended 31 December 2020

Note	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Changes in operating assets and liabilities				
(excluding the effects of acquisition and				
disposal of subsidiaries)				
Trade and other accounts receivable	(66,263,838)	(477,389,923)	(59,732,887)	(32,632,515)
Inventories	28,826,926	(244,357,607)	(7,071,830)	(4,205,450)
Cost of developing holistic care project	(116,535,852)	(99,403,443)	-	-
Other current assets	6,667,634	(1,769,586)	(3,246,358)	2,212,353
Other non-current assets	3,160,758	(4,927,949)	(1,500)	(99,422)
Trade and other accounts payable	(143,391,764)	(250,033,393)	(138,732,044)	5,371,564
Value added tax	(1,414,431)	(9,447,009)	6,147,225	352,015
Other current liabilities	(16,898,068)	11,526,437	(1,438,911)	1,347,826
Other non-current liabilities	(4,789,652)	(1,256,915)	5,000	-
Employee benefit obligations paid	(47,882,893)	(20,282,078)	(30,458,000)	(22,275,566)
	34			
Cash generated from operating activities	898,839,884	241,717,153	898,531,758	1,036,980,913
Interest income received	6,835,466	2,261,627	521,831,949	125,640,792
Finance costs paid	(268,405,994)	(202,408,014)	(258,326,610)	(225,376,694)
Income tax paid	(104,412,877)	(212,834,119)	(87,533,246)	(182,842,549)
Net cash generated from (used in) operating activities	440,956,469	(171,263,353)	984,603,851	754,602,462

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

Thonburi Healthcare Group Public Company Limited
Statement of Cash Flows
For the year ended 31 December 2020

Thonburi Healthcare Group Public Company Limited
Statement of Cash Flows
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020		2019	
		Baht	Baht	Baht	Baht
Cash flows from investing activities					
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	28	156,884,341	(35,724,336)	48,768,600	(3,000,000)
Short-term loans from related companies					
- proceeds	44 d)	-	-	175,200,000	15,000,000
- payments	44 d)	-	-	(114,000,000)	(15,000,000)
Long-term loans from financial institutions					
- proceeds	32	1,163,700,000	3,120,000,000	900,000,000	2,200,000,000
- payments	32	(438,280,524)	(425,000,000)	(345,000,000)	(425,000,000)
Cash payments for front-end fee		(460,000)	(4,750,000)	-	(3,650,000)
Lease liabilities payments - principle		(52,726,081)	(4,873,183)	(9,514,466)	(3,310,371)
- interest		(14,911,467)	-	(1,173,125)	-
Liabilities from purchase of medical tools and equipment - payments		(29,900,328)	(24,590,880)	-	-
Cash payments for treasury shares	35	(105,026,400)	-	(105,026,400)	-
Dividends paid		(254,517,550)	(379,865,866)	(254,517,550)	(379,865,866)
Dividends paid to non-controlling interests		(11,504,142)	(16,760,086)	-	-
Net cash generated from financing activities		413,357,759	2,228,435,649	295,676,969	1,385,173,783
Net increase (decrease) in cash and cash equivalents		(167,108,477)	(79,026,162)	(116,429,262)	32,024,222
Cash and cash equivalents at the beginning of the year		662,477,914	741,504,076	420,609,717	386,585,495
Unrealised gain on exchange rate from cash and cash equivalents		11,866	-	11,866	-
Cash and cash equivalents at the end of the year		495,381,303	662,477,914	304,192,411	420,609,717

	Notes	Consolidated financial statements		Separate financial statements	
		2020		2019	
		Baht	Baht	Baht	Baht
Cash flows from investing activities					
Increase in short-term investments at financial institutions (increase) decrease in restricted deposits at financial institutions		(145,807)	(5,426)	-	-
Financial assets measured at fair value through profit or loss - proceeds		(6,770,811)	14,158	-	-
- payments		55,960,880	-	-	-
- proceeds		(20,000,000)	-	-	-
Short-term investment - payments		-	165,895,540	-	-
- proceeds		-	(85,000,000)	-	-
Long-term investments in equity securities - proceeds		-	283,027,276	-	283,027,276
Financial assets measured at fair value through other comprehensive income					
- payments	20	(23,853)	-	(23,853)	-
- proceeds		534,525	-	534,525	-
Other long-term investments - payments		-	(800,707)	-	(800,707)
Investments in associates - payments		-	(51,797,802)	-	(51,797,802)
Investments in subsidiaries - payments	22 b)	-	-	(1,730,000,000)	(150,000,000)
Investments in joint ventures - payment	23 b)	-	(251,542,719)	-	(251,542,719)
Cash payments for down payment for land leasehold rights		(1,000,000)	(32,600,000)	-	-
Liabilities under land leasehold rights - payments		(1,000,000)	-	-	-
Cash payments for purchase of					
- property, plant and equipment		(1,536,047,786)	(2,128,466,417)	(673,261,703)	(320,300,543)
- intangible assets		(48,002,105)	(75,664,717)	(15,051,180)	(8,092,562)
Proceeds from disposal of land under non-current assets classified as held-for-sale		3,807,563	-	-	-
Proceeds from disposal of investment in joint venture		434,530,982	-	434,530,982	-
Under non-current assets classified as held-for-sale					
Proceeds from disposal of property, plant and equipment (net) and intangible assets (net)		15,773,890	1,415,206	4,358,982	392,211
Short-term loans to related companies					
- proceeds	44 c)	50,603,000	-	1,367,167,337	820,019,658
- payments	44 c)	(11,000,000)	-	(871,000,000)	(2,502,000,000)
Dividend received from investments in subsidiaries, associates, other companies and investments in equity securities		41,356,766	51,517,152	86,034,828	73,243,215
Net cash used in investing activities		(1,021,422,735)	(2,136,198,458)	(1,396,710,082)	(2,107,751,993)

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

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Thonburi Healthcare Group Public Company Limited
Statement of Cash Flows
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Thonburi Healthcare Group Public Company Limited
Notes to the Consolidated and Separate Financial Statements
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Non-cash transactions					
Receivable from disposals of fixed assets		22,500	22,500	-	-
Advance payment for fixed assets transfer to other accounts receivable		1,484,255	-	-	-
Payables from purchase of property, plant and equipment during the year	31	103,433,305	470,032,635	68,508,859	45,345,642
Payables from purchase of intangible assets during the year	31	38,548,231	1,982,534	5,414,735	132,680
Payables from purchase of land and leasehold rights		-	61,200,000	-	-
Payables from purchase of fixed asset under finance lease liabilities (net)		-	128,781,882	-	6,729,059
Payables from purchase of intangible asset under finance lease liabilities (net)		-	669,882	-	-
Dividend payable	31	14,699,190	14,814,324	14,624,729	14,418,279
Retention payable	31	140,650,177	141,400,885	12,833,471	6,338,752
Transfer land to cost of developing holistic care project	25	-	6,704,860	-	-
Transfer land to inventories	25	-	6,782,889	-	-
Transfer from right-of-use assets to property, plant and equipment (net)	25, 26	24,270	-	-	-
Transfer fixed assets to intangible assets	24, 25	10,079,163	-	-	-
Transfer fixed assets to right-of-use assets from adoption of new financial reporting TFRS 16	25	38,706,519	-	14,156,935	-
Transfer advance payment for fixed assets to					
- intangible assets	24	853,860	-	417,300	488,850
- property, plant and equipment	25	114,133,426	160,887,796	7,567,006	373,976
Change in liabilities arising from financing activities					
Lease liabilities (net)					
- as at 1 January	33	41,270,564	-	14,818,316	-
- adjusted items from adoption of TFRS	26	152,126,319	-	22,253,404	-
- additions during the period	26	49,068,204	-	2,563,877	-
- lease modifications and reassessments	26	(11,820,245)	-	-	-
- reclassified from trade and other accounts payable	5	5,457,492	-	-	-
- reclassified from liabilities under land leasehold rights	5	61,200,000	-	-	-
- cash payments		(52,726,081)	-	(9,514,486)	-
- as at 31 December	33	244,567,253	-	30,121,131	-

The accompanying notes on pages 18 to 101 are an integral part of these consolidated and separate financial statements.

1 General information

Thonburi Healthcare Group Public Company Limited ("the Company") is a public company which listed in the Stock Exchange of Thailand. The Company is incorporated and domiciled in Thailand. The addresses of the Company's registered offices are as follows:

Head office : 34/1, Issaraphap Road, Banchanglor, Bangkoknoi, Bangkok 10700
 Branch 1 : 43/4, Borommaratchachonani Road, Salathamasop, Thawiwathana, Bangkok 10170
 Branch 2 : 18, Anuphaphuketkarn Road, Taladyai, Mueang Phuket, Phuket 83000
 Branch 3 : 261/40 Moo 10, Nongprue, Banglamung, Chonburi 20150

The Company's principal business operation is to provide hospital operations. The Company's subsidiaries' principal business operations are described in Note 22. For reporting purpose, the Company and its subsidiaries are referred as "the Group".

The consolidated and separate financial statements were authorised for issue by the Board of Directors on 23 February 2021.

2 Significant events during the current period

After the outbreak of Coronavirus Disease 2019 ("COVID-19 outbreak") in early 2020, it has affected the operating results for the year ended 31 December 2020, especially on the Hospital operations business and Healthcare solution provider business which have increased costs from the use of anti-infection medical tools while the number of patients decreased.

With a series of precautionary measures continued to be implemented across regions with certain level of restrictions and controls over the travelling of people and traffic arrangements, it impacts especially the hospital that targets international patients, and also the secondary hospitals which were more affected than the tertiary hospitals curing complex diseases i.e., Cancer, Neuro and Heart due to reluctance of patients to visit the hospital with non-urgent cases. It also resulted in the decrease in number of customers from sales of condominium unit due to reluctance in making purchase decisions on account of the current economic uncertainty. Overall, it results in lower revenues from operation of the Group. However, the Group is paying close attention to the development of the COVID-19 outbreak, evaluating its impacts on the operation together with continuing ways to deal with the issue through expanding domestic customer base, controlling costs and expenses, and managing resources effectively.

3 Basis of preparation

The consolidated and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards ("TFRS") and the financial reporting requirements issued under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except where otherwise disclosed in the accounting policies.

The preparation of the consolidated and separate financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, and areas where assumptions and estimates are significant to the consolidated and separate financial statements are discussed in Note 9.

Comparative figures have been reclassified to conform to changes in presentation in the current year.

An English version of the consolidated and separate financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

4 New and amended financial reporting standards

4.1 New and amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2020 and relevant to the Group

a) Financial instruments

The new financial standards relate to financial instruments are as follows:

TAS 32	Financial Instruments: Presentation
TFRS 7	Financial Instruments: Disclosures
TFRS 9	Financial Instruments
TFRIC 16	Hedges of a net investment in a foreign operation
TFRIC 19	Extinguishing financial liabilities with equity instruments

The new financial reporting standards related to financial instruments introduce new classification and measurement requirements for financial instruments as well as provide derecognition guidance on financial assets and financial liabilities. The new guidance also provides an option for the Group to apply hedge accounting to reduce accounting mismatch between hedged item and hedging instrument. In addition, the new rule provides detailed guidance on financial instruments issued by the Group whether it is a liability or an equity. Among other things, they require extensive disclosure on financial instruments and related risks.

The new classification requirements of financial assets require the Group to assess both i) business model for holding the financial assets; and ii) cash flow characteristics of the asset whether the contractual cash flows represent solely payments of principal and interest (SPPI). The classification affects the financial assets measurement. The new guidance requires assessment of impairment of financial assets as well as contract assets and recognition of expected credit loss from initial recognition.

On 1 January 2020, the Group has adopted the financial reporting standards related to financial instruments in its financial statements. The impact from the first-time adoption has been disclosed in Note 5.

b) TFRS 16, Leases

Where the Group is a lessee, TFRS 16, Leases will result in almost all leases being recognised on the balance sheet as the distinction between operating and finance leases is removed. A right-of-use asset and a lease liability will be recognised, with exception on short-term and low-value leases.

On 1 January 2020, the Group has adopted the new lease standard in its financial statements. The impact from the first-time adoption has been disclosed in Note 5.

c) Amendment to TAS 12, Income tax

Amendment to TAS 12, Income tax clarified that the income tax consequences of dividends of financial instruments classified as equity should be recognised according to where the past transactions or events that generated distributable profits were recognised.

d) Amendment to TAS 19, Employee benefits (plan amendment, curtailment or settlement)

Accounting for defined benefit plan amendments, curtailments and settlements that the updated assumptions on the date of change are applied to determine current service cost and net interest for the remainder of the reporting period after the plan amendment, curtailment or settlement.

e) Amendment to TAS 23, Borrowing costs

Amendment to TAS 23, Borrowing costs clarified that if a specific borrowing remains outstanding after the related qualifying asset is ready for its intended use or sale, it becomes part of general borrowings.

f) Amendment to TAS 28, Investments in associates and joint ventures (long-term interests in associates and joint ventures)

Amendment to TAS 28, Investments in associates and joint ventures (long-term interests in associates and joint ventures) clarified the accounting for long-term interests in an associate or joint venture, which is in substance form part of the net investment in the associate or joint venture, but to which equity accounting is not applied. The Group must account for such interests under TFRS 9, Financial Instruments before applying the loss allocation and impairment requirements in TAS 28, Investments in associates and joint ventures.

g) Amendment to TFRS 3, Business combinations

Amendment to TFRS 3, Business combinations clarified that obtaining control of a business that is a joint operation is a business combination achieved in stages. The previously held interest is therefore re-measured.

- h) **TFRIC 23, Uncertainty over income tax treatments** explained how to recognise and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. In particular, it discusses:
- that the Group should assume a tax authority will examine the uncertain tax treatments and have full knowledge of all related information, i.e. that detection risk should be ignored.
 - that the Group should reflect the effect of the uncertainty in its income tax accounting when it is not probable that the tax authorities will accept the treatment.
 - that the judgements and estimates made must be reassessed whenever circumstances have changed or there is new information that affects the judgements.

4.2 New and amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2021 and relevant to the Group

Certain amended financial reporting standards have been issued that are not mandatory for current reporting period and have not been early adopted by the Group.

a) Revised Conceptual Framework for Financial Reporting

- Added the following key principles and guidance:
- Measurement basis, including factors in considering difference measurement basis
 - Presentation and disclosure, including classification of income and expenses in other comprehensive income
 - Definition of a reporting entity, which may be a legal entity, or a portion of an entity
 - Derecognition of assets and liabilities

The amendment also includes the revision to the definition of an asset and liability in the financial statements, and clarification to the prominence of stewardship in the objective of financial reporting.

- b) **Amendment to TFRS 3, Business combinations** amended the definition of a business which requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers and to exclude returns in the form of lower costs and other economic benefits.

- c) **Amendment to TFRS 9, Financial instruments and TFRS 7, Financial instruments: disclosures** amended to provide relief from applying specific hedge accounting requirements to the uncertainty arising from interest rate benchmark reform such as IBOR. The amendment also requires disclosure of hedging relationships directly affected by the uncertainty.

- d) **Amendment to TAS 1, Presentation of financial statements and TAS 8, Accounting policies, changes in accounting estimates and errors** amended to definition of materiality. The amendment allows for a consistent definition of materiality throughout the Thai Financial Reporting Standards and the Conceptual Framework for Financial Reporting. It also clarified when information is material and incorporates some of the guidance in TAS 1 about immaterial information.

4.3 Amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2022 and relevant to the Group

Certain amended financial reporting standards have been issued that are not mandatory for current reporting period and have not been early adopted by the Group.

- Amendment to TFRS 16, Leases** amended to include a practical expedient for leases that are modified as a direct consequence of IBOR reform (e.g. replacement of THBFX as a benchmark interest rate due to the cancellation of LIBOR) for lessee to remeasure the lease liability by discounting the revised lease payments using a discount rate that reflects the change in the interest rate. An early application of the amendment is permitted.

The Group and the Company has chosen not to early adopt the exemption for the current reporting period.

5 Impacts from initial application of the new and revised financial reporting standards

This note explains the impact of the adoption of TAS 32 Financial Instruments: Presentation, TFRS 7 Financial Instruments: Disclosure, TFRS 9 Financial Instruments and TFRS 16 Leases on the Group's consolidated financial statements and the Company's separate financial statements. The new accounting policies applied from 1 January 2020 were disclosed in Note 6.

The Group and the Company have adopted those accounting policies from 1 January 2020 by applying the modified retrospective approach. The comparative figures have not been restated. The reclassifications and the adjustments arising from the changes in accounting policies were therefore recognised in the statement of financial position as of 1 January 2020.

Thonburi Healthcare Group Public Company Limited
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The impact of first-time adoption of new financial reporting standards on the consolidated and separate statements of financial position are as follows:

Statement of Financial Position	Consolidated financial statements			
	TAS 32 and TFRS 9		TFRS 16	
	As at 31 December 2019 Baht	Reclassifications and adjustments (Note 5.1) Baht	Reclassifications and adjustments (Note 5.2) Baht	As at 1 January 2020 Baht
Assets				
Current assets				
Short-term investments	76,281,722	(76,281,722)	-	-
Financial assets measured at fair value through profit or loss	-	71,024,822	-	71,024,822
Financial assets measured at fair value through other comprehensive income	-	5,256,900	-	5,256,900
Current portion of prepaid rental	3,448,287	-	(3,448,287)	-
	79,730,009	-	(3,448,287)	76,281,722
Non-current assets				
Long-term investments in equity securities	483,905,506	(483,905,506)	-	-
Other long-term investments (net)	170,863,465	(170,863,465)	-	-
Financial assets measured at fair value through other comprehensive income	-	654,768,971	-	654,768,971
Property, plant and equipment (net)	8,255,833,161	(38,706,519)	-	8,217,126,642
Right-of-use assets (net)	-	2,477,404,202	-	2,477,404,202
Intangible assets (net)	181,961,136	-	(639,917)	181,321,219
Land leasehold rights and leased buildings (net)	2,232,117,700	(2,232,117,700)	-	-
Prepaid rental	50,365,460	-	(50,365,460)	-
	11,375,046,428	-	155,574,606	11,530,621,034
Total assets affected	11,454,776,437	-	152,126,319	11,606,902,756
Liabilities and equity				
Current liabilities				
Trade and other accounts payable	1,597,685,887	-	(5,457,482)	1,592,228,395
Current portions of - lease liabilities (net)	18,127,206	-	24,640,932	42,768,138
	1,615,813,093	-	19,183,440	1,634,996,533
Non-current liabilities				
Lease liabilities (net)	23,143,358	-	194,142,879	217,286,237
Liabilities under land leasehold rights	61,200,000	-	(61,200,000)	-
	84,343,358	-	132,942,879	217,286,237
Total liabilities affected	1,700,156,451	-	152,126,319	1,852,282,770
Equity				
Retained earnings	1,158,459,033	1,266,011	-	1,159,725,044
Unappropriated Other components of equity	414,127,156	(1,266,011)	-	412,861,145
Total equity affected	1,572,586,189	-	-	1,572,586,189
Total liabilities and equity affected	3,272,742,640	-	152,126,319	3,424,868,959

Thonburi Healthcare Group Public Company Limited
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Statement of Financial Position	Separate financial statements			
	TAS 32 and TFRS 9		TFRS 16	
	As at 31 December 2019 Baht	Reclassifications and adjustments (Note 5.1) Baht	Reclassifications and adjustments (Note 5.2) Baht	As at 1 January 2020 Baht
Assets				
Current assets				
Short-term investments	20,448,211	(20,448,211)	-	-
Financial assets measured at fair value through profit or loss	-	15,191,311	-	15,191,311
Financial assets measured at fair value through other comprehensive income	-	5,256,900	-	5,256,900
	20,448,211	-	-	20,448,211
Non-current assets				
Long-term investments in equity securities	483,905,506	(483,905,506)	-	-
Other long-term investments (net)	116,716,296	(116,716,296)	-	-
Financial assets measured at fair value through other comprehensive income	-	600,621,802	-	600,621,802
Property, plant and equipment (net)	3,735,648,839	-	(14,156,955)	3,721,491,884
Right-of-use assets (net)	-	-	47,007,619	47,007,619
Land leasehold rights and leased buildings (net)	10,597,260	-	(10,597,260)	-
	4,346,867,901	-	22,253,404	4,369,121,305
Total assets affected	4,367,316,112	-	22,253,404	4,389,569,516
Liabilities and equity				
Current liabilities				
Current portions of - lease liabilities (net)	5,604,389	-	2,868,025	8,472,414
	5,604,389	-	2,868,025	8,472,414
Non-current liabilities				
Lease liabilities (net)	9,213,927	-	19,385,379	28,599,306
	9,213,927	-	19,385,379	28,599,306
Total liabilities affected	14,818,316	-	22,253,404	37,071,720
Equity				
Retained earnings	1,836,340,519	797,185	-	1,837,137,704
Unappropriated Other components of equity	361,453,126	(797,185)	-	360,655,941
Total equity affected	2,197,793,645	-	-	2,197,793,645
Total liabilities and equity affected	2,212,611,961	-	22,253,404	2,234,865,365

Impact on segment disclosures

Segment assets and segment liabilities which are increased as a result of the change in accounting policy as at 1 January 2020 are as follows:

	Segment assets Baht	Segment liabilities Baht
Hospital operations	23,952,373	23,952,373
Hospital management	266,112	266,112
Healthcare solution provider	126,457,148	126,457,148
Development and sales of hospital operation software	1,450,686	1,450,686
	152,126,319	152,126,319

5.1 Financial instrument

On 1 January 2020 (the date of initial application), the management has assessed which business models apply to the financial assets and financial liabilities, and has classified its financial instruments into the appropriate IFRS 9 categories below.

- Classify investment in debt securities as financial assets measured at fair value through profit or loss. As at 1 January 2020, the Group has debt securities measured at cost in consolidated and separate financial statement of Baht 39.50 million and Baht 14.19 million, respectively. These securities will be remeasured to fair value through profit or loss. The Group and the Company adjusted unrecognised gain on measurement of fair value (net of tax) as at 1 January 2020 in the consolidated and separate financial statement of Baht 1.27 million and Baht 0.80 million, respectively from other comprehensive income to retained earnings.
- Classify investment in equity securities and investments in ordinary shares as financial assets measured at fair value through other comprehensive income. Due to the effects of COVID-19 outbreak, the Group is unable to find appropriate information and assumptions used in determining the fair value of financial assets - investment in equity of non-listed companies. Therefore, the Group applied the temporary exemptions measures for additional accounting practice that announced by TFAC for the reporting year ended 31 December 2020.

Impairment of financial assets

The Group was required to revise its impairment methodology under IFRS 9. However, the effects of the Group's accounting treatment from adoption of IFRS 9 have immaterial impact to retained earnings as at 1 January 2020 in the consolidated and separate financial statements.

5.2 Leases

On adoption of IFRS 16, the Group recognised lease liabilities in relation to leases as defined under IFRS 16. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1 January 2020. The weighted average lessee's incremental borrowing rate for the Group and the Company applied to the lease liabilities on 1 January 2020 was 3.28% and 3.55%, respectively.

For leases previously classified as finance leases, the Group recognised the carrying amount of the lease assets and lease liabilities immediately before transition as the carrying amount of the right-of-use assets and the lease liabilities at the date of initial application. The measurement principles of IFRS 16 are only applied after that date.

	Consolidated financial statements Baht	Separate financial statements Baht
Operating lease commitments disclosed as at 31 December 2019	369,620,694	48,409,773
Add: lease from considered of IFRS 16	82,851,533	11,490,000
Less: short-term leases recognised on a straight-line basis as expense	(2,249,766)	(1,392,000)
Less: low-value leases recognised on a straight-line basis as expense	(4,355,441)	(1,871,484)
Less: contracts assessed as service agreements	(83,073,544)	(30,476,988)
Less: deferred interest	(144,109,665)	(3,905,897)

Lease liabilities additions from adoption of IFRS 16
Finance lease liabilities (net) recognised as at 31 December 2019

	218,783,811	22,253,404
	41,270,564	14,818,316

Lease liabilities (net) recognised as at 1 January 2020

Lease liabilities comprised as following

Current lease liabilities (net)	42,768,138	8,472,414
Non-current lease liabilities (net)	217,286,237	28,595,306
	260,054,375	37,071,720

The associated right-of-use assets for property leases were measured at the amount equal to the lease liabilities, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position as at 31 December 2019 by using the discount rates following the remaining lease terms. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

The recognised right-of-use assets as at 1 January 2020 relate to the following types of assets:

	Consolidated financial statements Baht	Separate financial statements Baht
Land	2,393,764,916	31,914,503
Buildings and building improvements	33,818,356	834,340
Furniture and office equipment	12,184,715	101,821
Computer	24,043,641	14,156,955
Vehicles	12,852,657	-
Computer programs	639,917	-
Total right-of-use assets	2,477,404,202	47,007,619

Practical expedients applied

In applying IFRS 16 for the first time, the Group has used the following practical expedients permitted by the standard as follows.

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics
- reliance on previous assessments on whether leases are onerous
- the accounting for operating leases with a remaining lease term of less than 12 months as at 1 January 2020 as short-term leases
- the exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease

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6 Accounting policies

The principal accounting policies adopted in the preparation of these consolidated and separate financial statements are set out below:

6.1 Foreign currency translation

a) Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Group's and the Company's functional and presentation currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in the profit or loss.

c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position
- Income and expenses for each statement of comprehensive income are translated at average exchange rates and
- All resulting exchange differences are recognised as a separate component of equity in the statement of comprehensive income.

6.2 Cash and cash equivalents

In the consolidated and separate statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with maturities of three months or less from date of acquisition and are not used as collateral.

In the consolidated and separate statement of financial position, bank overdrafts are shown within borrowings in current liabilities.

6.3 Trade accounts receivable

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 - 120 days and therefore are all classified as current.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 6.9 f)

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6.4 Inventories

Inventories are stated in the statement of financial position on the following basis:

- Medicines and medical supplies and medical equipment are stated at the lower of weighted average cost or net realisable value.
- Supplies are stated at weighted average cost and recognised in cost of hospital operations whenever consumed.
- Finished goods are stated at the lower of weighted average cost or net realisable value.
- Condominium unit for sales are stated at the lower of specific cost method or net realisable value.

The cost of purchase comprises both the purchase price, construction cost and other direct cost which related to construction and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charges, less all attributable discounts, allowances or rebate from discount coupon. Net realisable value is the estimate of the selling price in the ordinary course of business less cost of completions and selling expenses. Allowance is made, where necessary, for obsolete, slow-moving and defective inventories and recognised within cost of hospital operations, cost of goods sold and cost of condominium unit sold.

6.5 Cost of developing holistic care project

Cost of developing holistic care project is stated at cost less allowance for loss on projects. Costs include cost of land, cost of land development, costs of constructions of real estate projects and infrastructure and related borrowing costs.

The Group recognises the transfer from cost of developing holistic care project into inventories when the construction is completed.

6.6 Non-current assets classified as held-for-sale

Non-current assets are classified as assets held-for-sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of the carrying amount and fair value less cost to sell.

6.7 Principles of consolidation and equity accounting

a) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases.

In the separate financial statements, investments in subsidiaries are accounted for using cost method.

b) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting.

In the separate financial statements, investments in associates are accounted for using cost method.

c) Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangements.

Joint ventures

A joint venture is a joint arrangement whereby the Group has rights to the net assets of the arrangement. Interests in joint ventures are accounted for using the equity method.

In the separate financial statements, investments in joint ventures are accounted for using cost method.

d) Equity method

The investment is initially recognised at cost which is consideration paid and directly attributable costs. The Group's subsequently recognises shares of its associates and joint ventures' profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Group's share of losses in associates and joint ventures equals or exceeds its interest in the associates and joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associates and joint ventures.

e) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A difference between the amount of the adjustment to non-controlling interests to reflect their relative interest in the subsidiary and any consideration paid or received is recognised within equity.

If the ownership interest in associates and joint ventures is reduced but significant influence and joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in associates and joint ventures is recognise in profit or loss.

When the Group loses control, joint control or significant influence over investments, any retained interest in the investment is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount of the retained interest which is reclassified to investment in an associate, or a joint venture or a financial asset accordingly.

f) Intercompany transactions on consolidation

Intra-group transactions, balances and unrealised gains on transactions are eliminated. Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.

6.8 Business combination

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises,

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree
- equity interests issued by the Group

Identifiable assets and liabilities acquired and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

Acquisition-related cost

Acquisition-related cost are recognised as expenses in consolidated financial statements

Step-up acquisition

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measured are recognised in profit or loss.

Changes in fair value of contingent consideration paid/received

Subsequent changes to the fair value of the contingent consideration that is an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured.

Business combination under common control

The Group accounts for business combination under common control by measuring acquired assets and liabilities of the acquiree at their carrying values presented in the highest level of the consolidation. The Group retrospectively adjusted the business combination under common control transactions as if the combination had occurred on the later of the beginning of the preceding comparative period and the date the acquiree has become under common control.

Consideration of business combination under common control are the aggregated amount of fair value of assets transferred, liabilities incurred and equity instruments issued by the acquirer at the date of which the exchange in control occurs.

The difference between consideration under business combination under common control and the acquirer's interests in the carrying value of the acquiree is presented as "surplus arising from business combination under common control" in equity and is derecognised when the investment is disposed of by transferred to retained earnings.

6.9 Financial assets

For the year ended 31 December 2020

a) Classification

From 1 January 2020, the Group classifies its debt instrument financial assets in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

For investments in equity instruments, the Group has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

b) Recognition and derecognition

Regular way purchases, acquisitions and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether the cash flows are solely payment of principal and interest.

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d) Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the financial assets. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate item in the statement of comprehensive income.
- **FVOCI:** Financial assets that are held for (i) collection of contractual cash flows; and (ii) for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income using the effective interest method, and foreign exchange gains and losses which are recognised in profit or loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income is included in other income. Impairment expenses are presented separately in the statement of comprehensive income.
- **FVPL:** Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

The Group chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC for the reporting periods ended between 1 January 2020 and 31 December 2020 when measuring debt instrument financial assets at level 2 or level 3 fair values. The Group gave less weight to the information related to COVID-19 in fair valuing the debt instrument financial assets. As of 31 December 2020, the debt instruments measured at FVPL and/or at FVOCI applying the aforementioned methodology were disclosed in Note 13 and 20.

e) Equity instruments

The Group measures all equity investments at fair value. Where the Group has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of comprehensive income.

Impairment losses (and reversal of impairment losses) on equity investments are reported together with changes in fair value.

The Group chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC for the reporting periods ended between 1 January 2020 and 31 December 2020 by measuring the fair value of its unquoted equity investments at the end of the reporting period at the same amount as the investments' fair value on 1 January 2020 (the date of initial application of TFRS 9). As a result, the equity investments measured at FVOCI as at 31 December 2020 amounting to Baht 170.86 million was presented at their fair value as of 1 January 2020. No gain or loss from changes in fair value was recognised.

f) Impairment

From 1 January 2020, the Group applies the TFRS 9 simplified approach in measuring the impairment of trade receivables, which applies lifetime expected credit loss, from initial recognition, for all trade receivables.

To measure the expected credit losses, trade accounts receivable have been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses and factors that may affect the ability of the customers to settle the outstanding balances.

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The Group chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC as disclosed in Note 14.

For other financial assets carried at amortised cost, the Group applies TFRS 9 general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Group assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Group and all cash flows expected to receive, discounted at the original effective interest rate.

When measuring expected credit losses, the Group reflects the following:

- probability-weighted estimated uncollectible amounts
- time value of money, and
- supportable and reasonable information as of the reporting date about past experience, current conditions and forecasts of future situations.

Impairment (and reversal of impairment) losses are recognised in profit or loss as a separate line item.

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Other investments

Investments other than investments in subsidiaries, associates and joint arrangements are classified into the following three categories: (1) available-for-sale investments (2) held-to-maturity investments and (3) general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

(1) Available-for-sale investments are investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale; and are included in non-current assets unless management has expressed the intention of holding the investment for less than 12 months from the statement of financial position date or unless they will need to be sold to raise operating capital, in which case they are included in current assets.

(2) Held-to-maturity investments are investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity and are included in non-current assets, except for maturities within 12 months from the statement of financial position date which are classified as current assets.

(3) General investments are investments in non-marketable equity securities.

Investments are initially recognised at cost, which is equal to the fair value of consideration paid plus transaction cost.

Available-for-sale investments are subsequently measured at fair value. The fair value of available-for-sale investments is based on quoted bid price at the close of business on the statement of financial position date by reference to the Thai Bond Dealing Center. The unrealised gains and losses of available-for-sale investments are recognised in other comprehensive income.

Held-to-maturity investments are carried at amortised cost using the effective yield method less impairment loss.

General investments are carried at cost less impairment loss.

A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is greater than its recoverable amount, impairment loss is charged to profit or loss.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the profit or loss. When disposing of part of the Company's holding of a particular investment in debt or equity securities, the carrying amount of the disposed part is determined by the weighted average carrying amount of the total holding of the investment.

In the event the Group reclassifies investments from one type to another, such investments will be re-valued to their fair value as at the reclassification date. The difference between the carrying amount of the investments and the fair value on the date of reclassification are recorded as gain or loss in the profit or loss or recorded as surplus (deficit) from changes in the value of investments in equity, depending on the type of investment that is reclassified.

6.10 Investment Property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the companies in the Group, is classified as investment property. Investment property also includes property that is being constructed or developed for future use as investment property.

Investment property is measured initially at cost, including directly attributable costs and borrowing costs.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

After initial recognition, investment property is carried at cost less any accumulated depreciation and any accumulated impairment losses.

Land is not depreciated. Depreciation on other investment properties is calculated using the straight line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Buildings	20 Years
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The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

6.11 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Initial cost included other direct cost related to assets acquisition.

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Land and unutilised land in operation have not been depreciated. Depreciation of other assets is calculated using the straight-line method to write off the cost of each asset to their residual value over the estimate useful lives as follows:

Buildings	10 - 50 Years
Building improvement and utilities systems	5 - 20 Years
Medical tools and equipment	4 - 10 Years
Tools and equipment	5 - 10 Years
Furniture and office equipment	3 - 10 Years
Computer	3 - 10 Years
Motor vehicles	5 - 10 Years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Gains and losses on disposal of property, plant and equipment are calculated by comparing net proceeds from disposal of assets with assets' carrying amount and are taken into the profit or loss.

6.12 Goodwill

Goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired. It is carried at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

6.13 Intangible assets

Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the software product so that it will be available for use;
- Management intends to complete the software product and use or sell it;
- There is an ability to use or sell the software product;
- It can be demonstrated how the software product will generate probable future economic benefits;
- Adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- The expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an intangible asset in a subsequent period.

Computer software development costs recognised as intangible assets are amortised using the straight-line method over their estimated useful lives, which does not exceed 5 to 10 years.

6.14 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed.

The Group chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC for the reporting periods ended between 1 January 2020 and 31 December 2020 by excluding information related to COVID-19 as an indication of the impairment of assets.

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6.15 Leases

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Leases - where the Group is the lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease.

If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise some of office equipment and computer.

Leases - where the Group is the lessor

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

Rental income under operating leases (net of any incentives given to lessees) is recognised 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 asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.

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Finance leases - where the Group is the lessee

Leases of property, plant and equipment where the lessee has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased assets or the present value of the minimum lease payments. Each lease payment is allocated to principal and to finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance charge is charged to the profit or loss over the lease period. The assets acquired under finance lease is depreciated over the shorter of the useful life of the asset or lease term.

Operating leases - where the Group is the lessee

Leases where the lessor has substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

Operating leases - where the Group is the lessor

Assets leased out under operating leases are included in investment properties in the statement of financial position. They are depreciated over their expected useful lives on a basis consistent with the Group's investment properties. Rental income (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term.

Land leasehold rights and leased buildings

Acquired land leasehold rights and leased buildings is identifiable and is recorded at the acquisition cost and other cost paid for the land and buildings to be ready to use. The cost is amortised over the estimated useful life follow the lease contract.

6.16 Financial liabilities

For the year ended 31 December 2020

a) Classification

Financial instruments issued by the Group are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Group has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it is considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Group's own equity instruments.
- Where the Group has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation, it is considered an equity instrument.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

b) Measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost.

c) Derecognition and modification

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated/modifed, the Group assesses whether the renegotiation / modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference as well as proceed paid is recognised as other gains/(losses) in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated / modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains/(losses) in profit or loss.

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Borrowings are recognised initially at the proceeds received (net of transaction costs incurred). In subsequent periods, borrowings are stated at amortised cost using the effective yield method. Any difference between proceeds (net transaction costs) and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent that there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting date.

6.17 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

The capitalisation rate used to determine the amount of borrowing cost to be capitalised is a weighted average interest rate applicable to the outstanding borrowings during the year. Where funds are borrowed specifically for the acquisition, construction or production of assets, the amount of borrowing costs eligible for capitalisation on the asset is determined at the actual borrowing cost incurred on the borrowing during the period less any investment income on the temporary investments of those borrowings.

6.18 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. The Group establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements.

However, deferred income tax is not recognised for temporary differences arise from:

- Initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognised.
- Investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority where there is an intention to settle the balances on a net basis.

6.19 Employee benefits

a) Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries, and medical care that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

b) Defined contribution plans

The Group established a contributory registered provident fund, in accordance with the Provident Fund Act B.E. 2530 by joining a registered - pooled fund which was approved by Ministry of Finance. The fund is held in a separate trustee - administered fund. The Group has no legal or constructive obligations to pay further contributions once the contributions have been paid. The contributions are recognised as employee benefits expense once the amount is due.

Under the provident fund plan, the employees must contribute 3%, 4% and 5% of their basic salary and the Group also contributes 3%, 4% and 5% of the employees' basic salary. The fund appointed a fund manager to manage the fund in accordance with the terms and conditions prescribed in the Ministerial Regulations issued under the Provident Fund Act B.E. 2530

The Group's contributions to the provident fund are charged to profit or loss in the year to which they relate.

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c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are included in retained earnings in the statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

d) Other long-term benefits

The Group gives long service award to employees when they have worked for the Group for a long period. An amount of benefit that an employee will receive is usually dependent on one or more factors such as age, years of service, discount rate and value of award.

These obligations are measured similar to defined benefit plans except remeasurement gains and losses that are charged to profit or loss.

6.20 Provisions - general

The Group 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 the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

Provisions exclude the employee benefit obligations. The accounting policy for employee benefit obligations are mentioned in Note 6.19.

6.21 Share capital

Ordinary shares with discretionary dividends are classified as equity.

Incremental costs directly attributable to the issue of new shares or options (net of tax) are shown as a deduction in equity.

Treasury share

Where any companies within the Group repurchases its shares, the consideration paid, including any directly attributable incremental costs (net of taxes) is deducted from equity until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity.

6.22 Revenue recognition

Revenue include all revenues from ordinary business activities. All ancillary income in connection with the delivery of goods and rendering of services in the course of the Group's ordinary activities is also presented as revenue.

Revenue are recorded net of value added tax. They are recognised in accordance with the provision of goods or services, provided that collectibility of the consideration is probable.

Multiple element arrangements involving delivery or provision of multiple products or services are separated into distinct performance obligations. Total transaction price of the bundled contract is allocated to each performance obligation based on their relative standalone selling prices or estimated standalone selling prices. Each performance obligation is recognised as revenue on fulfilment of the obligation to the customer.

Revenue from hospital operations of the Group, consisting of medical fees, hospital room sales, and medicine sales, are recognised as revenue when services have been rendered or medicine delivered.

Revenue from sale of goods are recognised when control of the products has transferred which is when the products are shipped to the specific location.

Revenue from services of the Group is recognised based on the latest estimate of the total value of the contract and actual completion rate determined by reference to the physical state of progress of the works.

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Revenue of subsidiary from development of hospital operation software. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits. This is determined based on the actual labour hours spent relative to the total expected labour hours.

Some contracts include multiple deliverables, such as the sale of hardware and related installation services. However, the installation is simple, does not include an integration service and could be performed by another party. It is therefore accounted for as a separate performance obligation.

Where the contracts include multiple performance obligations, the transaction price will be allocated to each performance obligation based on their relative stand-alone selling prices. Where these are not directly observable, they are estimated based on expected cost plus margin. If contracts include the installation of hardware, revenue for the hardware is recognised at a point in time when the hardware is delivered, the legal title has passed and the customer has accepted the hardware.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by management.

Revenue of subsidiary from sales of condominium units are recognised upon the control of the title ships to buyer. Installment under the contract is shown as deposits and advance received from customers.

Other revenues are recognised on the following bases:

- Consultation and management income is recognised on an accrual basis in accordance with the substance of the relevant agreement.
- Dividend income is recognised when the Group's right to receive dividend is established.
- Interest income is recognised on a time proportion basis, taking into account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Group.
- Rental income is recognised by using straight line method over the contractual period.
- Membership income is recognised on an accrual basis in accordance with the substance of the relevant agreement.
- Other income is recognised when the Group has right to received.

6.23 Finance costs

Finance costs comprise interest expense from borrowings from financial institutions, borrowings from related parties, interest expense from lease liabilities and front-end fee.

6.24 Dividend payment

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

6.25 Segment reporting

Consolidated financial statements

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as Board of Directors that makes strategic decisions.

The Group's business operations are in the same geographic area which is in Thailand. These has been presented segment information by business only.

7 Financial risk management

7.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: liquidity risk, credit risk, foreign exchange risk and interest rate risk.

7.1.1 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities, and the ability to close out market positions. Due to the dynamic nature of the underline business, the Group Treasury aims at maintaining flexibility in funding by keeping committed credit lines available.

7.1.2 Credit risk

Credit risk is the risk that one party will fail to fulfill the obligations specified in the contract and caused the other party financial damage.

The Group's revenue mainly is medical service. To manage credit risk, the Group has set the threshold level of reliability of customers. In addition, trade receivables are mostly insurance companies who are stable and doing business together for a long time. Therefore, the management considered that the credit risk on trade receivables is low.

7.1.3 Foreign exchange risk

Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in market foreign exchange rate.

The Group has exposure to foreign currency exchange fluctuations on import purchasing of goods. The Group has made forward exchange contracts to hedge the risk of fluctuations in foreign currency exchange rates as appropriate with situation at the moment.

7.1.4 Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates.

The interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its future cash flow. The Group has no significant interest-bearing assets. Hence, the management consider that the Group has low interest rate risk. However, the Group has entered into long-term borrowing agreements with financial institutions bearing floating interest rates. The Group use floating to fixed interest rate swaps to reduce this risk when necessary. The management believe that effect of interest rate fluctuation on long-term borrowing agreements with financial institutions will not materially affect the Group. Outstanding balance of significant financial assets and financial liabilities and their interest rates as at 31 December 2020 and 2019 are disclosed in Note 15.

7.2 Accounting for derivative financial instruments and hedging activities

The Group is party to foreign currency forward contracts to protect the Group from movements in exchange rates by establishing the rate at which a foreign currency asset will be realized or a foreign currency liability settled enters into foreign currency forward contracts to protect the Group from movements in exchange rates by establishing the rate at which a foreign currency asset will be realized or a foreign currency liability settled. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently measured to their fair value at the end of each reporting period. The changes in fair value is recognised to profit or loss. Any increase or decrease in the amount required to realise the asset or settle the liability is offset by a corresponding movement in the value of the forward exchange contract. The gains and losses on the derivative instruments and the underlying financial asset or liability are therefore offset for financial reporting purposes.

8 Fair value

The table below presents financial assets and liabilities that are measured at fair value, excluding where its value is approximating the carrying amount.

The different levels have been defined as follows:

- Level 1 : The fair of financial instruments is based on the current bid price by reference to security market
- Level 2 : The fair value of financial instruments is determined using significant observable input and, as little as possible, entity-specific estimates.
- Level 3 : The fair value of financial instruments is not based on observable market data

	Level	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Financial assets measured at fair value	1	470,549,923	560,187,228	450,450,228	504,353,717
Financial assets measured at fair value	2	170,773,713	-	116,626,544	-

There were no transfers between levels 1 and 2 during the year.

The Group discloses fair value of investment properties and long-term loans from financial institutions in Note 24 and 32, respectively.

9 Critical accounting estimates, assumptions and judgements

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Employee benefit obligations

The present value of employee benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. Any changes in these assumptions will have an impact on the carrying amount of employee benefit obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the employee benefit obligations. In determining the appropriate discount rate, the Group considers the market yield of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related employee benefit liability.

Other key assumptions for employee benefit obligations are based in part on current market conditions. Additional information is disclosed in Note 34.

Expected credit losses

The Group applies the TFRS 9 simplified approach to measure expected credit losses, which uses a lifetime expected loss allowance for all trade accounts receivable.

To measure the expected credit losses, trade accounts receivable have been grouped based on shared credit risk characteristics and the day past due. The expected loss rates are based on the payment profiles and the corresponding historical credit losses experienced in the past, including factors that may affect the payment of accounts receivable.

Deferred tax

Deferred tax assets come from the estimation of some temporary difference effects which is probable to utilise tax benefit. Management's estimation comes from an assumption based on an available future income and any factors or external exposures which might affect the proposed future performance. The Group also considered the utilisation of the past tax losses and assessed the estimation on a conservative basis.

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Allowance for impairment of investment

In determining an allowance for impairment of investment, the managements need to make judgements and estimates the impairment loss when the indications of impairment arise by considering the estimated future cash flow to be generated. The management need to judgement define significant assumptions used (Note 21, 22 and 23).

Property, plant and equipment and depreciation

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

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

Goodwill and intangible assets

The initial recognition and measurement of goodwill and intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Provisions

The Group has liabilities that may arise from being sued for damages. The management uses judgment to assess the outcome of the case in which the Group has been charged. If the management considers that there may be damage occurred, the Group recorded a provision for losses that might arise in such circumstances. If management determines and believes that the group will not be damaged, the Group does not record contingent liabilities as at the end of the accounting period.

10 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, and issue new shares or sell assets to reduce debt.

The Group's business operations involve five principle segments : (1) hospital operations (2) hospital management (3) healthcare solution provider (4) development and sales of hospital operation software and (5) property development. Below is a certain part of the consolidated financial statements of the Group for the years ended 31 December 2020 and 2019:

For separate financial statements, the Company's revenue are recognised overtime.

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12. Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cash on hand	6,248,744	8,414,689	4,623,094	5,922,102
Cheque on hand	6,252,699	1,598,033	5,154,250	1,543,580
Cash at banks - savings accounts	374,725,433	476,389,220	197,248,969	291,235,324
- current accounts	104,826,116	172,664,129	94,504,175	119,262,422
- 3-month fixed deposit	3,328,401	3,411,843	2,661,923	2,646,289
	495,381,393	662,477,914	304,192,411	420,609,717

As at 31 December 2020 and 2019, cash at banks carry interest at the rates as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	% per annum	% per annum	% per annum	% per annum
Cash at banks - savings accounts	0.05 to 1.20	0.10 to 0.97	0.05 to 0.15	0.10 to 0.97
- 3-month fixed deposit	0.15 to 1.10	0.60 to 1.10	0.25	1.00

13. Financial assets measured at fair (current asset)

Financial assets measured at fair value of the Group represent the short-term investments in debt and equity securities issued by financial institutions.

The movements of financial assets measured at fair for the year ended 31 December 2020 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cost at the beginning of year	68,998,587	6,248,671	14,194,831	6,248,671
Add. Additions during the year	20,000,000	-	-	-
Less Disposals during the year	(54,742,807)	-	-	-
Cost at the end of year	34,255,780	6,248,671	14,194,831	6,248,671
Unrealised gain (loss) on measurement at fair value	1,101,548	(2,202,771)	1,062,802	(2,202,771)
Book value at the end of the year	35,357,328	4,045,900	15,257,633	4,045,900

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For the year ended 31 December 2020, the Group and the Company recognised gain on measured fair value of financial assets through profit or loss in the consolidated and separate financial statement of Baht 101,974 and Baht 66,322, respectively.

For the year ended 31 December 2020, the Group and the Company recognised loss from measured fair value of financial assets through other comprehensive income in the consolidated and separate financial statement of Baht 1,211,000.

The Group recognised gain on disposal of investment in securities amounting to Baht 191,412 for the year ended 31 December 2020 (2019: the Group and the Company had gain on disposal of investment in securities amounting to Baht 2,828,290) (Note 39).

During the year 2020, the Group and the Company received dividend income from investments in equity securities amounting to Baht 139,450 (2019: Baht 139,100) (Note 39).

The fair values are based on security market using the rate at the end of accounting period. The fair values are within level 1 of the fair value hierarchy.

14. Trade and other accounts receivable (net)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Trade accounts receivable		1,264,868,338	1,200,792,304	432,311,176	390,428,048
- other companies (net)	44 a)	6,763,807	56,140,210	46,557,568	54,825,789
- related companies (net)		1,271,632,145	1,256,932,514	478,868,744	445,253,817
Other accounts receivable		14,786,603	7,389,256	5,341,154	3,264,586
- other companies (net)	44 a)	36,996,417	36,785,384	13,516,138	10,498,442
- related companies		51,783,020	44,174,640	18,857,292	13,763,028
Interests receivable		1,379,729	14,822	6,543	-
- other companies	44 a)	4,753,816	4,146,681	165,686,597	492,529,770
- related companies		6,133,545	4,161,503	165,693,140	492,529,770
Less Allowance for expected credit loss		-	-	-	(44,661,690)
(2019: Allowance for doubtful accounts)	44 a)	-	-	-	-
- related companies		6,133,545	4,161,503	165,693,140	447,868,080
Dividend receivable		-	891,792	-	891,792
- related company	44 a)	-	891,792	-	891,792
Advance payment		1,806,282	1,779,040	1,006,365	1,009,010
- other companies/individual		19,748,719	17,550,872	8,406,910	6,709,106
Prepaid expenses		1,351,103,711	1,325,490,361	672,832,451	915,494,833

During the year 2020, the Company received repayment from short-term loans and interest receivables from related companies. The management considered reversal of allowance for expected credit loss of interest receivables - related companies amounting to Baht 44.66 million.

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Outstanding balance of trade accounts receivable classified by aging are as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Trade accounts receivable - other companies (net)				
Not yet due	311,512,326	338,471,329	123,676,381	127,351,002
Overdue				
1 - 90 days	221,984,532	144,291,852	25,009,220	23,334,885
91 - 180 days	180,506,816	45,026,743	3,310,659	5,182,027
181 - 365 days	135,626,174	52,509,993	6,498,314	28,399,391
Over 365 days	139,346,214	37,654,992	59,343,937	31,113,401
	988,976,062	617,954,909	217,838,511	215,380,706
Less Allowance for expected credit loss (2019 : Allowance for doubtful accounts)	(84,111,599)	(45,965,568)	(59,191,105)	(36,050,630)
	904,864,463	571,989,341	158,647,406	179,330,076
Unbilled trade accounts receivable	360,003,875	628,802,963	273,663,770	211,097,972
Trade accounts receivable - other companies (net)	1,264,868,338	1,200,792,304	432,311,176	390,428,048

Trade account receivable related companies (net)

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Not yet due	175,465	749,435	4,118,321	6,711,432
Overdue				
1 - 90 days	158,710	20,766,342	5,659,531	15,004,461
91 - 180 days			7,280,441	10,646,021
181 - 365 days	830,000	12,612,315	14,805,124	5,649,801
Over 365 days	5,464,251	4,046,854	14,693,551	4,046,854
	6,628,426	38,174,946	46,557,568	42,058,369
Unbilled trade accounts receivable				
Less Allowance for expected credit loss (2019 : Allowance for doubtful accounts)	135,381	22,221,064	-	17,023,200
	-	(4,255,800)	-	(4,255,800)
	135,381	17,965,264	-	12,767,400
Trade account receivable - related companies (net)	6,763,807	56,140,210	46,557,568	54,825,769

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

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Impairment of trade accounts receivable

The Group chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC for the reporting periods ended between 1 January 2020 and 31 December 2020 by excluding forward-looking information in assessing the expected credit loss under the simplified approach of trade accounts receivable. As of 31 December 2020, the expected credit loss for trade accounts receivable were assessed based on historical credit loss together with the management's judgement in estimating the expected credit loss.

Allowance for expected credit loss for trade accounts receivable - other companies are as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Gross carrying amount - trade receivables				
Not yet due	(154,891)	-	(154,891)	-
Overdue				
1 - 90 days	(3,016,824)	(2,595,794)	(279,792)	(2,595,794)
91 - 180 days	(2,006,068)	(75,049)	(103,662)	(75,049)
181 - 365 days	(18,470,797)	(12,682,355)	(3,829,164)	(7,958,234)
Over 365 days	(60,463,019)	(30,612,370)	(54,823,596)	(25,421,553)
	(84,111,599)	(45,965,568)	(59,191,105)	(36,050,630)

Allowance for expected credit loss

The movements of the allowance for expected credit loss (2019 : allowance for doubtful accounts) of trade accounts receivable - other companies for the years ended 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Allowance at the beginning of year	(45,965,568)	(28,812,693)	(36,050,630)	(22,969,214)
Amounts restated through opening retained earnings	-	-	-	-
Allowance for expected credit loss as at 1 January 2020	(45,965,568)	(28,812,693)	(36,050,630)	(22,969,214)
Add Additions during the year	(47,255,046)	(24,319,534)	(31,533,414)	(17,232,943)
Less Written-off during the year	156,803	2,194,374	-	1,905,373
Less Reversal during the year - repayments	8,952,212	4,972,265	8,392,939	2,246,154
Allowance at the end of the year - calculated under TFRS 9 (2019 : TAS 101)	(84,111,599)	(45,965,568)	(59,191,105)	(36,050,630)

During the year ended 31 December 2020, the Group and the Company have written-off bad debt amounting to Baht 230,344 and Baht 213,500, respectively. (2019 : the Group and the Company of Baht 7,238,793).

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15 Financial assets

Outstanding balances of financial assets and financial liabilities and interest rates as at 31 December 2020 and 2019 as follows:

2020														
Separate financial statements														
Measurement categories	Consolidated financial statements										Separate financial statements			
	Fixed interest rate					Non-interest bearing rate					Floating interest rate			
	Within 1 year Baht	1 – 5 Years Baht	Over 5 years Baht	Floating interest rate Baht	Non-interest bearing rate Baht	Total Baht	Interest (%)	Within 1 year Baht	1 – 5 Years Baht	Over 5 years Baht	Floating interest rate Baht	Non-interest bearing rate Baht	Total Baht	Interest (%)
Financial assets														
Amorised cost	3,328,401	-	-	374,725,433	117,327,559	495,381,393	0.05 - 1.20	2,661,923	-	-	197,248,969	104,281,519	304,192,411	0.05 - 0.25
Cash and cash equivalents														
Short-term investments														
at financial institutions	33,276	-	-	140,315	-	173,591	0.30 - 1.00	-	-	-	-	-	-	-
Financial assets - investment														
in debt securities	-	-	-	-	35,357,328	35,357,328	-	-	-	-	-	15,257,633	15,257,633	-
Financial assets - investment														
in equity securities	-	-	-	-	605,966,308	605,966,308	-	-	-	-	-	551,819,139	551,819,139	-
Trade and other accounts receivable (net)	-	-	-	-	1,329,548,710	1,329,548,710	-	-	-	-	-	663,419,176	663,419,176	-
Short-term loans to related parties	-	-	-	-	-	-	-	5,298,393,250	-	-	-	-	5,298,393,250	As agreed
Amorised cost	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restricted deposits at financial institutions	6,887,000	-	-	8,576,100	-	15,463,100	0.05 - 1.00	-	-	-	-	-	-	-
	10,248,677	-	-	383,441,848	2,088,199,905	2,481,890,430		5,301,055,173	-	-	197,248,969	1,334,777,467	6,833,081,609	
Financial liabilities														
Bank overdrafts and short-term loans														
from financial institutions	2,832,115,503	-	-	30,006,165	-	2,862,121,668	Interest rate in Financial Market and MLR and MOR	2,629,708,600	-	-	-	-	2,629,708,600	Interest rate in Financial Market
Trade and other accounts payable	-	-	-	-	1,039,299,797	1,039,299,797	-	-	-	-	-	569,126,258	569,126,258	-
Short-term loan from a related party	-	-	-	-	-	-	-	61,200,000	-	-	-	-	61,200,000	As agreed
Liabilities from purchase of medical tools and equipment	-	-	-	-	103,354,032	103,354,032	-	-	-	-	-	-	-	-
Long-term payable from purchase of intangible asset	-	-	-	-	9,309,000	9,309,000	-	-	-	-	-	-	-	-
Long-term loans from financial institutions	2,466,667	1,027,778	-	6,859,821,521	-	6,863,315,966	Fixed rate, Prime rate and MLR	-	-	-	5,773,914,206	-	5,773,914,206	Fixed rate, and MLR
Lease liabilities (net)	45,952,635	91,497,531	107,117,087	-	-	244,567,253	1.63 - 7.01	9,966,347	14,031,986	6,122,798	-	-	30,121,131	1.85 - 5.28
	2,880,534,805	92,525,309	107,117,087	6,889,827,686	1,151,962,829	11,121,967,716		2,700,874,947	14,031,986	6,122,798	5,773,914,206	569,126,258	9,064,070,195	

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2019														
Measurement	Consolidated financial statements							Separate financial statements						
	Fixed interest rate				Interest			Fixed interest rate				Interest		
	Within 1 year		Over 5 years		1 - 5 Years		Total	Within 1 year		Over 5 years		1 - 5 Years		Total
	Baht	Baht	Baht	Baht	Baht	Baht		Baht	Baht	Baht	Baht	Baht	Baht	Baht
Financial assets														
Cash and cash equivalents	3,411,843	-	-	-	-	662,477,914	0.10 - 1.10	2,646,289	-	-	-	291,235,324	126,728,104	420,608,717
Short-term investments at financial institutions	-	-	-	-	-	-	0.10 - 1.10	-	-	-	-	-	-	-
Short-term investment	27,784	-	-	-	-	27,784	0.75 - 0.80	-	-	-	-	-	-	-
Trade and other accounts receivable (net)	-	-	-	-	-	76,281,722	-	-	-	-	-	-	20,448,211	20,448,211
Short-term loans to related parties	-	-	-	-	-	1,306,160,449	-	-	-	-	-	-	907,776,717	907,776,717
Restricted deposits at financial institutions	36,599,881	-	-	-	-	36,599,881	As agreed	5,691,557,468	-	-	-	-	-	5,691,557,468
Long-term investments in equity securities	8,266,189	-	-	-	-	8,692,289	0.22 - 1.05	-	-	-	-	-	-	-
Available for sales	-	-	-	-	-	483,905,506	-	-	-	-	-	-	483,905,506	483,905,506
	48,305,697	-	-	-	-	2,574,145,545	-	5,694,203,757	-	-	-	291,235,324	1,538,856,538	7,524,297,619
Financial liabilities														
Bank overdrafts and short-term loans from financial institutions	2,686,709,578	-	-	-	-	2,705,137,327	Interest rate in Financial market and MLR and MOR	2,580,000,000	-	-	-	-	-	2,580,000,000
Trade and other accounts payable	302,571,143	-	-	-	-	1,531,103,369	-	-	-	-	-	-	675,800,636	675,800,636
Long-term loans from financial institutions	74,733,333	724,573,966	-	-	-	6,135,812,245	Fixed rate, MLR, Prime Rate	-	-	-	-	5,216,777,823	-	5,216,777,823
Finance lease liabilities (net)	18,127,206	23,143,358	-	-	-	41,270,564	1.63 - 8.57	5,604,389	9,213,927	-	-	-	-	14,818,316
Liabilities from purchase of medical tools and equipment	-	-	-	-	-	93,896,861	-	-	-	-	-	-	-	-
Liabilities under leasehold rights	-	-	-	-	-	1,000,000	-	-	-	-	-	-	-	-
	3,092,141,260	747,717,324	-	-	-	10,508,220,366	-	2,585,604,389	9,213,927	-	-	5,216,777,823	675,800,636	8,487,396,775

Cash and cash equivalents, short-term investments at financial institutions, trade and other accounts receivable, short-term loan to related parties are characterised as current assets. Carrying value of these financial assets approximated fair values. For non-current assets, its fair values are not significantly different from carrying values.

16 Inventories (net)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Medicines and medical supplies	138,461,126	150,540,035	86,914,541	79,353,576
Medical equipment	88,580,875	88,080,275	-	-
Supplies	12,323,230	9,358,841	6,107,382	6,596,517
Condominium unit for sale	1,114,072,449	1,137,716,735	-	-
Less: Allowance for obsolete inventories	(2,010,681)	(1,266,570)	-	-
- medical equipment	(6,117,704)	(7,137,481)	-	-
- supplies	(56,560)	(61,563)	(56,560)	(61,563)
Goods in transit - medical equipment	4,713,305	1,281,625	-	-
	1,349,966,040	1,378,511,897	92,965,363	85,888,530

- Allowance for obsolete inventories-medicine and medical supplies and supplies are recognised as cost of hospital operations in profit or loss.
- Allowance for obsolete inventories-medical equipment are recognised as cost of goods sold in profit or loss.

17 Cost of developing holistic care project

Cost of developing holistic care project as at 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Land under development	1,092,761,605	1,092,761,605	-	-
Construction in progress and other related costs	412,784,152	308,521,050	-	-
Capitalised interest	24,271,942	11,999,092	-	-
	1,529,817,699	1,413,281,747	-	-

Borrowing costs of the Group for the year ended 31 December 2020 of Baht 24,271 million (2019 : Baht 11,999 million), arising from cost of developing holistic care project which has a capitalisation rate of 2.25% (2019 : 1.93%).

18 Non-current assets classified as held-for-sale

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Land	83,000,000	84,162,048	-	-
	83,000,000	84,162,048	-	-

As at 31 December 2020, non-current assets classified as held-for-sale - land represents land of a subsidiary (31 December 2019 : two subsidiaries) which such subsidiaries entered into land sale and purchase agreement with a related company (31 December 2019 : with a related company and third party). The subsidiaries reclassified such land from property, plant and equipment to non-current assets classified as held-for-sale with their carrying amount.

19 Restricted deposits at financial institutions

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cash at banks - savings account	8,576,100	426,100	-	-
- 3-month fixed deposit	1,980,000	1,980,000	-	-
- 12-month fixed deposit	4,907,000	6,286,189	-	-
	15,463,100	8,692,289	-	-

	Interest rate (% per annum)		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cash at banks - savings account	0.05 to 1.00	0.22 to 0.38	-	-
- 3-month fixed deposit	0.15 to 0.25	0.60 to 0.80	-	-
- 12-month fixed deposit	0.20 to 1.00	0.80 to 1.05	-	-

As at 31 December 2020 and 2019, restricted deposits at financial institutions of the Group are deposits of the subsidiaries in Baht currency. The Group pledged these deposits as collateral against bank overdrafts, borrowings from financial institutions and bank guarantees (Note 30, 32 and 46).

20 Financial assets measured at fair (non-current assets)

Financial assets measured at fair of the Group - non-current represent the investments in equity securities which have the movements for the year ended 31 December 2020 as follows:

	Consolidated financial statements	Separate financial statements
	Financial assets measured at fair through other comprehensive income	Financial assets measured at fair through other comprehensive income
	Baht	Baht
Cost at the beginning of the year	553,564,555	499,417,386
Add: Additions during the year	23,853	23,853
Less: Disposals during the year	(301,927)	(301,927)
Unrealised gain on measurement at fair value	48,633,927	48,633,927
Book value at the end of the year	601,920,408	547,773,239

For the year ended 31 December 2020, the Group and the Company have gain on disposals of long-term investments in equity securities amounting to Baht 195,408 which came from the reclassification of unrealised gain previously recognised in the other comprehensive income to retained earnings amounting to Baht 121,721 (for the year ended 31 December 2020 : the Group and the Company have gain on disposals of long-term investments in equity securities amounting to Baht 277,881,369 which came from the reclassification of realised gain on measurement of available-for-sale investments of Baht 216,854,092 from previously recognised in other comprehensive income to profit or loss).

For the year ended 31 December 2020, the Group and the Company received dividend income from long-term investments in equity securities amounting to Baht 26,211,989 (2019 : the Group and the Company received dividend income amounting to Baht 32,201,336 and Baht 31,901,336, respectively) (Note 39).

For the year ended 31 December 2020, the Group and the Company recognised loss on the consolidated and separate financial statement of Baht 52,448,767.

The Group and the Company measure the fair value of investment in marketable equity securities based on the last bid price reference from the securities market. This fair value is within the level 1 of the fair value hierarchy. For investment in non-marketable equity securities, the Group and the Company measure the fair value by using significant observable input and entity-specific estimates. This fair value is within the level 2 of the fair value hierarchy.

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21 Investments in associates (net)

a) As at 31 December 2020 and 2019, investments in associates (net) comprise the following:

Company name	Place of business/ country of incorporation	Nature of business	Percentage of Shareholding		Consolidated financial statements		Separate financial statements	
					Investments (Equity method)		Investments (Cost method)	
			2020	2019	2020	2019	2020	2019
			Percentage	Percentage	Baht	Baht	Baht	Baht
Ubonrak Co., Ltd.	Thailand	Private hospital activities	34.52	34.52	340,510,413	332,190,785	272,762,500	272,762,500
Sirivej Chanthaburi Public Company Limited	Thailand	Private hospital activities	31.87	31.87	243,392,884	233,490,345	159,724,802	159,724,802
					583,903,297	565,681,130	432,487,302	432,487,302

The management has reviewed allowance for impairment of investments in associates by considering from the past performance and are expected to occur in the future including other factors.

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- b) The movements in book value of investments in associates (net) for the years ended 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements Equity method		Separate financial statements Cost method	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Beginning book value of the year (net)	565,681,130	483,357,203	432,487,302	380,689,500
Additions during the year	-	51,797,802	-	51,797,802
Share of profit during the year (net)	32,335,722	50,594,633	-	-
Dividend income during the year	(14,113,555)	(20,068,508)	-	-
Ending book value of the year (net)	583,903,297	565,681,130	432,487,302	432,487,302

- c) **Increase in investment in associate - Sirivej Chanthaburi Public Company Limited**

At the Annual General Shareholders' Meeting of an associate for the year 2019 on 21 April 2019, the shareholders approved the increase in registered share capital from Baht 270,909,375 (270,909,375 ordinary shares at par value Baht 1.00 per share) to Baht 325,091,250 (325,019,250 ordinary shares at par value Baht 1.00 per share) which will be sold to existing shareholders in proportion of 5 shares to 1 new share at Baht 3.00 per share.

On 3 October 2019, the Company paid for the additional investment in Sirivej Chanthaburi Public Company Limited for 17,265,934 ordinary shares at the price of Baht 3.00 per share (par value at Baht 1.00 per share), totally of Baht 51,797,802. The associate registered the share capital increase with the Ministry of Commerce on 22 October 2019. Such additional investment did not effect to the Company's shareholding interest.

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Summarised financial information for significant associates

Set out below are the summarised financial information for Ubonrak Co., Ltd. and Sirivej Chanthaburi Public Company Limited which are accounted for using the equity method.

	Ubonrak Co., Ltd.		Sirivej Chanthaburi Public Company Limited				Total	
	As at 31 December		As at 31 December				As at 31 December	
	2020	2019	2020	2019	2020	2019	2020	2019
	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht
Current assets	233	231	184	285	417	516		
Non-current assets	682	579	697	565	1,379	1,144		
Current liabilities	(113)	(113)	(106)	(85)	(219)	(198)		
Non-current liabilities	(239)	(158)	(58)	(79)	(297)	(237)		
Net assets	563	539	717	686	1,280	1,225		
Revenue	657	798	587	618	1,244	1,416		
Net profit	41	81	57	73	98	154		
Other comprehensive income	-	-	-	(1)	-	(1)		
Total comprehensive income	41	81	57	72	98	153		

The information above reflects the amounts presented in the financial statements of the associates (and not the Group's share of those amounts) adjusted for the differences in accounting policies between the Group and the associates for the year ended 31 December 2020 and 2019.

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Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of its interest in associates.

	Ubonrak Co., Ltd.		Sirivej Chanthaburi				Total	
	2020		2019		Public Company Limited		2020	
	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht
Net assets as at 1 January	539	497			686	472	1,225	969
Capital increase during the year	-	-			-	162	-	162
Profit for the year	41	81			57	73	98	154
Other comprehensive income	-	-			-	(1)	-	(1)
Dividends	(17)	(39)			(26)	(20)	(43)	(59)
Net assets as at 31 December	563	539			717	686	1,280	1,225
Interest in associate (%)	34.52	34.52			31.87	31.87		
Equity in associate	195	186			228	218	423	404
Excess of fair value to cost of investments prior to the change in shareholding interest	(34)	(34)			-	-	(34)	(34)
Goodwill	180	180			15	15	195	195
Net book value	341	332			243	233	584	565
Carrying amount of investments in associates using the equity method (Note 21 a))	341	332			243	233	584	565

Thonburi Healthcare Group Public Company Limited Notes to the Consolidated and Separate Financial Statements For the year ended 31 December 2020

22 Investments in subsidiaries (net)

- a) As at 31 December 2020 and 2019, the subsidiaries included in consolidated financial statement are listed below. The subsidiaries have only ordinary shares in which the Group directly holds those shares. The proportion of ownership interests held by the Group is equal to voting rights in subsidiaries held by the Group. Investments in subsidiaries (net) comprise the investments in ordinary shares of companies as following:

Direct Subsidiaries		Separate financial statements									
		Cost method					Dividend Income				
		2020		2019		Shareholding interest	2020		2019		For the year ended 31 December (Note 39)
Incorporated in	Nature of business	Paid-up share capital (Amount)	2020	2019	Percentage	Investments	Allowance for impairment of investments	Investments	Allowance for impairment of investments	Investments	2020
		Baht	Baht			Baht	Baht	Baht	Baht	Baht	Baht
Rajinjee Hospital Public Company Limited	Private hospital activities	430,000,000	430,000,000	56.91	56.91	238,918,787	-	238,918,787	-	238,918,787	14,684,042
Thonburi Hospital Heart Centers Company Limited	Hospital heart center	100,000,000	100,000,000	99.98	99.98	249,880,000	-	249,880,000	-	249,880,000	22,026,063
Thonburi Wellbeing Co., Ltd.	Senior medical service and residences	1,300,000,000	1,300,000,000	99.99	99.99	1,300,000,000	-	1,300,000,000	-	1,300,000,000	-
Dental Sam Co., Ltd.	Real estate services and medical goods in specialised stores	31,932,650	31,932,650	99.43	99.43	144,526,240	(31,511,767)	113,014,473	(31,511,767)	113,014,473	-
Rajhanee Realty Co., Ltd.	Land and property development	1,960,000,000	700,000,000	100.00	100.00	2,311,597,350	-	1,051,597,350	-	1,051,597,350	-
Thonburi Realty Development Co., Ltd.	Land and property development	1,270,000,000	800,000,000	99.86	99.86	1,288,256,400	(798,256,400)	798,256,400	(798,256,400)	-	-
Modular Software Expertise Co., Ltd.	Consulting and writing	18,000,000	18,000,000	70.00	70.00	12,600,000	(4,600,000)	8,000,000	(4,600,000)	8,000,000	-
Ultratad Thonburi Hospital Co., Ltd.	Private hospital activities	90,000,000	90,000,000	99.99	99.99	90,000,000	-	90,000,000	-	90,000,000	-
Thonburi Bamrungmuang Hospital Co., Ltd.	Private hospital activities	1,223,176,700	1,223,176,700	99.99	99.99	2,111,913,029	-	2,111,913,029	-	2,111,913,029	-
Thararat Thung Song Co. Ltd	Private hospital activities	600,000,000	600,000,000	51.12	51.12	306,692,500	-	306,692,500	-	306,692,500	-
						8,034,384,306	(834,388,167)	7,200,016,139	(834,388,167)	5,470,016,139	44,678,042
								6,304,384,306			22,026,063

Indirect Subsidiary		Shareholding interest			
		2020		2019	
		Baht	Percentage	Baht	Percentage
Thonburi Property Management Co., Ltd. (held by Thonburi Wellbeing Co., Ltd.)	Real estate services and property management	4,000,000	99.99	4,000,000	99.99

Summarised financial statements of subsidiaries with material non-controlling interests

The summarised financial statements for each subsidiary that has non-controlling interests that are material to the Group as at 31 December 2020 and 2019 are as follows:

Summarised statements of financial position

	2020 (Thousand Baht)		2019 (Thousand Baht)	
	Rajyindee Hospital Public Company Limited	Thanarad Thung Song Co., Ltd.	Rajyindee Hospital Public Company Limited	Thanarad Thung Song Co., Ltd.
Current				
Assets	209,002	30,564	239,566	15,826
Liabilities	(60,644)	(91,598)	(152,242)	(104,066)
Total net current assets (liabilities)	148,358	(61,034)	87,324	(88,240)
Non-current				
Assets	542,232	724,120	1,266,352	769,014
Liabilities	(69,022)	(213,665)	(282,687)	(125,802)
Total net non-current assets (liabilities)	473,210	510,455	983,665	643,212
Net assets (liabilities)	621,568	449,421	1,070,989	554,972
			630,335	1,185,307

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Summarised statements of comprehensive income

	2020 (Thousand Baht)		2019 (Thousand Baht)	
	Rajyindee Hospital Public Company Limited	Thanarad Thung Song Co., Ltd.	Rajyindee Hospital Public Company Limited	Thanarad Thung Song Co., Ltd.
	Total		Total	
Revenue	607,249	114,006	721,255	9,166
Profit (loss) before income tax	19,932	(107,011)	(87,079)	(50,225)
Income tax (expenses)	(2,899)	1,459	(1,440)	8,117
Post-tax profit (loss) from continuing operations	17,033	(105,552)	(88,519)	(42,108)
Other comprehensive income	-	-	-	(896)
Total comprehensive income	17,033	(105,552)	(88,519)	(43,004)
Proportion of non-controlling interests (%)	43.09	43.57	43.09	43.57
Total comprehensive income allocated to non-controlling interests	7,340	(45,989)	(38,649)	(18,737)
Dividend paid to non-controlling interests	(11,116)	-	(11,116)	-
Cumulative balance of non-controlling interests	267,807	171,699	439,506	217,688
				489,271

Summarised statements of Cash flow

	2020 (Thousand Baht)	2019 (Thousand Baht)
	Rajyindee Hospital Public Company Limited	Rajyindee Hospital Public Company Limited
	Thanarad Thung Song Co., Ltd.	Thanarad Thung Song Co., Ltd.
	Total	Total
Cash flow from operating activities		
Cash generated from operation	54,668	(46,303)
Interest received	2,143	87
Interest paid	-	(8,321)
Income tax paid	(6,255)	(635)
	50,556	(55,172)
Net cash generated from (used in) operating activities		
	(6,641)	(53,104)
Net cash generated from (used in) investing activities	(28,444)	112,287
Net cash generated from (used in) financing activities		
	15,471	4,011
Net (decrease) increase in cash and cash equivalents	53,454	4,530
Cash and cash equivalents at the beginning of the year		
	68,925	8,541
Cash and cash equivalents at the end of the year		
	77,466	53,454
		4,530
		57,984
		19,482
		(49,658)
		103,112
		68,005
		(63,475)
		113,133
		171,117
		124,875
		(186,370)
		163,661
		(38,253)
		166
		(2,675)
		(4)
		(11,647)
		(2,675)
		549
		68,941

The information as above is the amount of subsidiaries that included in consolidated financial statements before elimination.

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b) The movements of investments in subsidiaries (net) for the years ended 31 December 2020 and 2019 comprise the following:

	Separate financial statements	
	2020	2019
	Cost method	Cost method
	Baht	Baht
Beginning net book value of the year	5,470,016,139	5,320,016,139
Increase in investments in subsidiaries during the year	1,730,000,000	150,000,000
Ending net book value of the year	7,200,016,139	5,470,016,139

c) Consolidation preparation

- 1) Subsidiaries are fully consolidated as from the date of acquisition, (being the date on which the Group obtains control), and continue to be consolidated until the date when such control ceases.
- 2) The subsidiaries have the same accounting period end as that of the Company, for which the accounting period used in consolidation preparation was from 1 January 2020 to 31 December 2020 (2019 : from 1 January 2019 to 31 December 2019).
- 3) Non-controlling interests represent the portion of net income or loss and net assets of the subsidiaries that are not held by the Group and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position.

d) Increase in investment in subsidiary - Thonburi Realty Development Co., Ltd.

At the Board of Directors' Meeting No. 4/2563 of the Company on 13 May 2020, the Board of Directors approved the additional investment in Thonburi Realty Development Co., Ltd. by purchasing the additional shares according to the proportion of shareholding interest. In case that other shareholders do not exercise the right to purchase the additional shares, the Company will exercise the right to buy such shares.

At the Extra Ordinary Shareholders' Meeting No. 1/2563 of a subsidiary - Thonburi Realty Development Co., Ltd. on 10 June 2020, the shareholders approved the increase in registered share capital from Baht 800,000,000 (80,000,000 ordinary shares at par value Baht 10.00 per share) to Baht 1,270,000,000 (127,000,000 ordinary shares at par value Baht 10.00 per share) by issuing 47,000,000 ordinary shares at par value Baht 10.00 per share.

On 18 June 2020, the Company paid for the additional investment in subsidiary - Thonburi Realty Development Co., Ltd. for 47,000,000 ordinary shares at the price of Baht 10.00 per share (par value at Baht 10.00 per share), totally of Baht 470,000,000. The subsidiary registered the share capital increase with the Ministry of Commerce on 23 June 2020. Such additional investment increases the Company's shareholding interest from 99.78% to 99.88%.

e) Increase in investment in subsidiary - Rajthanee Realty Co., Ltd.

At the Board of Directors' Meeting No. 4/2563 of the Company on 13 May 2020, the Board of Directors approved the additional investment in Rajthanee Realty Co., Ltd. by purchasing the additional shares according to the proportion of shareholding interest.

At the Extra Ordinary Shareholders' Meeting No. 1/2563 of a subsidiary - Rajthanee Realty Co., Ltd. on 16 June 2020, the shareholders approved the increase in registered share capital from Baht 700,000,000 (70,000,000 ordinary shares at par value Baht 100.00 per share) to Baht 1,960,000,000 (19,600,000 ordinary shares at par value Baht 100.00 per share) by issuing 12,600,000 ordinary shares at par value Baht 100.00 per share.

On 25 June 2020, the Company paid for the additional investment in subsidiary - Rajthanee Realty Co., Ltd. for 12,600,000 ordinary shares at the price of Baht 100.00 per share (par value at Baht 100.00 per share), totally for Baht 1,260,000,000. The subsidiary registered the share capital increase with the Ministry of Commerce on 29 June 2020. Such additional investment did not affect to the Company's shareholding interest.

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f) Liquidation of indirect subsidiary - Rajyindee Co., Ltd.

At the Extra Ordinary Shareholders' Meeting No. 12/562 of Rajyindee Co., Ltd. on 30 September 2019, the shareholders approved the liquidation of Rajyindee Co., Ltd. The subsidiary registered the liquidation with the Ministry of Commerce on 11 October 2019 and completed liquidation on 23 December 2019.

g) Investment in subsidiary - Thonburi Wellbeing Co., Ltd.

At the Board of Directors' Meeting of the Company No. 8/2562 on 24 October 2019, the Board of directors approved payment for unpaid shares capital of Thonburi Wellbeing Co., Ltd. amounting to Baht 150.00 million (100.00 million ordinary shares at Baht 1.50 per share). The payment will pay into 3 installments, Baht 50.00 million per time.

The Company paid all unpaid shares capital amounting to Baht 150.00 million in November and December 2019. Such additional payment did not impact to the Group's shareholding interest.

h) Consideration of allowance for impairment of investments

As at 31 December 2020 and 2019, the Group's management has reviewed allowance for impairment of investments in subsidiaries by considering the previous loss from operation, future expected estimated loss and other factors and considered to set the allowance for impairment in amounting to Baht 834.37 million.

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23 Investments in joint ventures (net)

a) As at 31 December 2020 and 31 December 2019, investments in joint ventures (net) comprise the following:

Company name	Incorporated in	Nature of business	Percentage of shareholding		Consolidated financial statements		Separate financial statements	
					Investments (Equity method)		Investments (Cost method - net)	
			2020	2019	2020	2019	2020	2019
			Percentage	Percentage	Baht	Baht	Baht	Baht
Weihai Welly Hospital Company Limited	People's Republic of China	Private hospital activities	-	58.00	-	474,707,737	-	682,651,204
Ar Yu International Health Care Company Limited	Republic of the Union of Myanmar	Private hospital activities	40.00	40.00	781,042,516	791,357,976	898,012,168	898,012,168
					781,042,516	1,266,065,713	898,012,168	1,580,663,372

For the year ended 31 December 2020 and 2019, share of profit (loss) from investment in joint ventures are calculated based on financial information which were prepared by management of its joint ventures and were reviewed by auditor. The Group's management views that the value of this investment would not significantly differ if the financial statements are audited by auditor.

The management has reviewed allowance for impairment of investments in joint ventures by considering from past performance, expected performance, and other factors.

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b) The movements of investments in joint ventures (net) for the years ended 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Beginning net book value of the year	1,266,065,713	1,068,453,056	1,580,663,372	1,429,120,653
Increase in investments in joint ventures during the year	-	251,542,719	-	251,542,719
Share of profit (loss) during the year	2,278,490	(117,850,009)	-	-
Share of other comprehensive income of joint ventures accounted for using the equity method	(12,593,950)	63,919,947	-	-
Reversal of share of other comprehensive income	(46,856,251)	-	-	-
Loss from impairment of investment	-	-	-	(100,000,000)
Reclassified to non-current assets classified as held-for-sale	(427,851,486)	-	(446,492,983)	-
Loss from measurement of investment in joint venture before reclassified to non-current assets classified as held-for-sale	-	-	(236,158,221)	-
Ending net book value of the year	781,042,516	1,266,065,713	898,012,168	1,580,663,372

c) Investment in People's Republic of China

The Company has contract with Wego Holding Company Limited to set up a "Joint venture" in the name of "Weihai Welly Hospital Company Limited" which has an objective to provide hospital operations in People's Republic of China. The contractual period is 20 years. The joint venture has been registered on 14 January 2016 with registered share capital amounting to Renminbi 250.00 million. The Company held 58.00% of registered share capital.

In March 2020, the Company entered into the share sale and purchase agreement in joint venture - Weihai Welly Hospital Company Limited with other company. The Company agreed to sales all of Company's shares in such joint venture totally of Renminbi 98.21 million. Such selling price is agreed price which is considered based on the financial information of joint venture as of 31 December 2019.

Under such agreement, the Company shall not assume any profits and losses of the joint venture that occur after 31 December 2019. As a result, the Company do not share any loss from such joint venture for the year ended 31 December 2020.

During 1st quarter of 2020, the Company reclassified investment in joint venture - Weihai Welly Hospital Company Limited in the consolidated and separate financial information which formerly presented as investment in joint venture to non-current assets classified as held-for-sale with the fair value less cost to sell at Baht 446.49 million. The Company recognised gain in the consolidated financial statements amounting to Baht 18.64 million as other income. The Company recognised loss from measurement of investment in joint venture - Weihai Welly Hospital Company Limited before reclassified to non-current assets classified as held-for-sale in the separate financial statements of Baht 236.16 million. The Company received the full payment from such disposal in May 2020.

As at 31 December 2019, the Company's management considered an allowance for impairment of investment in a joint venture - Weihai Welly Hospital Company Limited by calculating the recoverable amount of investment in a joint venture by using value in used method. The calculation is based on pre-tax cash flow projections which are based on 5-year financial budgets, which has been approved by management. Cash flow after 5-year is calculated using the following assumptions:

	Assumption used as at 31 December 2019
Revenue growth rate	5.00% to 7.00% per annum
Discount rate	6.50% per annum

These assumptions have been used to calculate the recoverable amount. The growth rate is based on the average growth rate in the hospital business. The discount rates used are pre-tax rates that reflect specific risks associated with the business.

The recoverable amount calculated from the above assumptions is lower than the book value. The Company's management considered to record loss on impairment of such investment amounting to Baht 100.00 million in the separate financial statements by presenting as impairment loss of investments in joint ventures in profit or loss.

In the event that there is a change in the discount rate, decrease or increase of 1.00% will cause the recoverable amount to be lower than the book value approximately of Baht 60.21 million and Baht 143.20 million, respectively.

Impairment of such investment is included in the hospital operations segment (Note 11).

d) Investment in Republic of the Union of Myanmar

At Executive committee Meeting No. 1/2562 on 15 January 2019, Executive Committee has unanimous approved the investment in ordinary shares increase of joint venture according to the previous shareholding interest amounting to US dollar 8.00 million. During 2nd quarter of 2019, such joint venture call up for the share payment. The Company paid for share payment in May and July 2019 of US dollar 8.00 million (equivalent to Baht 251.54 million). Such additional investment did not impact to the Group's shareholding interest.

As at 31 December 2020 and 2019, the Company paid share payment in investment in joint venture totalling US Dollar 28.00 million (equivalent to Baht 898.01 million).

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Summarised financial information for joint ventures which is accounted for using the equity method.

	Ar Yu International Health Care Company Limited						Total	
	Weihai Welly Hospital Company Limited			As at 31 December			As at 31 December	
	2020	2019	2020	2019	2020	2019	2020	2019
	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht
Current assets	-	69	94	42	94	94	111	111
Non-current assets	-	687	2,679	2,476	2,679	2,679	3,163	3,163
Current liabilities	-	(192)	(198)	(239)	(198)	(198)	(431)	(431)
Non-current liabilities	-	(31)	(648)	(553)	(648)	(648)	(584)	(584)
Net assets	-	533	1,927	1,726	1,927	1,927	2,259	2,259
Revenue	-	188	412	163	412	412	351	351
Net gain (loss)	-	(106)	6	(141)	6	6	(247)	(247)
Other comprehensive income	-	99	(31)	16	(31)	(31)	115	115
Total comprehensive income	-	(7)	(25)	(125)	(25)	(25)	(132)	(132)

The information above reflects the amounts presented in the financial statements of the joint venture (and not the Group's share of those amounts) adjusted for the differences in accounting policies between the Group and the joint ventures for the years ended 31 December 2020 and 2019.

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Reconciliation of summarised financial information

Reconciliation of the summarised information presented to the carrying amount of its interest in joint venture.

Summarised financial information

	Ar Yu International Health Care					
	Wei Hai Welly Hospital Company Limited		Company Limited		Total	
	2020	2019	2020	2019	2020	2019
	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht
Net asset as at 1 January	-	(524)	(274)	(149)	(274)	(673)
Net gain (loss) during the year	-	(106)	6	(141)	6	(247)
Other comprehensive income during the year	-	99	(31)	16	(31)	115
Net asset as at 31 December	-	(531)	(299)	(274)	(299)	(805)
Interest in joint venture (%)	-	58.00	40.00	40.00	(120)	(417)
Equity in joint venture	-	(307)	(120)	(110)	898	1,428
Investment as at 1 January	-	782	898	646	-	252
Additional investment during the year	-	-	-	252	3	3
Deficit of fair value to cost of investment prior to the change in shareholding interest	-	-	3	3	3	3
Net book value as at 31 December	-	475	781	791	781	1,266

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24 Investment properties (net)

	Consolidated financial statements		
	Land Baht	Buildings Baht	Total Baht
As at 1 January 2019			
Cost	2,109,556,054	3,117,225	2,112,673,279
Less Accumulated depreciation	-	(1,183,780)	(1,183,780)
Less Accumulated impairment	(297,887,505)	-	(297,887,505)
Net book value	1,811,668,549	1,933,445	1,813,601,994
For the year ended 31 December 2019			
Opening net book value	1,811,668,549	1,933,445	1,813,601,994
Write-off - cost	(294,728,021)	-	(294,728,021)
- accumulated impairment	294,728,021	-	294,728,021
Transfer to non-current assets held-for-sale	(1,162,048)	-	(1,162,048)
Depreciation charge	-	(155,808)	(155,808)
Closing net book value	1,810,506,501	1,777,637	1,812,284,138
As at 31 December 2019			
Cost	1,813,665,985	3,117,225	1,816,783,210
Less Accumulated depreciation	-	(1,339,588)	(1,339,588)
Less Accumulated impairment	(3,159,484)	-	(3,159,484)
Net book value	1,810,506,501	1,777,637	1,812,284,138
For the year ended 31 December 2020			
Opening net book value	1,810,506,501	1,777,637	1,812,284,138
Write-off - cost	(4,670,496)	-	(4,670,496)
- accumulated impairment	3,159,484	-	3,159,484
Depreciation charge	-	(155,808)	(155,808)
Closing net book value	1,808,995,489	1,621,829	1,810,617,318
As at 31 December 2020			
Cost	1,808,995,489	3,117,225	1,812,112,714
Less Accumulated depreciation	-	(1,495,396)	(1,495,396)
Less Accumulated impairment	-	-	-
Net book value	1,808,995,489	1,621,829	1,810,617,318

As at 31 December 2020, the Group's management reviewed the allowance for impairment of investment properties of subsidiaries and found no indicators of impairment (2019 : considered to recognise allowance for impairment amounting to Baht 3,159,484 in the consolidated financial statements).

As at 31 December 2020 and 2019, fair values of the investment properties under land and buildings category of the Group were assessed by independent professionally qualified valuer, who has experience in the location and type of investment properties assessed. The assessment was performed using market approach for land and buildings. The fair values are within level 2 of the fair value hierarchy.

As at 31 December 2020, fair values of investment properties under land and buildings (not included the land which in the lawsuit as mentioned in Note 48) category assessed in the consolidated financial statements are Baht 3,111,18 million (2019 : Baht 3,111,18 million).

As at 31 December 2020, the Group has investment properties - land which have book value (net) in amounting to Baht 333.99 million (2019 : 35.50 million) in the lawsuit as mentioned in Note 48.

As at 31 December 2020 and 2019, the Company has no investment property.

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Amounts recognised in profit or loss that are related to investment properties (net) for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Revenue	6,056,000	24,239,600	-	-
Rental income	-	-	-	-
Service income	6,056,000	24,239,600	-	-
Expense	-	-	-	-
Direct operating expense arising from investment properties that generated rental income and service income for the year	155,808	155,808	-	-
Direct operating expense arising from investment properties that did not generate rental income and service income for the year	-	-	-	-
	155,808	155,808	-	-

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25 Property, plant and equipment (net)

	Consolidated financial statements										
	Land Baht	Unutilised land in operation Baht	Buildings Baht	Building improvements and utility system Baht	Medical tools and equipment Baht	Tools and equipment Baht	Furniture and office equipment Baht	Computer Baht	Motor vehicle Baht	Assets under installation and construction in progress Baht	Total Baht
As at 1 January 2019											
Cost	1,945,350,898	155,476,062	2,734,094,351	1,155,186,827	1,630,901,182	247,431,213	144,647,080	191,873,645	86,022,841	1,878,020,306	10,189,004,405
Less	-	-	(1,089,794,714)	(657,949,650)	(1,090,578,341)	(187,504,695)	(104,402,319)	(110,702,816)	(69,019,657)	-	(3,309,952,192)
Allowance for impairment	-	-	-	(4,744,878)	-	-	(89,867)	(10,872)	-	(5,440,415)	(10,286,032)
Net book value	1,945,350,898	155,476,062	1,644,299,637	492,492,299	540,322,841	59,926,518	40,154,894	81,159,957	17,003,184	1,872,579,891	6,848,766,181
For the year ended 31 December 2019											
Opening net book value	1,945,350,898	155,476,062	1,644,299,637	492,492,299	540,322,841	59,926,518	40,154,894	81,159,957	17,003,184	1,872,579,891	6,848,766,181
Additions	11,774,685	-	3,905,253	10,744,664	461,337,458	20,669,894	72,070,129	56,436,584	9,047,427	43,950,234	1,767,426,781
Borrowing costs	-	-	-	-	-	-	-	-	-	-	43,950,234
Transfer from advance payment for fixed assets	-	-	-	-	3,016,239	446,743	2,521,911	-	852,250	153,260,653	160,097,796
Transfer to inventories	(6,782,089)	-	-	-	-	-	-	-	-	-	(6,782,089)
Transfer to cost of developing holistic care project	(6,704,580)	-	-	-	-	-	-	-	-	-	(6,704,580)
Transfer to non-current assets held-for-sale	(83,000,000)	-	-	-	-	-	-	-	-	-	(83,000,000)
Transfer in (out)	-	-	1,366,340,955	414,121,791	96,621,848	57,370,511	86,663,959	51,623,402	-	(2,072,742,466)	-
Reclassification - cost	-	-	(10,226,308)	33,973,811	-	(38,299,899)	14,493,855	58,541	-	-	-
- accumulated depreciation	-	-	9,313,469	(1,821,657)	-	1,791,744	(9,277,196)	(6,360)	-	-	-
Disposals - cost	-	-	-	(1,831,956)	(29,358,703)	(3,370,391)	(531,688)	(1,610,981)	(4,209,200)	-	(40,912,919)
- accumulated depreciation	-	-	-	1,819,711	28,664,272	3,267,439	493,220	1,575,977	4,209,195	-	40,029,814
Write-off - cost	-	-	(12,837,679)	(15,407,999)	(96,986,750)	(1,824,634)	(22,034,773)	(1,771,949)	(67,000)	-	(150,930,784)
- accumulated depreciation	-	-	12,837,679	10,419,170	94,341,362	1,770,063	21,887,287	1,670,701	66,998	-	142,793,250
Depreciation charge	-	-	(119,555,358)	(97,262,673)	(155,127,862)	(21,206,362)	(26,122,042)	(39,044,507)	(5,401,194)	-	(463,779,998)
Impairment charge	-	-	-	4,744,878	-	(7,647)	83,882	(1,638)	-	-	4,819,475
Closing net book value	1,860,638,914	155,476,062	2,894,077,648	851,992,039	942,830,705	80,533,969	180,203,438	150,089,727	21,501,660	1,118,488,999	8,255,833,161
As at 31 December 2019											
Cost	1,860,638,914	155,476,062	4,081,276,572	1,596,787,138	2,065,531,274	282,423,437	297,830,473	296,609,242	91,646,318	1,123,929,414	11,852,148,844
Less	-	-	(1,187,198,924)	(744,795,099)	(1,122,700,569)	(201,861,821)	(117,621,050)	(146,507,005)	(70,144,658)	-	(3,590,849,126)
Allowance for impairment	-	-	-	-	-	(7,647)	(5,985)	(12,510)	-	(5,440,415)	(5,466,557)
Net book value	1,860,638,914	155,476,062	2,894,077,648	851,992,039	942,830,705	80,533,969	180,203,438	150,089,727	21,501,660	1,118,488,999	8,255,833,161

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	Consolidated financial statements											
	Land Baht	Unutilised land in operation Baht	Land improvement Baht	Buildings Baht	Improvements and utility system Baht	Medical tools and equipment Baht	Tools and equipment Baht	Furniture and office equipment Baht	Computer Baht	Motor vehicle Baht	Assets under installation and construction in progress Baht	Total Baht
Adjustments from change in accounting policy (Note 5)												
Cost	-	-	-	-	-	-	-	(6,946,486)	(44,792,170)	(3,710,892)	-	(55,449,548)
Less Accumulated depreciation	-	-	-	-	-	-	-	730,920	15,829,276	182,833	-	16,743,029
Net book value	-	-	-	-	-	-	-	(6,215,566)	(28,962,894)	(3,528,059)	-	(38,706,519)
As at 1 January 2020												
Cost	1,860,638,914	155,476,062	-	4,081,276,572	1,596,787,138	2,065,531,274	282,423,437	290,883,987	251,817,072	87,935,426	1,123,929,414	11,796,689,296
Less Accumulated depreciation	-	-	-	(1,187,198,924)	(744,795,099)	(1,122,700,569)	(201,881,821)	(116,890,130)	(130,677,729)	(69,961,825)	-	(3,574,106,097)
Allowance for impairment	-	-	-	-	-	-	(7,647)	(5,985)	(12,510)	-	(5,440,415)	(5,466,557)
Net book value	1,860,638,914	155,476,062	-	2,894,077,648	851,992,039	942,830,705	80,533,969	173,987,872	121,126,833	17,973,601	1,118,488,999	8,217,126,642
For the year ended 31 December 2020												
Opening net book value	1,860,638,914	155,476,062	-	2,894,077,648	851,992,039	942,830,705	80,533,969	173,987,872	121,126,833	17,973,601	1,118,488,999	8,217,126,642
Additions	35,016,068	-	2,234,799	3,108,762	33,095,563	358,522,965	20,895,609	36,249,780	19,045,770	2,721,290	579,261,810	1,090,152,416
Borrowing costs	-	-	-	-	-	-	-	-	-	-	11,314,013	11,314,013
Transfer from advance payment for fixed assets	-	-	-	-	1,260,000	6,029,780	1,731,507	10,541,033	220,770	-	94,350,336	114,133,426
Transfer from (to) intangible assets (Note 27)	-	-	-	-	-	-	-	-	(4,711,852)	-	14,030,613	9,318,761
- cost	-	-	-	-	-	-	-	-	760,402	-	-	760,402
- accumulated depreciation	-	-	-	-	-	-	-	117,500	-	-	-	117,500
Transfer in (out)	-	-	11,192,846	667,925,592	521,737,932	8,992,241	30,964,613	6,748,670	1,437,672	-	(1,248,989,566)	(93,230)
Reclassification - cost	-	-	4,708,031	-	9,002,472	8,215,243	(20,639,678)	(1,014,965)	(271,113)	-	-	-
- accumulated depreciation	-	-	(1,992,608)	-	762,622	(675,145)	1,916,589	142,499	(153,957)	-	-	-
Disposals - cost	-	-	-	-	(3,093,146)	(120,392,163)	(5,208,397)	(8,435,181)	(3,014,308)	(2,130,000)	-	(142,273,195)
- accumulated depreciation	-	-	-	-	3,093,120	105,290,821	4,956,966	8,425,129	2,958,755	2,129,998	-	128,854,789
Write-off - cost	-	-	-	(10,065,875)	(2,576,908)	(10,219,216)	(2,547,087)	(3,635,917)	(1,100,535)	-	-	(30,145,518)
- accumulated depreciation	-	-	-	6,239,098	2,576,903	8,591,048	2,401,568	3,315,996	1,047,827	-	-	24,172,440
Depreciation charge	-	-	-	(964,721)	(150,900,755)	(205,489,090)	(22,932,992)	(48,297,586)	(32,445,100)	(5,856,890)	-	(615,988,733)
Impairment charge	-	-	-	-	-	-	7,647	5,985	10,781	-	(748,466)	(724,053)
Closing net book value	1,895,654,982	155,476,062	15,178,347	3,410,384,470	1,268,748,998	1,101,697,189	92,070,334	178,057,595	104,911,945	14,837,999	567,707,739	8,804,725,660
As at 31 December 2020												
Cost	1,895,654,982	155,476,062	18,135,676	4,742,245,051	2,156,213,051	2,316,680,124	307,610,024	331,454,917	263,423,476	88,526,716	573,896,620	12,849,316,699
Less Accumulated depreciation	-	-	(2,957,329)	(1,331,860,581)	(887,464,053)	(1,214,982,935)	(215,539,690)	(153,397,322)	(158,509,802)	(73,688,717)	-	(4,038,400,429)
Allowance for impairment	-	-	-	-	-	-	-	-	(1,729)	-	(6,188,881)	(6,190,610)
Net book value	1,895,654,982	155,476,062	15,178,347	3,410,384,470	1,268,748,998	1,101,697,189	92,070,334	178,057,595	104,911,945	14,837,999	567,707,739	8,804,725,660

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	Separate financial statements									
	Building improvements and utility system					Medical tools and equipment		Furniture and office equipment		Assets under installation and construction in progress
	Land	Unutilised land in operation	Land improvements	Buildings	Building improvements and utility system	Medical tools and equipment	Tools and equipment	Computer	Motor vehicle	
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Total Baht
As at 1 January 2019										
Cost	999,971,022	155,476,062	-	2,612,898,333	913,575,468	1,182,705,265	192,674,776	158,580,918	53,345,301	6,441,119,391
Less: Accumulated depreciation	-	-	-	(1,001,854,527)	(501,246,443)	(878,665,533)	(150,313,693)	(87,482,343)	(41,257,663)	(2,752,807,382)
Net book value	999,971,022	155,476,062	-	1,611,043,806	412,329,025	304,039,732	42,361,083	71,098,575	12,087,638	3,688,312,009
For the year ended 31 December 2019										
Opening net book value	999,971,022	155,476,062	-	1,611,043,806	412,329,025	304,039,732	42,361,083	71,098,575	12,087,638	3,688,312,009
Additions	11,774,685	-	-	-	7,617,178	102,205,838	9,900,969	8,564,955	13,500	316,055,911
Transfer from advance payment for fixed assets	-	-	-	-	-	-	207,120	-	-	373,976
Disposals	-	-	-	-	123,610,687	3,300,000	2,657,681	8,925,005	-	(157,770,073)
- cost	-	-	-	-	(1,733,026)	(28,851,725)	(783,422)	(436,787)	-	(32,059,556)
- accumulated depreciation	-	-	-	-	1,733,024	28,155,030	741,992	434,122	-	31,318,754
Write-off	-	-	-	-	(726,249)	(91,911,340)	(502,660)	(6,518,870)	-	(100,692,411)
- cost	-	-	-	-	726,244	91,710,962	465,263	6,515,707	-	100,354,217
- accumulated depreciation	-	-	-	-	(67,987,321)	(79,548,405)	(12,594,502)	(20,965,245)	(3,479,323)	(288,014,061)
Depreciation charge	-	-	-	(73,274,939)	-	-	-	-	-	-
Closing net book value	1,011,745,707	155,476,062	-	1,537,768,867	475,569,562	329,100,092	42,453,524	86,617,545	8,621,815	3,735,648,839
As at 31 December 2019										
Cost	1,011,745,707	155,476,062	-	2,612,898,333	1,042,344,058	1,167,448,038	204,154,464	193,874,506	53,358,801	6,624,797,311
Less: Accumulated depreciation	-	-	-	(1,075,129,466)	(566,774,496)	(838,347,946)	(161,700,940)	(107,256,961)	(44,736,986)	(2,889,148,472)
Net book value	1,011,745,707	155,476,062	-	1,537,768,867	475,569,562	329,100,092	42,453,524	86,617,545	8,621,815	3,735,648,839
Adjustments from change in accounting policy (Note 5)										
Cost	-	-	-	-	-	-	-	(22,583,295)	-	(22,583,295)
Less: Accumulated depreciation	-	-	-	-	-	-	-	8,426,340	-	8,426,340
Net book value	-	-	-	-	-	-	-	(14,156,955)	-	(14,156,955)
As at 1 January 2020										
Cost	1,011,745,707	155,476,062	-	2,612,898,333	1,042,344,058	1,167,448,038	204,154,464	171,291,211	53,358,801	6,602,214,016
Less: Accumulated depreciation	-	-	-	(1,075,129,466)	(566,774,496)	(838,347,946)	(161,700,940)	(98,830,621)	(44,736,986)	(2,880,722,132)
Net book value	1,011,745,707	155,476,062	-	1,537,768,867	475,569,562	329,100,092	42,453,524	72,460,590	8,621,815	3,721,491,884
For the year ended 31 December 2020										
Opening net book value	1,011,745,707	155,476,062	-	1,537,768,867	475,569,562	329,100,092	42,453,524	72,460,590	8,621,815	3,721,491,884
Additions	35,016,068	-	1,489,319	-	8,245,615	282,780,745	12,710,341	8,677,016	-	55,283,955
Transfer from advance payment for fixed assets	-	-	-	-	1,020,000	3,219,500	1,077,301	146,793	-	254,886,988
Disposals	-	-	-	-	94,811,166	-	5,453,350	1,051,300	-	594,173,837
- cost	-	-	-	-	(3,072,495)	(83,150,763)	(4,633,294)	(8,406,487)	-	2,103,412
- accumulated depreciation	-	-	-	-	3,072,470	79,308,980	(4,633,294)	(2,904,047)	-	(102,064,541)
Write-off	-	-	-	(5,562,214)	(2,576,908)	(5,972,840)	(1,357,433)	(2,848,997)	-	(102,167,086)
- cost	-	-	-	(1,735,437)	2,576,903	5,972,814	(1,270,622)	(413,662)	-	98,035,326
- accumulated depreciation	-	-	-	(38,657)	(84,509,858)	(91,219,498)	(15,416,691)	(18,500,964)	-	(16,267,958)
Depreciation charge	-	-	(38,657)	(69,478,517)	(84,509,858)	(91,219,498)	(15,416,691)	(18,500,964)	(2,935,802)	12,343,177
Closing net book value	1,046,761,775	155,476,062	1,450,662	1,464,463,573	495,136,455	500,039,030	45,965,582	63,632,882	5,686,013	(294,104,968)
As at 31 December 2020										
Cost	1,046,761,775	155,476,062	1,489,319	2,607,336,119	1,140,771,436	1,344,324,680	217,404,729	177,701,818	53,358,801	7,085,519,815
Less: Accumulated depreciation	-	-	(38,657)	(1,142,872,546)	(645,634,981)	(844,285,650)	(171,439,147)	(114,068,936)	(47,672,788)	(3,064,448,597)
Net book value	1,046,761,775	155,476,062	1,450,662	1,464,463,573	495,136,455	500,039,030	45,965,582	63,632,882	5,686,013	4,021,071,218

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Unutilised land in operation is land with defined purpose for hospital operation expansion. Therefore, it is not classified as investment properties and presented in property, plant and equipment in both consolidated and company financial statements.

Borrowing costs of the Group for the year ended 31 December 2020 of Baht 11.31 million (2019 : Baht 43.95 million), arising from financing entered into for the construction of land improvements, buildings, building improvements, utility system, and tools and equipment, were capitalised during the year and are included in additions. The Group used a capitalisation rate of 2.25% - 3.15% (2019 : 1.93% - 3.41%) to represent the actual borrowing cost of the loan used to finance the project.

For the year ended 2020, the Group and the Company presented right-of-use assets as a separate line item in the statement of financial position as a results of changes in accounting policy as disclosed in Note 5.

As at 31 December 2019, finance lease liabilities which the Group and the Company are lessees comprise of motor vehicle, computer and office equipment as follows:

	Consolidated financial statements	Separate financial statements
	2019 Baht	2019 Baht
Cost	55,449,548	22,583,295
<u>Less</u> Accumulated depreciation	(16,743,029)	(8,426,340)
Net book value	38,706,519	14,156,955

As at 31 December 2020, two subsidiaries have credit facilities with domestic financial institutions amounting to Baht 291.80 million. Such credit facilities are secured by the mortgage of some land and buildings of such two subsidiaries.

As at 31 December 2020, land and buildings with cost amounting to Baht 944.25 million (2019: Baht 942.03 million) have been pledged with the financial institutions as collateral against bank overdrafts, borrowings from financial institutions and bank guarantees (Note 30, 32 and 46).

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26 Right-of-use assets (net)

	Consolidated financial statements					
	Land Baht	Buildings and building improvements Baht	Furniture and office equipment Baht	Computer Baht	Vehicle Baht	Software Baht
Balance as at 1 January 2020 (Note 5)	107,833,469	33,818,356	1,049,897	-	9,424,597	-
Adjustment from adoption of TFRS 16	3,172,990,475	-	14,325,361	37,413,294	3,710,892	669,062
Reclassification from adoption of TFRS 16	(887,059,028)	-	(3,190,543)	(13,369,653)	(182,832)	(29,145)
- Cost						
- Accumulated depreciation						
2,393,764,916		33,818,356	12,184,715	24,043,641	12,952,657	639,917
1,160,441		35,966,963	1,537,739	4,342,129	6,060,932	-
2,393,764,916		33,818,356	12,184,715	24,043,641	12,952,657	639,917
1,160,441		35,966,963	1,537,739	4,342,129	6,060,932	-
- Cost			(117,500)	-	-	-
- Accumulated depreciation			93,230	-	-	-
Lease modifications and reassessments						
- Cost		(13,744,984)	(1,566,851)	-	-	-
- Accumulated depreciation		3,482,590	-	-	-	-
Depreciation charge	(134,008,750)	(29,502,063)	(2,724,753)	(11,698,051)	(5,191,682)	(66,906)
Net book value at the end of the year	2,260,916,607	30,020,862	9,406,580	16,687,719	13,821,907	573,011
As at 31 December 2020						
Cost	3,281,984,385	56,040,335	15,228,646	41,755,423	19,196,421	669,062
Less Accumulated depreciation	(1,021,067,778)	(26,019,473)	(5,822,066)	(25,067,704)	(5,374,514)	(96,051)
Net book value	2,260,916,607	30,020,862	9,406,580	16,687,719	13,821,907	573,011

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	Separate financial statements				
	Land Baht	Buildings and building improvements Baht	Furniture and office equipment Baht	Computer Baht	Total Baht
Balance as at 1 January 2020 (Note 5)	21,317,243	834,340	101,821	-	22,253,404
Adjustment from adoption of TFRS 16					
Reclassification from adoption of TFRS 16					
- Cost	20,000,000	-	-	22,583,295	42,583,295
- Accumulated depreciation	(9,402,740)	-	-	(8,426,340)	(17,829,080)
Additions during the year	31,914,503	834,340	101,821	14,156,955	47,007,619
Depreciation charge	1,160,441	1,006,655	396,781	-	2,563,877
	(4,320,657)	(628,342)	(256,573)	(5,571,446)	(10,777,018)
Net book value at the end of the year	28,754,287	1,212,653	242,029	8,585,509	38,794,478
As at 31 December 2020					
Cost	42,477,684	1,840,995	498,602	22,583,295	67,400,576
Less Accumulated depreciation	(13,723,397)	(628,342)	(256,573)	(13,997,786)	(28,606,098)
Net book value	28,754,287	1,212,653	242,029	8,585,509	38,794,478

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27 Intangible assets (net)

	Consolidated financial statements		
	Software Baht	Software under installation Baht	Total Baht
As at 1 January 2019			
Cost	142,877,526	67,897,748	210,775,274
Less: Accumulated amortisation	(68,156,576)	-	(68,156,576)
Net book value	74,720,950	67,897,748	142,618,698
For the year ended 31 December 2019			
Opening net book value	74,720,950	67,897,748	142,618,698
Additions	21,769,475	34,250,963	56,020,438
Transfer from advance for fixed assets	697,484	-	697,484
Transfer in (out)	40,873,089	(40,873,089)	-
Write-off - cost	(616,600)	-	(616,600)
- accumulated amortisation	614,998	-	614,998
Amortisation charge	(17,373,882)	-	(17,373,882)
Closing net book value	120,685,514	61,275,622	181,961,136
As at 31 December 2019			
Cost	205,600,974	61,275,622	266,876,596
Less: Accumulated amortisation	(84,915,460)	-	(84,915,460)
Net book value	120,685,514	61,275,622	181,961,136
Adjustments from change in accounting policy (Note 5)			
Cost	(669,062)	-	(669,062)
Less: Accumulated amortisation	29,145	-	29,145
Net book value	(639,917)	-	(639,917)
As at 1 January 2020			
Cost	204,931,912	61,275,622	266,207,534
Less: Accumulated amortisation	(84,886,315)	-	(84,886,315)
Net book value	120,045,597	61,275,622	181,321,219
For the year ended 31 December 2020			
Opening net book value	120,045,597	61,275,622	181,321,219
Additions	31,164,823	53,402,979	84,567,802
Transfer from advance payment for fixed assets	417,300	436,560	853,860
Transfer in (out)	39,695,238	(39,695,238)	-
Transfer from (to) property, plant and equipment - cost	7,099,022	(16,417,783)	(9,318,761)
- accumulated amortisation	(760,402)	-	(760,402)
Write-off - cost	(2,171,700)	-	(2,171,700)
- accumulated amortisation	2,138,400	-	2,138,400
Impairment charge	(18,186)	-	(18,186)
Amortisation charge	(27,240,617)	-	(27,240,617)
Closing net book value	170,369,475	59,002,140	229,371,615
As at 31 December 2020			
Cost	281,136,595	59,002,140	340,138,735
Less: Accumulated amortisation	(110,748,934)	-	(110,748,934)
Less: Accumulated impairment	(18,186)	-	(18,186)
Net book value	170,369,475	59,002,140	229,371,615

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	Software Baht	Software under installation Baht	Total Baht
As at 1 January 2019			
Cost	110,186,134	2,519,400	112,705,534
Less: Accumulated amortisation	(40,504,785)	-	(40,504,785)
Net book value	69,681,349	2,519,400	72,200,749
For the year ended 31 December 2019			
Opening net book value	69,681,349	2,519,400	72,200,749
Additions	3,561,272	4,177,140	7,738,412
Transfer from advance payment for fixed assets	486,850	-	486,850
Transfer in (out)	5,097,960	(5,097,960)	-
Write-off - cost	(117,000)	-	(117,000)
- accumulated amortisation	117,000	-	117,000
Amortisation charge	(10,942,370)	-	(10,942,370)
Closing net book value	67,885,061	1,598,580	69,483,641
As at 31 December 2019			
Cost	119,215,216	1,598,580	120,813,796
Less: Accumulated amortisation	(51,330,155)	-	(51,330,155)
Net book value	67,885,061	1,598,580	69,483,641
For the year ended 31 December 2020			
Opening net book value	67,885,061	1,598,580	69,483,641
Additions	7,187,694	13,145,541	20,333,235
Transfer from advance payment for fixed assets	417,300	-	417,300
Transfer in (out)	749,000	(749,000)	-
Amortisation charge	(12,609,302)	-	(12,609,302)
Closing net book value	63,629,753	13,995,121	77,624,874
As at 31 December 2020			
Cost	127,569,210	13,995,121	141,564,331
Less: Accumulated amortisation	(63,939,457)	-	(63,939,457)
Net book value	63,629,753	13,995,121	77,624,874

28 Land leasehold rights and leased buildings (net)

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Opening net book value	2,232,117,700	2,271,893,072	10,597,260	11,397,260
Addition during the year - subsidiary	-	91,800,000	-	-
Redissolution on adoption of TFRS 16 (Note 5)	(2,232,117,700)	(10,597,260)	(10,597,260)	-
Less: Amortisation charge	-	(131,575,372)	-	(800,000)
Closing net book value	-	2,232,117,700	-	10,597,260

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29 Deferred tax assets (liabilities) (net)

Deferred tax assets (liabilities) (net) as at 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Deferred tax assets:				
- Deferred tax assets to be recovered within 12 months	16,288,196	12,109,202	9,357,651	8,574,316
- Deferred tax assets to be recovered after more than 12 months	274,705,131	241,450,382	69,854,189	69,563,865
	290,973,327	253,559,584	79,211,840	78,138,181
Deferred tax liabilities:				
- Deferred tax liabilities to be settled within 12 months	(26,186,670)	(23,173,090)	(10,400,184)	(9,530,705)
- Deferred tax liabilities to be settled after more than 12 months	(357,739,305)	(341,785,760)	(145,994,764)	(146,225,164)
	(383,925,975)	(364,958,850)	(156,394,948)	(155,755,869)
Deferred tax assets (liabilities) (net)	(92,952,648)	(111,399,266)	(77,183,108)	(77,617,688)
Deferred tax assets (liabilities) (net) of financial position				
- Deferred tax assets (net)	177,627,754	171,655,146	-	-
- Deferred tax liabilities (net)	(270,580,402)	(283,054,412)	(77,183,108)	(77,617,688)
	(92,952,648)	(111,399,266)	(77,183,108)	(77,617,688)

The movements of deferred tax assets (liabilities) (net) for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Opening balance of the year	(111,399,266)	(202,020,718)	(77,617,688)	(104,900,073)
Increase (decrease) to profit or loss (Note 42)	7,690,321	73,257,070	(10,321,717)	12,091,542
Increase (decrease) to other comprehensive income	10,731,953	17,364,382	10,731,953	15,190,843
Increase (decrease) in retained earnings	24,344	-	24,344	-
Closing balance of the year	(92,952,648)	(111,399,266)	(77,183,108)	(77,617,688)

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As at 31 December 2020 and 2019, deferred tax (net) is calculated by using the liability method on temporary differences at the tax rate of 20.00%.

	Consolidated financial statements				Separate financial statements			
	1 January 2020	31 December 2020	Increase (decrease) to profit or loss	Increase (decrease) to comprehensive income	1 January 2019	31 December 2019	Increase (decrease) to profit or loss	Increase (decrease) to comprehensive income
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Deferred tax assets								
Provision for obsolete inventories	55,624	-	(55,624)	-	55,624	-	(55,624)	-
Employee benefit obligations	89,500,605	-	(89,500,605)	-	89,500,605	-	(89,500,605)	-
Lease liabilities (net)	6,701,083	43,486,621	(36,785,538)	-	6,701,083	43,486,621	(36,785,538)	-
Difference in interest expense which recovered within 12 months	5,823,933	-	(5,823,933)	-	5,823,933	-	(5,823,933)	-
Difference in interest expense which recovered after more than 12 months	135,556,045	-	(135,556,045)	-	135,556,045	-	(135,556,045)	-
Accumulated deficit	1,091,495	(1,091,495)	-	-	1,091,495	-	-	-
Difference in cost of assets between accounting and tax approach	7,136,741	-	(7,136,741)	-	7,136,741	-	(7,136,741)	-
Difference in depreciation expense between accounting and tax approach	2,420,322	-	(2,420,322)	-	2,420,322	-	(2,420,322)	-
Allowance for impairment	62,090	-	(62,090)	-	62,090	-	(62,090)	-
Deferred revenue	2,633,182	-	(2,633,182)	-	2,633,182	-	(2,633,182)	-
	250,881,220	42,375,126	(208,506,094)	-	250,881,220	42,375,126	(208,506,094)	-
Deferred tax liabilities								
Difference in depreciation expense between accounting and tax approach	(64,691,265)	-	(64,691,265)	-	(64,691,265)	-	(64,691,265)	-
Assets under finance leases	(87,030,197)	(43,375,126)	(43,665,071)	-	(87,030,197)	(43,375,126)	(43,665,071)	-
Unrealised gain from financial assets	-	-	-	10,731,953	-	-	-	10,731,953
Prepaid front-end fee	(1,699,011)	-	(1,699,011)	-	(1,699,011)	-	(1,699,011)	-
Borrowing cost as cost of developing holistic care project	2,578,364	-	(2,578,364)	-	2,578,364	-	(2,578,364)	-
Allowance for impairment	(205,436,724)	-	(205,436,724)	-	(205,436,724)	-	(205,436,724)	-
Fair value of land leasehold rights and leased buildings	(382,890,486)	(42,375,126)	(340,515,360)	-	(382,890,486)	(42,375,126)	(340,515,360)	-
	(1,111,399,266)	(42,375,126)	(1,069,024,140)	-	(1,111,399,266)	(42,375,126)	(1,069,024,140)	-
Deferred tax assets (liabilities) (net)								
	139,983	84,750	(55,233)	-	139,983	84,750	(55,233)	-
Provision for obsolete inventories	66,776,021	24,040,860	(42,735,161)	-	66,776,021	24,040,860	(42,735,161)	-
Employee benefit obligations	2,171,064	4,530,019	(2,358,955)	-	2,171,064	4,530,019	(2,358,955)	-
Difference in interest expense which calculated by effective interest rate method	4,832,451	891,482	(3,940,969)	-	4,832,451	891,482	(3,940,969)	-
Accumulated deficit	104,218,229	31,337,816	(72,880,413)	-	104,218,229	31,337,816	(72,880,413)	-
Difference in rental expense	965,084	126,411	(838,673)	-	965,084	126,411	(838,673)	-
Difference in cost of assets between accounting and tax approach	3,524,727	3,612,014	(88,287)	-	3,524,727	3,612,014	(88,287)	-
Difference in depreciation expense between accounting and tax approach	1,248,517	1,171,005	(77,512)	-	1,248,517	1,171,005	(77,512)	-
Provision for impairment	(158,400)	(158,400)	-	-	(158,400)	(158,400)	-	-
Allowance for impairment	59,642	2,448	(57,194)	-	59,642	2,448	(57,194)	-
Deferred revenue	-	2,633,182	2,633,182	-	-	2,633,182	2,633,182	-
	184,193,118	86,104,478	(98,088,640)	-	184,193,118	86,104,478	(98,088,640)	-
Deferred tax liabilities								
Difference in depreciation expense between accounting and tax approach	(57,441,885)	(7,249,380)	(50,192,505)	-	(57,441,885)	(7,249,380)	(50,192,505)	-
Assets under finance leases	(12,151,472)	(3,950,181)	(8,201,291)	-	(12,151,472)	(3,950,181)	(8,201,291)	-
Unrealised gain from available-for-sale investments	(18,716,955)	18,680,758	(36,967)	-	(18,716,955)	18,680,758	(36,967)	-
Prepaid front-end fee	(1,267,355)	(442,276)	(825,079)	-	(1,267,355)	(442,276)	(825,079)	-
Borrowing cost as cost of developing holistic care project	(2,209,530)	4,787,894	(6,997,424)	-	(2,209,530)	4,787,894	(6,997,424)	-
Fair value of land leasehold rights and leased buildings	(217,443,259)	12,006,535	(205,436,724)	-	(217,443,259)	12,006,535	(205,436,724)	-
	(386,213,836)	(5,152,592)	(381,061,244)	-	(386,213,836)	(5,152,592)	(381,061,244)	-
Deferred tax assets (liabilities) (net)								
	(202,020,718)	73,257,070	(128,763,648)	-	(202,020,718)	73,257,070	(128,763,648)	-

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	Separate financial statements			
	1 January 2020 Baht	Adjustments from changes in accounting policies Baht	Increase (decrease) to comprehensive income Baht	Increase (decrease) to retained earnings Baht
Deferred tax assets				
Provision for obsolete inventories - supplies	12,312	-	-	-
Employee benefit obligations	69,634,539	(1,001)	-	11,311
Lease liabilities (net)	2,667,397	(1,492,989)	-	68,141,550
Difference in interest expense which calculated by effective interest rate method	5,823,933	(1,277,853)	-	5,840,224
		(605,178)	-	5,218,755
	78,138,181	4,450,680	(3,377,021)	-
			-	79,211,840
Deferred tax liabilities				
Difference in depreciation expense between accounting and tax approach	(64,691,264)	-	(8,726,687)	-
Assets under lease liabilities	(2,544,485)	(4,450,680)	1,367,959	(73,417,631)
Unrealised gain from financial assets	(86,875,685)	-	(13,284)	(5,627,206)
Prepaid front-end fee	(1,644,435)	-	427,276	(76,132,652)
	(155,755,869)	(4,450,680)	10,731,953	(1,217,159)
		(6,944,696)	10,731,953	24,344
	(77,617,688)	-	(10,321,717)	(156,394,948)
			10,731,953	24,344
			-	(77,183,108)
Deferred tax liabilities (net)				

	Separate financial statements			
	1 January 2019 Baht	Increase (decrease) to comprehensive income Baht	Increase (decrease) to other comprehensive income Baht	31 December 2019 Baht
Deferred tax assets				
Provision for obsolete inventories - supplies	92,983	(80,671)	-	12,312
Employee benefit obligations	54,123,397	18,838,415	(3,327,273)	69,634,539
Finance lease liabilities (net)	2,136,992	530,405	-	2,667,397
Difference in interest expense which calculated by effective interest rate method	4,932,451	891,482	-	5,823,933
	61,285,823	20,179,631	(3,327,273)	78,138,181
Deferred tax liabilities				
Difference in depreciation expense between accounting and tax approach	(57,441,884)	(7,249,380)	-	(64,691,264)
Assets under finance leases	(2,093,476)	(451,009)	-	(2,544,485)
Unrealised gain from available-for-sale investments	(105,393,801)	-	18,518,116	(86,875,685)
Prepaid front-end fee	(1,256,735)	(387,700)	-	(1,644,435)
	(166,185,896)	(8,088,089)	18,518,116	(155,755,869)
	(104,900,073)	12,091,542	15,190,843	(77,617,688)
Deferred tax liabilities (net)				

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As at 31 December 2020 and 2019, the Group and the Company did not recognise deferred tax assets (liabilities) which such amount can be deductible with tax expense in the future are as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Unused tax losses				
- 2020	-	42,502,717	-	-
- 2021	28,861,065	12,481,041	-	-
- 2022	42,544,893	13,162,578	-	-
- 2023	45,903,671	8,565,294	-	-
- 2024	12,771,340	8,620,174	-	-
- 2025	18,807,425	-	-	-
Allowance for impairment of investments properties	-	631,897	-	-
Allowance for impairment of investments	-	860,419	-	-
Allowance for expected credit loss (2019: Allowance for doubtful accounts)	-	-	166,873,633	187,734,052
- Trade accounts receivable	16,822,319	10,044,273	11,838,221	8,061,286
- Advance payment and other receivable	419,171	53,823	230,362	-
- Interest receivable	-	-	-	8,932,338
Allowance for obsolete inventories	1,540,388	1,637,298	-	-
Allowance for sales return	480,364	315,089	-	-
Deferred revenue	80,700	61,500	-	-

Deferred tax assets (liabilities) of the Group and the Company are only recognised to the future taxable profits, which is probable that the deferred tax assets can be utilised.

30 Bank overdrafts and short-term loans from financial institutions

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Bank promissory notes	2,754,708,600	2,647,905,029	2,629,708,600	2,580,000,000
Bank overdrafts	5,006,165	8,427,749	-	-
Trust receipts	52,717,613	48,804,549	-	-
Letter of credit	49,689,290	-	-	-
	2,862,121,668	2,705,137,327	2,629,708,600	2,580,000,000
	Consolidated financial statements		Separate financial statements	
	2020 Interest rate (%)	2019 Interest rate (%)	2020 Interest rate (%)	2019 Interest rate (%)
Bank promissory notes	Financial Market and MLR 5.47	Interest rate in Financial Market and MLR 6.25	Interest rate in Financial Market	Interest rate in Financial Market
Bank overdrafts	MOR	Interest rate in Financial Market	-	-
Trust receipts	Financial Market	Interest rate in Financial Market	-	-
Letter of credit	Financial Market	Interest rate in Financial Market	-	-

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As at 31 December 2020, bank promissory notes of the Group are promissory notes which due for repayment at call and promissory notes which have the maturity date within 6 months and the repayment is due in April 2021 (31 December 2019 : promissory notes which due for repayment at call and promissory notes which have the maturity date within 5 months and repayment is due in May 2020) and the Company has the promissory notes which due for repayment at call and promissory notes which have the maturity date within 6 months and the repayment is due in April 2021 (31 December 2019 : promissory notes which due for repayment at call and promissory notes which have the maturity date within 3 months and repayment is due in February 2020).

As at 31 December 2020 and 2019, trust receipts of the Group represents the short-term credit from a local bank which has the maturity date within 180 days. The Group uses trust receipts as working capital to purchase medical supplies and equipment from overseas.

As at 31 December 2020, letter of credit of the Group represents the short-term credit from a local bank which has the maturity date within 180 days for payment of a subsidiary to sub-contractor.

The Group has credit facilities with no collateral for letter of credit and trust receipts with a domestic financial institution. Such credit facilities can be drawn down amounting to Baht 100.00 million. The credit limit is combined line with Thonburi Healthcare Group Public Company Limited and a subsidiary.

31. Trade and other accounts payable

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Trade accounts payable					
- other companies		366,187,226	473,379,848	200,704,406	262,049,502
- related companies	44 a)	16,267,977	4,125,288	13,254,291	5,196,319
Other accounts payable					
- other companies		67,181,970	63,834,367	36,585,019	41,983,839
- related companies	44 a)	291,076	2,281,940	12,836,109	39,156,008
Fixed assets payable					
- other companies		103,433,305	470,032,635	68,435,557	43,644,250
- related companies	44 a)	-	-	73,302	1,701,392
Intangible asset payable					
- other companies		29,239,231	1,982,534	5,369,260	-
- related company	44 a)	-	-	45,475	132,080
Interest payable					
- other companies		34,913,564	39,534,396	31,074,452	34,929,396
- related companies	44 a)	-	-	45,854	-
Dividend payable		14,639,190	14,814,924	14,624,729	14,418,279
Accrued doctor fee		109,026,269	119,110,172	83,134,523	83,073,376
Accrued staff salary, wage and bonus		86,530,803	143,304,510	72,894,302	119,727,299
Accrued expenses - other companies		50,833,980	55,526,251	17,215,508	22,702,176
- related company	44 a)	-	747,368	-	747,368
Unearned income - other companies		29,744,889	25,977,298	18,503,877	17,224,192
Retention payable		140,550,177	141,400,685	12,833,471	6,338,752
Deferred revenue from condominium unit sold		6,789,240	13,473,404	-	-
Advance received from down payment of condominium unit		20,560,036	25,665,444	-	-
Advance received from other companies		19,176,578	-	-	-
Deposit received					
- related company	44 a)	1,000,000	1,000,000	-	-
- other companies / individuals		29,900	486,372	-	-
Others		1,028,451	1,028,451	-	-
		1,097,423,862	1,587,685,887	587,630,135	683,024,828

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32. Long-term loans from financial institutions

The movements of long-term loans from financial institutions for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Beginning balance of the year	6,145,000,000	3,450,000,000	5,225,000,000	3,450,000,000
Additions during the year	1,163,700,000	3,120,000,000	900,000,000	2,200,000,000
Repayments during the year	(438,280,524)	(425,000,000)	(345,000,000)	(425,000,000)
	6,870,419,476	6,145,000,000	5,780,000,000	5,225,000,000
Prepaid front-end fee (net)	(7,103,510)	(9,187,755)	(6,085,794)	(8,222,177)
	6,863,315,966	6,135,812,245	5,773,914,206	5,216,777,823
Ending balance of the year	(958,003,800)	(655,000,000)	(745,000,000)	(580,000,000)
Less: Current portion	5,905,312,166	5,480,812,245	5,028,914,206	4,636,777,823

Outstanding balances of long-term loans from financial institutions as at 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Due within 1 year	958,003,800	655,000,000	745,000,000	580,000,000
Due between 1 to 5 years	5,654,711,238	5,077,124,000	4,865,000,000	4,305,000,000
Due after 5 years	257,704,438	412,876,000	170,000,000	340,000,000
	6,870,419,476	6,145,000,000	5,780,000,000	5,225,000,000
Less: Prepaid front-end fee (net)	(7,103,510)	(9,187,755)	(6,085,794)	(8,222,177)
Total long-term loans	6,863,315,966	6,135,812,245	5,773,914,206	5,216,777,823

Company	Outstanding borrowings		Bank	Interest rate (% per annum)	Mortgaged assets
	2020 (Million Baht)	2019 (Million Baht)			
Parent	5,780.00	5,225.00	Thailand	MLR less fixed interest rate per annum and fixed interest rate.	No collateral.
3 Subsidiaries	1,090.41	920.00	Thailand	MLR less fixed interest rate per annum and fixed interest rate.	1. Guaranteed by the parent company. 2. Secured by some land and buildings of subsidiaries (Note 25) 3. Secured by deposits of subsidiaries (Note 19)
Total	6,870.41	6,145.00			

The Group and the Company are under the debt covenant criteria of loan agreements which require the Group to maintain the financial ratio, proportion of management shareholders, negative pledge and other requirements in accordance with each loan agreement.

As at 31 December 2020, the Group and the Company have not maintained financial ratio according to some loan agreements. However, the Group and the Company have been granted an exemption for the requirement to maintain such ratio from all financial institutions. The exemption only applies for the calculation period of financial statements for the year ended 2020.

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The carrying amounts and fair values of long-term loans are as follows:

	Consolidated financial statements			
	2020	2019	2020	2019
	Carrying amounts	Fair values	Carrying amounts	Fair values
	Baht	Baht	Baht	Baht
Loans from financial institutions	6,863,315,966	6,597,921,081	6,135,812,245	6,173,110,640
	Separate financial statements			
	2020	2019	2020	2019
	Carrying amounts	Fair values	Carrying amounts	Fair values
	Baht	Baht	Baht	Baht
Loans from financial institutions	5,773,914,206	5,582,796,351	5,216,777,823	5,253,110,640

The fair values are calculated from discounted cash flows, using a discount rate based upon the borrowing rate which the management expects to be available to the Group and the Company at the statement of financial position date. The Fair values are within level 2 of the fair value hierarchy.

As a result of borrowing at floating interest rates and mainly in Thai Baht, the carrying amounts of borrowings approximate their fair values.

The Group's and the Company's interest rate risks from borrowings are as follows:

	Consolidated financial statements				Separate financial statements			
	2020	2019	2020	2019	2020	2019	2020	2019
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Loans at floating rates	5,016,723,379	5,336,504,946	3,950,376,063	5,216,777,823				
Loans at fixed rates which will be replaced to floating rates within								
1 year	1,823,538,143	-	1,823,538,143	-				
Later than 1 year but not later than 5 years	19,560,000	-	-	-				

The effective interest rates as at 31 December 2020 and 2019 are as follows:

	Consolidated financial statements				Separate financial statements			
	2020	2019	2020	2019	2020	2019	2020	2019
	% per annum	% per annum	% per annum	% per annum	% per annum	% per annum	% per annum	% per annum
Loans from financial institutions	2.00 to 3.28	3.25 to 3.91	2.86 to 3.25	3.25 to 3.91				

Unused credit facilities

As at 31 December 2020 and 2019, the unused credit facilities comprise the following:

	Consolidated financial statements				Separate financial statements			
	2020	2019	2020	2019	2020	2019	2020	2019
	Bank overdrafts	Long-term loans	Working capital and guarantee	Bank overdrafts	Long-term loans	Working capital and guarantee	Bank overdrafts	Long-term loans
Floating interest rate	134,493,836	-	2,007,557,629	138,479,194	1,160,000,000	2,259,781,713		
- Unlimited period (Baht)	-	-	406,306	-	-	2,300,000		
- Unlimited period (US Dollar)								
	Consolidated financial statements				Separate financial statements			
	2020	2019	2020	2019	2020	2019	2020	2019
	Bank overdrafts	Long-term loans	Working capital and guarantee	Bank overdrafts	Long-term loans	Working capital and guarantee	Bank overdrafts	Long-term loans
Floating interest rate	52,000,000	-	1,747,771,446	52,000,000	1,160,000,000	2,116,491,291		
- Unlimited period (Baht)	-	-	-	-	-	1,600,000		
- Unlimited period (US Dollar)								

The Group has credit facilities with a domestic financial institution which has credit that can be drawn down amounting to Baht 400.00 million. The credit limit is combine line with Thonburi Healthcare Group Public Company Limited and two subsidiaries. The Group has to follow the condition which specified in credit agreement

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33 Lease liabilities (net)

The Group and the Company entered into lease agreements for land, buildings and building improvements, furniture and office equipment, computers, vehicles and software.

As at 31 December 2020, lease liabilities (2019 : finance lease liabilities) are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Lease liabilities	397,243,659	43,094,704	33,511,709	15,377,421
Less: Deferred interest	(152,676,406)	(1,824,140)	(3,390,578)	(659,105)
Present value of lease liabilities	244,567,253	41,270,564	30,121,131	14,818,316
Less: Current portion of lease liabilities (net)	(45,952,635)	(18,127,206)	(9,966,347)	(5,604,389)
	198,614,618	23,143,358	20,154,784	9,213,927

Future payments of lease liabilities are to be made as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Due for payment	54,937,581	19,316,344	10,852,591	5,940,152
Within 1 year	120,239,278	23,778,360	15,795,118	9,437,269
Later than 1 year but not later than 5 years	222,066,800	-	6,864,000	-
Later than 5 years				
	397,243,659	43,094,704	33,511,709	15,377,421

The fair values of lease liabilities approximate the carrying amount of their book balances.

34 Employee benefit obligations

The amounts recognised in the statements of financial position are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Present value of unfunded obligations	444,480,602	447,562,090	340,707,745	348,172,692

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The movement of employee benefit obligations for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Beginning balance of the year	447,562,090	333,880,092	348,172,692	270,616,985
Current service cost	50,934,554	41,648,727	30,563,674	26,686,265
Interest cost	6,488,025	10,484,615	5,050,553	8,526,650
Past service cost in accordance with the amended Labour Protection Law	-	95,545,076	-	78,386,704
Actuarial gain (loss) on defined employee benefit plans recognised in profit or loss	-	-	-	-
- Long service award	-	-	-	-
Remeasurements of employee benefit obligations	-	867,540	-	867,540
- Gain from changes of assumptions	-	(9,921,177)	-	(19,349,234)
- Loss that occurred from experience	-	3,339,295	-	2,712,868
Reversal from cancellation of long service award during the year	(12,621,174)	-	(12,621,174)	-
Employee benefits paid during the year - retirement termination	(29,850,976)	(28,282,078)	(24,636,892)	(22,275,086)
	(18,031,917)	-	(5,621,108)	-
Ending balance of the year	444,480,602	447,562,090	340,707,745	348,172,692

Employee benefit obligations recognised in the statement of comprehensive income for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Current service cost	50,934,554	41,648,727	30,563,674	26,686,265
Interest cost	6,488,025	10,484,615	5,050,553	8,526,650
Past service cost in accordance with the amended Labour Protection Law	-	95,545,076	-	78,386,704
Actuarial gain (loss) on defined employee benefit plans recognised in profit or loss	-	-	-	-
- Long service award	-	-	-	-
Reversal from cancellation of long service award	(12,621,174)	867,540	(12,621,174)	867,540
	44,801,405	148,545,958	22,993,053	116,467,159

These expenses were included in the cost of hospital operations, cost of goods sold, cost of other services, selling expenses and administrative expenses as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cost of hospital operations/				
Cost of goods sold	25,386,776	104,489,766	15,037,608	87,099,878
Cost of other services	5,788,229	3,973,136	4,333,412	1,583,298
Selling expenses	13,624,400	40,083,056	3,622,033	27,783,983
Administrative expenses	44,801,405	148,545,958	22,993,053	116,467,159

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The principal actuarial assumptions are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Discount rate (% per annum)	1.19 to 2.38	1.19 to 2.38	1.19 to 2.38	1.19 to 2.38
Expected future salary increase (% per annum)	2.50 to 10.00	2.50 to 10.00	2.50 to 5.00	2.50 to 5.00
Employee turnover ratio (% per annum)	0.00 to 30.00	0.00 to 30.00	0.00 to 30.00	0.00 to 30.00
Retirement age (year)	55 and 60	55 and 60	55	55

Sensitivity analysis for significant assumptions are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Post-employment benefits				
Increase (decrease) on employee benefit obligation				
Discount rate	(35,023,710)	(35,151,215)	(25,957,767)	(26,816,092)
Discount rate	40,372,195	40,463,057	29,844,293	30,798,987
Salary increase rate	43,269,071	38,000,373	32,099,343	28,794,430
Salary increase rate	(38,251,421)	(33,774,525)	(28,446,483)	(25,640,297)
Turnover rate	(29,840,144)	(26,544,072)	(22,027,709)	(20,260,168)
Turnover rate	35,471,526	31,193,250	25,877,983	23,548,403

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period).

The weighted average duration of the defined obligation of the Group and the Company for the year ended 31 December 2020 is 12.6 years (2019 : the Group and the Company is 13.6 years).

Expected maturity analysis of retirement benefits as at 31 December 2020 and 2019 comprise the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Post-employment benefits				
Within 1 year	37,720,490	31,053,312	30,254,152	22,844,125
More than 1 year but less than 5 years	206,950,887	196,712,216	157,359,067	149,464,828
More than 5 years	862,907,935	910,867,096	566,867,458	605,015,849
	1,107,579,312	1,138,632,624	754,480,677	777,324,802

On 5 April 2019, an amendment bill to the Labour Protection Law was published in the Government Gazette. The amended law will become effective 30 days after its publication. The main amendment is that the compensation for employees who have retired and have more than or equal to 20 years of service has changed from 300 days pay to 400 day's pay. The Group recognised the impact in profit or loss for the year ended 31 December 2019.

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35 Treasury shares

At the Board of Directors' Meeting No. 32/563 on 3 April 2020, the Board of Directors has approved the shares repurchase program for financial management purpose detailed as follows:

- The maximum amount for the share repurchases are not exceeding Baht 280.00 million.
- Number of repurchased shares will be not exceeding 10 million shares at par value of Baht 1.00 per share, which is equivalent to 1.20% of the total issued shares.
- Repurchasing of shares on the Stock Exchange of Thailand.
- The repurchase period will be within 6 months since 21 April 2020 to 20 September 2020.
- In determining the repurchase price, the average market price during 30 days prior to the date on which the Company discloses the information of shares repurchase will be used as the basis of calculation. The repurchase price must be not exceed average closing price during 5 working days prior to each trading date plus 15% of such average closing price. The average market price during 30 days during 20 February 2020 to 1 March 2020 was Baht 20.35 per share.

The movement of treasury shares for the year ended 31 December 2020 is as follows:

	Consolidated and Separate financial statements	
	Number of shares	Amount of treasury shares Baht
Opening balance as at 1 January 2020	-	-
Purchase during the period (Baht 19.00 to Baht 21.30 per share)	5,281,400	105,026,490
Closing balance as at 31 December 2020	5,281,400	105,026,490

In accordance with the regulations of the Stock Exchange of Thailand, the Company has to reserve the unappropriated retained earnings to the treasury shares reserve until the treasury shares are all sold or when the decrease in the paid-up capital of the treasury shares. As at 31 December 2020, the Company has treasury shares reserve of Baht 105,026,490.

As at 31 December 2020, the shares have not been cancelled and are held as treasury shares. As such the Company has the right to reissue these shares at a later date.

36 Legal reserve

Under the Public Limited Company Act, the Company is required to set aside as a legal reserve at least 5 percent of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of the registered capital. The legal reserve is not distributable as a dividend. The legal reserve has to be approved from annual general shareholders' meeting.

As at 31 December 2020, the retained earnings - unappropriated in the consolidated financial statements included the legal reserve of two subsidiaries, totalling Baht 18,555,930 (2019 : one subsidiary, totalling Baht 12,698,212).

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37 Dividend payment

Parent company - Thonburi Healthcare Group Public Company Limited

2020

At the Board of Directors' Meeting No. 2/2020 on 27 February 2020, the Board of Directors have unanimous approved the dividend payment from its operation for the year 2019 to its shareholders at Baht 0.30 per share, totalling Baht 254.72 million. Such dividend payment has been approved at the Annual General Shareholders' Meeting of the year 2020 on 24 April 2020. The Company paid dividend to shareholders in May 2020.

2019

At the Annual General Shareholders' Meeting of year 2019 on 26 April 2019, the shareholders have unanimous approved the dividend payment from its operation for the year 2018 to its shareholder at Baht 0.35 per share, totalling Baht 297.18 million. The Company paid dividend to shareholders in May 2019.

At the Board of Directors' Meeting No. 7/2019 on 13 August 2019, the Board of Directors approved the interim dividend payment from its operation for the period 30 June 2019 to its shareholders at Baht 0.10 per share, totalling Baht 84.91 million. The Company paid dividend to shareholders in September 2019.

During 2019, the Company paid dividend totalling Baht 382.09 million.

Subsidiary company - Rayindee Hospital Public Company Limited

2020

At the Board of Directors' Meeting No. 1/2020 of the subsidiary on 16 February 2020, the Board of Directors have approved the dividend payment from its operation for the year 2019 to its shareholders at Baht 0.08 per share, totalling Baht 34.40 million. However, at the Extra Board of Directors' Meeting of 2020 on 1 April 2020, the Board of Directors have approved the interim dividend payment to its shareholders at Baht 0.06 per share, totalling Baht 25.60 million. The subsidiary paid interim dividend to shareholders in April 2020. The interim dividend payment of Baht 25.60 million has been acknowledged at the Annual General Shareholders' Meeting of the subsidiary of the year 2020 on 28 June 2020.

2019

At the Annual General Shareholders' Meeting of year 2019 of subsidiary on 20 April 2019, the meeting has approved the dividend payment from its operation for the year 2018 to its shareholder at Baht 0.09 per share, totalling Baht 38.70 million. The subsidiary paid dividend to shareholders in May 2019.

Subsidiary company - Thonburi Hospital Heart Centers Company Limited

2020

At the Board of Directors' Meeting No. 1/2020 of the subsidiary on 24 June 2020, the Board of Directors have approved the interim dividend payment from its retained earnings of 2019 to its shareholders at Baht 3,000 per share, totalling Baht 30.00 million. The subsidiary paid dividend to shareholders in June 2020.

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38 Non-controlling interests

	Consolidated financial statements	
	2020	2019
	Baht	Baht
Beginning balance of the year	485,861,477	508,964,985
Share of net profit of subsidiaries	(39,611,943)	(6,564,861)
Decrease in non-controlling interests from dividend payment of a subsidiaries	(11,121,958)	(16,673,937)
Increase in non-controlling interests from liquidation of a subsidiary	-	135,290
Increase in non-controlling interests from change in shareholding interest	932,830	-
Ending balance of the year	436,060,406	485,861,477

39 Other income

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Dividend income	-	-	44,678,042	22,026,063
- investments in subsidiaries (Note 22 a))	-	-	14,113,555	20,068,508
- investments in associates (Note 21 b))	-	-	-	-
- investment in equity securities (Note 13, 20)	-	-	-	-
- other companies	-	-	-	-
Gain on disposal of long-term investments in equity securities (Note 44b))	25,716,447	30,026,247	25,716,447	30,026,247
Gain on disposal of short-term investments	634,992	2,314,189	634,992	2,014,189
Gain on disposal of financial assets (Note 13)	-	277,881,368	-	277,881,368
Gain on disposal of a joint venture (Note 23 c))	191,412	2,828,290	-	-
Gain on disposal of property, plant and equipment (net) and intangible assets (net)	18,641,497	-	-	-
Gain on disposal of land classified under non-current asset held for sale	355,484	532,101	227,222	-
Interest income	3,068,577	-	-	-
- other companies	3,167,154	2,262,514	1,261,266	1,062,247
- related companies (Note 44 b))	5,740,374	3,725,257	193,834,053	182,047,366
Membership income	17,441,925	16,388,259	17,441,925	16,388,259
Rental income - other companies	15,011,155	18,793,758	8,836,275	8,933,837
- related companies (Note 44 b))	8,226,682	26,087,514	1,200,000	4,860,000
Gain on measured fair value of financial assets (Note 13)	101,974	-	66,322	-
Others - other companies	33,209,625	33,698,046	10,931,891	20,008,320
- related companies	92,985	1,915,993	12,917,853	6,170,304
	131,600,283	416,453,536	331,859,843	591,486,708

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40 Expense by nature

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Medicine, medical supplies and medical equipment used	(1,173,728,637)	(1,314,528,775)	(722,766,937)	(813,765,528)
Laboratory and x-ray	(188,905,881)	(199,265,973)	(149,128,178)	(161,834,635)
Doctor fee	(1,610,695,670)	(1,685,755,517)	(1,185,705,089)	(1,272,269,274)
Staff costs	(2,273,696,941)	(2,587,188,490)	(1,595,216,528)	(1,851,941,590)
Depreciation charges on plant and equipment, investment properties and right-of-use of assets	24, 25, 26	(799,336,746)	(463,875,806)	(304,881,986)
Amortisation charges on intangible assets and land leasehold rights and leased buildings	27, 28	(27,240,617)	(148,949,254)	(12,609,302)
Repair and maintenance expenditure and service expenses	(169,249,944)	(167,112,585)	(124,010,256)	(115,978,463)
Marketing expenses	(188,636,875)	(152,593,568)	(54,492,886)	(59,159,170)
Utilities expenses	(145,212,308)	(138,998,133)	(82,747,317)	(87,450,893)
Rental expenses	(22,940,610)	(56,726,343)	(12,936,125)	(18,977,714)

41 Finance costs

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Interest expense from borrowings	(263,468,473)	(212,969,292)	(254,427,175)	(231,365,470)
- financial institutions	-	-	(90,345)	(102,73)
- related company (Note 44 b))	(14,815)	-	-	-
- others	(14,911,467)	(1,290,523)	(1,173,125)	(452,995)
Interest expense from lease liabilities	(2,544,245)	(1,823,766)	(2,136,384)	(1,711,498)
Amortisation charges on front-end fee	(280,939,000)	(216,083,581)	(257,827,029)	(233,540,236)

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42. Income tax

Reconciliations of income tax for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Current income tax:				
Current income tax on taxable profit for the year	(33,491,074)	(202,582,476)	(29,416,439)	(181,198,602)
Write-off withholding tax	(976,629)	(794,518)	-	-
Adjustments over recorded income tax of prior year	343,079	-	207,000	-
Total current income tax	(34,124,624)	(203,376,994)	(29,209,439)	(181,198,602)
Deferred income tax:				
Origination and reversal of temporary differences (Note 29)	7,690,321	73,257,070	(10,321,717)	12,091,542
	(26,434,303)	(130,119,924)	(39,531,156)	(169,107,060)

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of each company as follows:

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Profit before income tax	49,249,244	589,886,299	499,589,820	861,394,060
Tax calculated at a tax rate of 20% (2019 : 20%)	(9,849,849)	(117,977,260)	(99,917,964)	(172,278,812)
Tax effect of:				
Income not subject to tax	4,048,568	1,985,801	15,806,886	13,419,368
Expense not deductible for tax purpose	1,375	8,095	-	-
Additionally taxable expense transactions	(8,134,307)	(12,755,787)	(3,924,133)	(3,805)
Temporary differences for which no deferred tax was recognised	23,028,389	16,666,644	20,773,368	14,452,188
Gain from disposal of investment in joint venture	21,369,731	(8,759,266)	27,523,687	(24,695,999)
Reversal of unutilised deferred tax asset	50,959,944	-	-	-
Accumulated deficit	(43,136,628)	-	-	-
Over record income tax of prior year	(64,087,977)	(8,493,733)	-	-
Write-off prepaid withholding tax	343,079	-	207,000	-
	(976,629)	(794,518)	-	-
	(26,434,303)	(130,119,924)	(39,531,156)	(169,107,060)

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43. Basic earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to common shareholders by the weighted average number of ordinary shares in issue during the year.

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
Profit attributable to shareholders of the parent for the year (Baht)	62,426,884	462,387,421	460,058,664	692,287,000
Weighted average number of ordinary shares (shares)	846,055,999	849,080,000	846,055,999	849,080,000
Basic earnings per share (Baht per share)	0.07	0.55	0.54	0.82

There are no potential dilutive ordinary shares in issue during the reporting period. Thus, the dilutive earnings per share is not presented.

44. Related-party transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

As at 31 December 2020, most of the shares of the Company are held by Vanasin family and Ramkhamhaeng Hospital Public Company Limited totalling 19.05% and 17.30%, respectively (2019 : held by Vanasin family totalling 23.98%) and the remaining 63.65% (2019 : 76.02%) of the shares is widely held.

On 24 May 2019, the subsidiary registered the change of its name from "Premiere Home Health Care Company Limited" to "Thonburi Wellbeing Co., Ltd."

On 17 September 2019, the subsidiary - Thonburi Wellbeing Co., Ltd. has established a new subsidiary named Thonburi Property Management Co., Ltd. which has registered share capital of Baht 4,000,000 (40,000 ordinary shares at par Baht 100.00 per share) with the Ministry of Commerce dated on 17 September 2019. Thonburi Wellbeing Co., Ltd. has 100.00% shareholding interest in such company.

The significant investments in associates, subsidiaries and joint ventures are disclosed in Notes 21, 22 and 23.

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Relationships between the Company and related parties are as follows:

<u>List of related parties</u>	<u>Country/Nationality</u>	<u>Relationship</u>
Rajyindee Hospital Public Company Limited	Thai	Subsidiary
Dental Siam Co., Ltd.	Thai	Subsidiary
Thonburi Realty Development Co., Ltd.	Thai	Subsidiary
Rajthamsee Realty Co., Ltd.	Thai	Subsidiary
Thonburi Hospital Heart Centers Company Limited	Thai	Subsidiary
Modular Software Expertise Co., Ltd.	Thai	Subsidiary
Thonburi Wellbeing Co., Ltd.	Thai	Subsidiary
(Former) Premier Home Health Care Company Limited	Thai	Subsidiary
Ultradit Thonburi Hospital Co., Ltd.	Thai	Subsidiary
Thonburi Bamrungmuang Hospital Co., Ltd.	Thai	Subsidiary
Thanarad Thung Song Co., Ltd.	Thai	Subsidiary
Thonburi Property Management Co., Ltd.	Thai	Indirect subsidiary
Ubonrak Co., Ltd.	Thai	(Since 17 September 2019)
Sirivej Chantaburi Public Company Limited	Thai	Associate
Weihai Welly Hospital Company Limited	People's Republic of China	Associate
Ar Yu International Health Care Company Limited	Republic of the Union of Myanmar	Joint venture (Until March 2020)
Rajthamsee Paitanakarn (2014) Co., Ltd.	Thai	Joint venture
Phatara Hospital Co., Ltd.	Thai	Common shareholders
Rajnaras Hospital Co., Ltd.	Thai	Common directors
Siroos Hospital Public Company Limited	Thai	(Until November 2020)
Chumwej Hospital Public Company Limited	Thai	A relative of directors
Rajthamsee Realty Co., Ltd.	Thai	A relative of directors
Rankhamhaeng Hospital Public Company Limited	Thai	Shareholders and common directors with subsidiary
Golden Bright Asia Pacific Investment Ltd.	Hong Kong	Common shareholders and common directors with subsidiary
WJ International Hospital Management Co., Ltd.	Hong Kong	Common directors
Global Health Investment Ltd.	Hong Kong	Common director
Computed Tomography Urupong Co., Ltd.	Thai	Under common control of shareholders

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Related-party transactions are as follows:

a) Outstanding balances as at 31 December 2020 and 2019 arising from purchase/sales of goods and services and others are as follows:

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
	<u>Baht</u>	<u>Baht</u>	<u>Baht</u>	<u>Baht</u>
Trade accounts receivable				
Subsidiaries	-	-	40,188,417	34,172,603
Associates	374,575	288,810	42,800	-
Joint ventures (net)	6,357,132	20,716,047	6,294,251	20,653,166
Related companies	32,100	35,135,353	32,100	-
	6,763,807	56,140,210	46,557,568	54,825,769
Other accounts receivable				
Subsidiaries	-	-	11,644,138	8,640,842
Joint venture	71,700	71,700	71,700	71,700
Related companies	36,924,717	36,713,684	1,800,300	1,785,900
	36,996,417	36,785,384	13,516,138	10,498,442
Dividend receivable				
Related company	-	891,792	-	891,792
	-	891,792	-	891,792
Interest receivable				
Subsidiaries (net)	-	-	165,686,597	445,431,620
Joint venture	-	2,436,460	-	2,436,460
Related companies	4,753,816	1,710,221	-	-
	4,753,816	4,146,681	165,686,597	447,868,080
Rental deposit				
Related company	3,521,555	503,079	-	-
	3,521,555	503,079	-	-
Trade accounts payable				
Subsidiaries	-	-	1,375,407	1,071,031
Related companies	16,267,977	4,125,288	11,878,884	4,125,288
	16,267,977	4,125,288	13,254,291	5,196,319
Other accounts payable				
Subsidiaries	-	-	12,836,109	37,647,779
Related companies	291,076	773,711	-	-
Joint venture	-	1,508,229	-	1,508,229
	291,076	2,281,940	12,836,109	39,156,008
Fixed assets payable				
Subsidiaries	-	-	73,302	1,701,392
	-	-	73,302	1,701,392
Intangible assets payable				
Subsidiary	-	-	45,475	132,680
	-	-	45,475	132,680
Lease liabilities (net)				
Related individual/company	15,143,609	-	11,862,533	-
	15,143,609	-	11,862,533	-

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	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Accrued interest expense				
Subsidiary	-	-	45,854	-
	-	-	45,854	-
Accrued expense				
Joint venture	-	747,368	-	747,368
	-	747,368	-	747,368
Deposit				
Related company	1,000,000	1,000,000	-	-
	1,000,000	1,000,000	-	-

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b) Significant revenue and expense transactions with related parties for the years ended 31 December 2020 and 2019 are as follows:

	For the year ended 31 December 2020						
	Consolidated financial statements				Separate financial statements		
	Subsidiaries Baht	Associates Baht	Joint ventures Baht	Related companies Baht	Related individuals Baht	Total Baht	Total Baht
Revenue from sales of medical supplies	-	334,326	-	329,303	-	663,629	10,237,546
Revenue from service and consulting	-	910,000	918,000	5,078,226	-	6,906,226	970,927
Revenue from land rental	-	-	-	8,226,682	-	8,226,682	30,000
Other income	-	-	-	114,379	-	114,379	-
Dividend income	-	-	-	634,992	-	634,992	114,379
Interest income	-	-	479,295	5,261,079	-	5,740,374	634,992
Purchase of inventory	-	-	-	14,983,485	-	14,983,485	193,316,435
Purchase of property, plant and equipment	-	-	-	54,725,100	-	54,725,100	4,106,725
Purchase of intangible assets	-	-	-	-	-	-	4,940,181
Interest expense	-	-	-	-	-	-	145,475
Repair expense & professional fee	-	146,764	-	63,933,655	-	64,080,419	90,345
Service expense	-	-	-	1,651,246	-	1,651,246	1,860,326
	-	-	-	-	-	-	41,071
	-	-	-	-	-	-	47,348,688
	-	-	-	-	-	-	49,209,014
	-	-	-	-	-	-	41,071

	For the year ended 31 December 2019						
	Consolidated financial statements				Separate financial statements		
	Subsidiaries Baht	Associates Baht	Joint ventures Baht	Related companies Baht	Related individuals Baht	Total Baht	Total Baht
Revenue from sales of medical supplies	-	107,318	-	6,636	-	113,954	17,138,340
Revenue from service and consulting	-	870,000	3,157,589	16,766,071	-	20,793,660	1,858,970
Revenue from land rental	-	-	-	26,087,514	-	26,087,514	4,860,000
Other income	-	-	129,420	1,786,573	-	1,915,993	4,254,984
Dividend income	-	-	-	2,314,189	-	2,314,189	22,026,063
Interest income	-	-	2,015,036	1,710,221	-	3,725,257	180,032,330
Purchase of inventory	-	-	-	9,250	-	9,250	5,058,426
Purchase of property, plant and equipment	-	-	-	-	-	-	4,237,583
Purchase of intangible assets	-	-	-	-	-	-	3,113,520
Interest expense	-	-	-	-	-	-	10,273
Repair expense & professional fee	-	-	-	51,654,301	-	51,654,301	1,723,995
Rental expense	-	-	-	2,944,514	-	2,944,514	5,467,514
	-	-	-	-	2,523,000	-	-
	-	-	-	-	-	-	2,523,000
	-	-	-	-	-	-	53,378,296
	-	-	-	-	-	-	2,523,000

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Managements and directors' remuneration

Managements and directors' remuneration for the years ended 31 December 2020 and 2019 comprises the following:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Management and directors remuneration	109,929,356	121,020,927	58,429,737	66,059,622
- Salaries and other short-term benefits	3,822,381	7,210,578	1,121,630	3,024,139
- Post employment benefit	-	-	-	-
Total	113,751,737	128,231,505	59,551,367	69,083,761

Management benefit expenses represent benefits which management received from the Group.

Directors' remuneration is approved at the Board of Directors' meeting.

c) Short-term loans to related parties

The movement of short-term loans to related parties for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Short-term loans to related parties				
Beginning balance of the year	36,599,881	40,106,960	5,691,557,468	4,013,084,205
Additions during the year	11,000,000	-	971,000,000	2,502,000,000
Repayment during the period	(50,603,000)	-	(1,367,167,337)	(820,019,658)
- Principal	3,003,119	-	3,003,119	-
- Realised gain from exchange rate	-	(3,507,079)	-	(3,507,079)
Unrealised gain (loss) from exchange rate	-	-	-	-
Ending balance of the year	-	36,599,881	5,298,393,250	5,691,557,468

Outstanding balances of short-term loans to related parties as at 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Short-term loans to				
Subsidiaries	-	-	5,298,393,250	5,654,957,587
Joint venture	-	36,599,881	-	36,599,881

As at 31 December 2020 and 2019, short-term loans to subsidiaries are unsecured loans in Thai Baht and are due for repayment at call. The loans bear interest at the rate as agreed.

As at 31 December 2019, outstanding short-term loan to joint venture is unsecured loan in Renminbi and is due for the payment repayment in June 2020. The loans bear the interest at the rates as agreed. The Company has fully received the payment of such loans in April 2020.

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d) Short-term loans from a related party

The movement of short-term loans from a related party for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December 2020	For the year ended 31 December 2019	For the year ended 31 December 2020	For the year ended 31 December 2019
	Baht	Baht	Baht	Baht
Short-term loans from related company				
Beginning balance of the year	-	-	-	-
Additions during the year	-	-	175,200,000	15,000,000
Repayment during the year	-	-	(114,000,000)	(15,000,000)
Ending balance of the year	-	-	61,200,000	-

Short-term loans from a related party represents unsecured short-term loans from a subsidiary in Thai Baht. The loans bear interest rate at the rate as agreed and is due for repayment at call (2019 : due for repayment in August 2019 and the Company fully paid such short-term loans in July 2019).

4.5 Commitments

4.5.1 Lease commitments

The Group and the Company have entered into non-cancellable lease agreements in respect of the lease of land, building, computer, furniture and fixture, tool and equipment, vehicle and computer software.

As at 31 December 2020 and 2019, the Group and the Company have future lease payments required under these non-cancellable agreement as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Due for payment				
Within 1 year	4,375,918	30,800,780	2,109,373	5,954,896
Later than 1 year but not later than 5 years	632,626	38,575,223	75,978	5,997,888
After 5 years	-	219,345,308	-	6,000,000
	5,008,544	288,721,311	2,185,351	17,932,784

4.5.2 Capital commitments

As at 31 December 2020 and 2019, the Group and the Company have capital commitments as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Buildings, building improvement and utility system	98,300,387	209,451,934	64,697,723	137,473,201
Computer and office equipment	38,576,447	40,191,885	5,607,784	8,656,494
Future and office equipment	536,216	9,871,885	-	-
Medical equipment	26,205,000	39,942,637	675,000	4,870,000
Computer	929,844	4,353,581	705,144	4,353,581
Equipment	1,976,309	4,114,120	1,542,103	1,526,967
Vehicle	2,214,000	-	-	-
	168,738,203	307,926,042	73,227,754	157,080,243

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45.3 Other commitment

As at 31 December 2020 and 2019, the Group and the Company have other commitments as follows:

	Consolidated financial statement		Separate financial statement	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Cost of developing holistic care project	1,540,103,077	1,693,988,742	-	-
Down payment for land leasehold rights	-	1,000,000	-	-
Advertising expenses	6,923,726	15,994,432	3,260,559	1,285,056
Cleaning and security expenses	38,891,931	52,258,926	33,430,731	33,882,046
Repair and maintenance expenses	13,982,920	16,397,824	1,764,000	8,972,824
Others	1,937,320	10,645,207	-	-
	1,601,838,974	1,790,295,131	38,455,290	44,139,926

46. Contingent liabilities and guarantees

46.1 Bank guarantees

As at 31 December 2020 and 2019, the Group and the Company have outstanding bank guarantees for the normal course of business, issued by banks as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	Baht	Baht	Baht	Baht
Guarantee for electricity	14,408,903	11,501,903	9,701,903	9,701,903
Guarantee for management and operation of hospital management	25,413,069	32,757,025	25,413,069	32,757,025
Guarantee for operation	21,164,426	36,047,381	-	-
Guarantee for bidding	48,627,950	-	9,227,950	-
	109,614,348	80,906,909	44,342,922	42,458,928

As at 31 December 2020, bank guarantees of the subsidiaries are secured by the mortgage of some land and building and deposits at financial institutions of the subsidiaries (Note 30).

46.2 Guarantees for related companies

Subsidiaries

As at 31 December 2020, the Company is a guarantor of subsidiaries detailed as follows:

	Guarantee for	Currency	As at 31 December 2020	As at 31 December 2019
Providing collateral and guarantee the payment of a subsidiary to a sub-contractor	Million Baht	412.74	412.74	412.74
Providing guarantee for long-term loans facilities of subsidiaries	Million Baht	963.70	800.00	800.00
Providing guarantee for bank overdrafts and promissory notes facilities of subsidiaries	Million Baht	166.00	166.00	166.00
Providing guarantee for trust receipts and letter of credit facilities of subsidiaries	Million Baht	285.00	85.00	85.00
Providing guarantee for bank guarantees facilities of a subsidiary	Million Baht	10.50	10.50	10.50
Providing guarantee for forward contract facilities of a subsidiary	Million US Dollar	0.70	0.70	0.70

Joint ventures

The Company is a guarantor of joint ventures in overseas following the standby letter of credit according to the proportion of its holding interest in joint ventures for the borrowings from overseas financial institution.

As at 31 December 2020, the Company has the standby letter of credit for guarantee to joint venture in overseas amounting to US Dollar 9.60 million (31 December 2019 : US Dollar 8.00 million and Renminbi 13.00 million).

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47. Significant contracts

The Group and the Company have significant contracts as follows:

Parent company - Thonburi Healthcare Group Public Company Limited

- 1) The Company has a contract with a related company to use magnetic resonance imaging (MRI) machines for its patients and those of its related companies throughout the contract period.

A related company is responsible for providing the MRI machines and other equipment according to the contract terms, and the Company is responsible for providing the hospital space and electricity for the equipment. The Company and a related company will share the revenue as agreed between the parties.

- 2) The Company has management services agreements with two state-owned enterprises. The agreement includes hospital support and other services to follow the public health policy. The Company has to provide management services following the scope specified in the contract throughout the contract period. The Company will receive remuneration at the rate stipulated in the agreement.

- 3) The Company has a joint venture agreement in Myanmar and Republic of China as disclosed in Note 23.

Subsidiary - Thonburi Hospital Heart Centers Company Limited

- 1) The Company has the agreement with a private hospital (2019 : two private hospitals) which is a related company. This agreement is the sharing agreement for healthcare about cardiovascular disease at a private hospital. The Company has to perform work follow the scope specified in the contract throughout the contract period. The Company will receive the share income at the rate as stipulated in the agreement.

- 2) The Company has agreements with two state-owned enterprises (2019 : one state-owned enterprise) for medical service and operative of cardiovascular disease patients by using the location of the state hospitals. The Company has to perform work follow the scope specified in the contract throughout the contract period. The Company will receive the remuneration at the rate stipulated in the agreement.

48. Lawsuit

Subsidiary

- 1) The subsidiary has filed Department of Land and related government according to the land revocation of the Company which has lawsuits held as follows:

- 1.1) The Company has filed about land NS.3K. 2 issues (the black case). The Administrative Court judged that it was the revocation of part of certificate of land rights that issued illegally which not revocation of the right to occupy and use the land. The Central Administrative Court dismissed on 18 January 2013 which the Company appealed. As at 31 December 2020, it is under consideration by the Supreme Administrative Court.

- 1.2) The Company has filed about land NS.3K. 1 issues (the black case). The Administrative Court judged that Department of Land illegally revoke since issued the wrong NS.3K. which caused damage to land owners. The Administrative Court judged that Department of Land has to pay the penalty amounting Baht 1.51 million to the Company on 18 June 2013. However, the judgement is still unpleasant. The Company appealed to the Supreme Administrative Court. On 2 November 2020, the Supreme Administrative Court stands by the Administrative Court's judgement. As a result, the subsidiary write-off land in amounting to Baht 4.67 million and recognise loss from write-off land in amounting to Baht 2,012 (Note 24).

- 1.3) The subsidiary has filed about land NS.3K. 2 issues which Department of Land established the revocation order for the land certificate. However, as at 31 December 2020 there is no revocation order and it is under consideration by the revocation committee.

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- 2) During 2018, a subsidiary was filed by external party for the land revocation of which the land was currently developing under real estate project at Pracha Uthit. The Court of First Instance had decision to dismiss this case on 19 December 2019.

On 20 April 2020, a plaintiff appealed to the Court of Appeals. On 10 August 2020, the subsidiary has filed the testimony to the Court of Appeals following to the judgement of the Court of First Instance. On 23 February 2021, the Court of Appeals stands by the Court of First Instance. As a result, the subsidiary did not recognise provisions for contingent liabilities for such lawsuit as at the end of the reporting period.

The subsidiary was claimed by the same external party for adverse possession of land at Pracha Uthit. However, lawyer of the subsidiary found the high probability of not losing the case since the land possession of the plaintiff had not yet been 10 years. As at 31 December 2019, these lawsuits were under the consideration of the Court of First Instance. Management of the subsidiary considered and believed that there would be no significant impact. As a result, the subsidiary did not recognise provisions for contingent liabilities for these lawsuits as at the end of the reporting period.

The subsidiary had filed back the party for trespassing and claimed for damages of Baht 20.00 million and Baht 200,000 for monthly damage and the action of the party to remove possession from the property. During 2019, the party leased out such land to a third party. As a result, the subsidiary claimed for additional damages of Baht 50.00 million. The lawyer of the subsidiary believe that the subsidiary has the high probability of winning the case, however, the claimed damages to be received depended on judicial discretion.

On 29 January 2020, these lawsuits were finally resolved. The Court allowed such party to withdraw the cases and allow the subsidiary to withdraw the complaints. As a result, these lawsuits are disposed from the case list. Then, the subsidiary found that the party did not act as agreed by not removing its possessions from the property. The party also uses the subsidiary's area for unauthorised passage. So the subsidiary had filed a lawsuit to the Civil Court to order the party to remove its possessions and demolish the building on its property and claimed for damage of Baht 50.00 million.

49 Subsequent events

Parent company - Thonburi Healthcare Group Public Company Limited

- 1) At the Board of Directors' Meeting No. 1/2564 of the Company on 28 January 2021, the Board of Directors approved the additional investment in Thonburi Wellbeing Co., Ltd. by purchasing the additional shares according to the proportion of shareholding interest through purchase of registered share of 20,000,000 ordinary shares of Baht 10.00 per share (par value Baht 10.00 per share) totaling Baht 200,000,000. The subsidiary registered the share capital increase with the Ministry of Commerce on 5 February 2021. Such additional investment does not affect the Company's shareholding interest.
- 2) At the Board of Director's Meeting of the Company No. 2/2021 on 23 February 2021, the Board of Directors approved the dividend payments from its operation for the year 2020 to its shareholders at Baht 0.30 per share, totalling Baht 253.14 million. The Company will present for approval the dividend at the Annual General Shareholders' Meeting of the Company.
- 3) The Company has made an agreement with a hospital for management services and hospital operations. However, the contract was terminated on 15 January 2021. Such termination resulted in severance pay to be paid to employees. The Company is in process of considering the provision for such expenses.

Subsidiary - Thonburi Wellbeing Co., Ltd.

- 1) At the Extra Ordinary Shareholders' Meeting No. 1/2564 of a subsidiary on 28 January 2021, the shareholders approved the increase in registered share capital from Baht 1,300,000,000 (130,000,000 ordinary shares at par value Baht 10.00 per share) to Baht 1,500,000,000 (150,000,000 ordinary shares at par value Baht 10.00 per share) by issuing 20,000,000 ordinary shares at par value Baht 10.00 per share. The subsidiary registered the share capital increase with the Ministry of Commerce on 5 February 2021. Moreover, the subsidiary make payments for loans from the parent company with interest in amounting to Baht 200.00 million.

Report of The Audit Committee 2020

Thonburi Healthcare Group Public Company Limited

The Audit Committee of Thonburi Healthcare Group Public Company Limited is comprised of three independent directors who are eminent persons and fully qualified as independent director according to the rules prescribed by the Securities and Exchange Commission and the Stock Exchange of Thailand. The independent directors have performed their duties with independence within the scope of duties and responsibilities of the Audit Committee as assigned by the Board of Directors. The Audit Committee consists of:

1. Ms. Kannika	Ngamsopee	Chairman of the Audit Committee
2. Mr. Virachai	Srikajon	Member of Audit Committee
3. Dr. Linda	Kraivit	Member of Audit Committee

Ms.Hathaichanok Pangnoi Position of Acting Internal Audit Director as Secretary to the Audit Committee.

The Audit Committee has performed its duties according to the scope and responsibility as assigned by the board of directors. The Audit Committee charter and the Company regulations on rules and guidelines of the Audit Committee are in line with the regulations of the Stock Exchange of Thailand. In the year 2020, the Audit Committee held 8 meetings. Meeting with Management, auditors and internal auditors. The summary is as follows.

1. Review of Financial Reports: The Audit Committee reviewed the quarterly financial statements and the related financial statements for the year 2020. The transaction may be conflict of interest. Inviting relevant executives and auditors to attend the meeting. To clarify and answer the questions of the Audit Committee. The accuracy and completeness of any significant accounting changes affecting the financial statements have been included in the consolidated financial statements. The adequacy of information disclosed in the financial statements and the auditor's remarks. The Audit Committee is of the opinion that the financial statements have been properly disclosed in accordance with the financial reporting standards. In addition, the Audit Committee held meetings with the auditors without the management. To discuss with the auditor on matters relating to accounting and financial reporting. The audit committee has good cooperation with management. Be independent in the work. As well as knowledge the experience and guidelines for reviewing or reviewing the financial reports are adequate and appropriate for the performance of the auditor's duties

2. Review of Internal Control System the Company reviewed the internal control system of the Company according to the assessment of the adequacy of the internal control system for 2020. During the Board of Directors' Meeting No. 2/2021 held on 23 February 2021, evaluating the Company's internal control system in respect of 5 elements. Board of Directors viewed that internal control system of internal control has been sufficient and appropriate. When the Audit Committee finds weaknesses or defects that are significant, the Audit Committee will notify the management to acknowledge the amendment and follow up the improvement.

3. Oversight of Internal Audit: The Audit Committee has approved the scope of work. In the year 2020, internal audit team reviewed and evaluated the system of Internal control of the Company and subsidiaries. was considered Internal audit report Follow up the corrective action according to the internal audit report. Provide advice on how to improve the performance of auditing. Independence of the Internal Audit Department, the appropriateness of the budget, manpower, training and personnel development and the Performance Appraisal of the Internal Audit Department. The Audit Committee is of the opinion that The Company has an appropriate and effective internal audit system.

4. Compliance with Securities and Stock Exchange of Laws, Regulations of the Stock Exchange

of Thailand and/or Other Applicable Laws: The Audit Committee reviewed the operation of the Company. That is in accordance with the Securities and Exchange Act. The Stock Exchange of Thailand and / or laws related to the Company's business. This includes compliance with the Company regulations and obligations with third parties. The Audit Committee is of the opinion that it is in compliance with the Securities and Exchange Act. The Stock Exchange of Thailand and / or laws related to the Company's business.

5. Review of Connected Transactions or Possible Conflicting Interest Transactions to Ensure Compliance with the Law and Stock Exchange of Thailand's Regulations: Reviewed and commented on the connected transactions, transactions that may lead to conflict of interest. Including the disclosure of such information. In accordance with the requirements of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission, The Audit Committee agrees with the auditor. They also commented that significant items were disclosed and presented in the financial statements. The notes to the financial statements are accurate and complete.

6. Risk management: The Risk Management Committee is responsible for determining policy, rules and methods of risk assessment and management, reviewing risk management system, and reporting risk management in respect of strategies, financial reports, operating performance, and compliance with relevant laws and regulations to the Board of Directors and the Audit Committee. The Audit Committee reviews and monitors risk management plan of the group company, including material adverse event which might have impact on the Company's business operations such as risks of core business, risks from local and overseas investment projects etc. The Audit Committee is of the view that the Company efficiently complies with the risk management system.

7. Appointment of 2021 Auditors: The Audit Committee has selected and proposed the appointment of the auditor and the audit fee. To propose to the Board of Directors for approval from the Annual General Meeting of Shareholders. The Audit Committee considered the qualifications of the auditor performance, independent and the appropriateness of the audit fee. Should be proposed to PricewaterhouseCoopers ABAS Ltd. as its auditor of the Company and subsidiaries for the year 2021, and recommended to appoint the Company's auditor of PricewaterhouseCoopers ABAS Ltd. The name of auditors: Mr. Krit Chatchawalwong (CPA No. 5016) or Mrs. Anuthai Poomsurakul (CPA No. 3873) or Mr. Vichien Khingmontri (CPA No. 3977). All of the auditor is the auditor of the auditor approval from the Securities and Exchange Commission Have good knowledge and experience.

8. Others: The Audit Committee reviewed the charter to ensure its suitability and compatibility with SET's announcement on the qualifications and work scope of Audit Committees B.E. 2558 (2015) and Audit Committee Manual B.E. 2553 (2010). The Audit Committee has reviewed and revised the Audit Committee Charter (2nd revised version), effective on 18 October 2018. The Audit Committee is of the opinion that the charter is still appropriate and in compliance with the Stock Exchange of Thailand's announcement.

Based on the Audit Committee's performance during the year 2020 as reported above, the Company believes that it has good corporate governance. Its internal control is adequate and suitable for the business operations. The risk management and internal control systems are efficient. Its accounting system and financial reports are correct and reliable in accordance with generally accepted accounting standards. The Company complies with the laws, rules and regulations relating to its business operations.

In performing its duties during the year 2020, the Audit Committee received good cooperation from the Board of Directors, executives, auditor and all related parties and would like to thank you everyone for their supports.

On behalf of the Audit Committee

Mrs. Kannika Ngamsopee

Chairman of the Audit Committee

Internal Control and Risk management

Internal Control

Thonburi Healthcare Group Public Company Limited values the importance of the Internal Control System which has been designed in accordance with the international standard of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) to achieve the objectives relating to operations, reporting, and compliance of the Company

During the Board of Directors' Meeting No. 2/2021 held on 24 January 2021, Board of Directors' Internal Control System was evaluated based on the internal control assessment report prepared by the Management which follows the guidelines of the Securities and Exchange Commission (SEC), together the Audit Committee's report. The Board of director viewed that internal control system the Company and subsidiaries has been sufficient and appropriate. The Company has provided the appropriate staff to operate the system effectively, enabling the Company to comply with the Good Corporate Governance. To monitor the operation of the company. To ensure that the Company and subsidiaries assets can be protected against misuse by the directors or management. The Company has adequate control over transactions with related parties or conflicts. The Company has provided the appropriate staff to operate the system effectively, enabling the Company to comply with the Good Corporate Governance. To monitor the operation of the company. To ensure that the Company and subsidiaries assets can be protected against misuse by the directors or management. The Company has adequate control over transactions with related parties or conflicts.

The Company has internal control system covers all the five components of internal control, namely Control Environment, Risk Assessment, Control Environment, Information & Communication, and Monitoring Activities Management of the Company internal control system can be summarized as follows:

1) Control Environment

The Board of director and Management strive to promote a corporate culture that focuses on integrity and ethics. They also provide supervision of the Company operations to ensure compliance with the organizational vision and missions and to ensure that the Company control environment is appropriate and effective

The Company's executives and personnel have good attitudes, which is conducive to internal control. Executive gives importance to good morals, ethics, honesty. Executive will consider taking actions as necessary and appropriate if any personnel displays inappropriate behavior and accepts capabilities of his/her subordinates. He/she should be aware of information and conduct analysis on new discovery or things that should be examined. Philosophy and workstyle of executives shall be appropriate for development of internal control and maintenance of effective internal control. Appropriate organization structure, authorization of the Company, and personnel development policy and implementation are important to good internal control, for instance:

- 1.1 The Company has set clear and appropriate organization structure and reporting lines. It has delegated roles and responsibilities in writing so that all personnel shall be aware of and understand their roles, authorities, duties and responsibilities.
- 1.2 The Company assesses education background and skills necessary in performing work. It also assesses knowledge and expertise of each personnel in performing his/her job to ensure that he/she has knowledge, skills, and capabilities to perform his/her assigned works according to the job descriptions.
- 1.3 The Company has determined policy and methods for human resources management in writing such as selection, training, promotion and compensation etc.

2) Risk Assessment

The Company recognize the significance of Risk Management. Appointed by the Board of Directors, the Risk Management Committee (RMC) performs the duties of setting and reviewing policies, objectives, risk management frameworks, monitoring and evaluating of compliance

by the Risk Management Committee (RMC), ensures that business the Company manages its risks efficiently, leading to the achievement of its business goals. Below are the Company risk management approaches:

- 2.1 The Company sets clear organizational objectives. The organizational objectives are consistent with organizational activities in order to become successful with appropriate budget and designated personnel. The management clearly identifies internal and external risks which may affect the Company's efforts in achieving organizational objectives. The Company conducts proper risk analysis and risk management.
- 2.2 The Company sets organizational risk management policy whereby the Risk Management Committee is responsible for monitoring and determining overall organizational risk management framework. Each working committee manages risks under its responsibilities according to the specified framework. The risk management policy covers financial management risks, business risks, operational and management risks, and occupational health and safety and environmental risks, and other key risks relating to the Company's business operations.
- 2.3 The Company sets clear organizational objectives, covering matters which the Company wishes to achieve and activities relating to key organizational procedures which are consistent with the Company's objectives and strategies. Executives are responsible for identifying organizational risks, covering all key organizational activities.

3) Control Activities

The Company has set policy and methods which will lead the Company to success according to the management's plan once implemented. Control activities will allow assigned personnel to understand those risks which may arise from job performance. Hence, such assigned personnel will become more cautious and be able to successfully complete his/her work. For instance, internal control in respect of management, the Company has set mission and objectives in writing and communicate to every personnel so that objectives can be achieved. In addition, work plan, resource allocation, budget and manpower are prepared. The Company has also set work procedures and monitors implementation of work procedures to ensure that its personnel will perform their duties efficiently and effectively and in compliance with the laws, rules and regulations and prescribed standards.

The Company has developed efficient and effective control activities that contribute to the mitigation of risks against the achievement of objectives, to acceptable levels. They include;

- 3.1 The Company provides information technology control activities such as Access Management Information Technology Information security policy requirements. To provide information technology of the company. Is right Efficiency, security, continuous operation.
- 3.2 The Company has rules, regulations, policies, procedures and work instructions for reference use practices. internal controls such as the policy on entering into connected transactions

Overall, the Company has appropriate, adequate and effective control activities. The Company has set policy and methods in writing, specifying jobs with key risks and preventive measures to reduce mistakes. The management reviews the Company's financial reports and operating reports (non-financial). The Audit Committee and the Board of Directors also require measuring employee performance using key performance index.

4) Information & Communication

The Company recognizes the criticality of the quality of Information & Communication that supports the effectiveness of the Company Internal Control System, as detailed below;

- 4.1 The Company has set up information classification to board of director, instructions for filing important documents and controlled documents. This includes information from both internal and external sources. This process is intended to ensure that important information concerning the Company and its business operations are accurate, complete, adequate and timely to management.
- 4.2 The Company has set up external communication channels to communicate with external stakeholders, such as the Company website. In addition, assigned departments are responsible for the disclosure of important information components of Investor Relations

5) Monitoring Activities

The Company continuously monitors and evaluates the adequacy of its internal control system. Development and improvement processes have also been in place to ensure the efficiency and effectiveness of the Company Internal Control System, and includes:

- 5.1 The Internal Audit Department, which is an independent unit reporting directly to the Audit Committee, examines and evaluates the effectiveness of internal control activities. The internal audit reports and findings are presented to the Audit Committee on a quarterly basis. The results of internal audit are reported to the Audit Committee on a quarterly basis. In addition, the Company's internal auditor must attend trainings on a continuous basis to increase knowledge and develop skills and capabilities as internal auditor.
- 5.2 The Board of Directors or the relevant sub-committee, such as the Audit Committee and the Risk Management Committee, will be reported if there is occurrence of event which might have significant impact on the Company. The management will report progress of such event and proposed solutions within the appropriate time period.

The internal control assessment of the company in 2020 according to the 5 main components of internal control was appropriate, sufficient and effective to the business operations of the company and did not find any significant issues related to conflicts of interest, fraudulent activities, or any other significant deficiencies in the Internal Control System materially in affect the Company objectives. Furthermore, no violations of SEC and SET rules and regulations or other laws related to the Company were found.

Risk Management

Thonburi Healthcare Group Public Company Limited is aware of the importance of risk management. The Company gives importance to risk management and has the Risk Management Committee (RMC) who is responsible for setting and reviewing policy, objectives, and framework for risk management. Also, the committee monitors the implementation of risk management framework by the Company and provides comments and recommendations on management of organizational risks and project investment risks. The Risk Management Committee, on behalf of the Company, has appointed a risk management sub-committee to efficiently manage risks of each core business and ensure accomplishment of organizational objectives. The risk management policy is created and announced to personnel of all levels so that they will understand and comply with risk management procedures. The policy is an important tool that would help every unit of the organization achieves goals/objectives and successful operations. This will lead to value-added activities and sustainable organizational growth. The policy can also be implemented with large-scale to small-scale projects. The sooner the Company realizes its mistake, the better it would be to find a preventive action as a corrective action would be costly and result in unnecessary losses of resources.

Related Transaction

1. Transaction

List of Thonburi Healthcare Group Public Company Limited ("THG") and subsidiaries.

1.1 Normal business transaction or normal business support with general commercial terms

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
1. Sirivej Chanthaburi PCL. Relationship As an associate company and Dr. Tanatip Suppradit is a director of THG.	Dental Siam Co., Ltd.	1. Revenue from the sale of medical supplies on dental materials	2,383	41,494	19,206	19,402	Dental Siam Co., Ltd., a subsidiary has sold dental supplies. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
		• Revenue from medical supplies • Trade accounts receivable	2,550	2,550	-	6,550	
THG	THG	2. Revenue from services and consulting	20,000	20,000	-	-	THG has provided consulting services on Personal Information Protection System for Hospitals (PDPA) at the service rates specified in the contract which is the general market price, and the conditions are in accordance with the contract mutually agreed upon under careful consideration of both parties in the appropriate benefits which is in accordance with general business practice conditions.
		• Revenue from services and consulting • Trade accounts receivable	21,400	21,400	-	-	
THG	THG	3. Dividend income ▪ Dividend income	-	8,287,648	6,474,725	6,474,725	THG received dividends from its investment in the ordinary shares of Sirivej Chanthaburi PCL. as declared.
Thonburi Bamrungmuang Hospital Co., Ltd.	Thonburi Bamrungmuang Hospital Co., Ltd.	4. Professional service and repair fees • Professional service and repair fees	-	146,764	-	-	Thonburi Bamrungmuang Hospital Co., Ltd., a subsidiary, agreed to hire Sirivej

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
2. Ubonrak Co., Ltd. Relationship As an associate company and Mr. Chalermkul Aphiboonyophas and Dr. Tanatip Suppradit are a director of THG	Dental Siam Co., Ltd. Modular Software Expertise Co., Ltd.	1. Revenue from the sale of medical supplies on dental materials ▪ Revenue from medical supplies ▪ Trade accounts receivable 2. Revenues from maintenance of hospital information systems • Revenue from services and consulting • Trade accounts receivable 3. Revenue from services and consulting ▪ Revenue from services and consulting ▪ Other accounts receivable	84,860 24,000	292,832 24,000	88,112 61,160	481,084 -	Chanthaburi PCL. to provide patient delivery services. The price and terms and conditions are as agreed. Dental Siam Co., Ltd., a subsidiary sells dental supplies. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general. Modular Software Expertise Co., Ltd, a subsidiary company, provided hospital system development services including hospital maintenance services. The service fee specified by the contract. The normal business of the subsidiary is based on the conditions that the subsidiary has with other parties. THG provides consulting services on Personal Information Protection System for Hospitals (PDPA) at the service rates specified in the contract which is the general market price, and the conditions are in accordance with the contract mutually agreed upon under careful consideration of both parties in the appropriate benefits which is in accordance with general business practice conditions.

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
	THG	4. Dividend income • Dividend income	-	5,825,907	13,593,783	11,543,814	THG provided advice to Ubonrak Co., Ltd. in accounting. The price and condition of the transactions were agreed. THG received dividends from its investment in the ordinary shares of Ubonrak Co., Ltd. as declared.
3. Pattara Hospital Co., Ltd Relationship Mr. Chalemkul Apibunyopas is a director of THG (Resigned from the position on 24 November 2020).	Thonburi Hospital Heart Centers Co., Ltd.	1. Revenue from services and consulting ▪ Revenue from services and consulting ▪ Trade accounts receivable ▪ Other income 2. Expenses for purchasing general medicines and medical supplies. ▪ Costs of purchasing general medicines and medical supplies ▪ Trade accounts payable 3. Revenue from the sale of medical supplies on dental materials ▪ Revenue from sale of medical supplies ▪ Trade accounts receivable	- 37,507,455 - -	4,508,226 37,507,455 - -	16,178,071 35,133,153 673 -	16,656,652 28,455,640 - -	Thonburi Hospital Heart Centers Co., Ltd. has entered into a joint treatment of cardiovascular disease with Pattara Hospital Co., Ltd. the remuneration and share interests according to a mutual agreement under careful consideration of the parties in the benefits that would have been appropriate. This is in accordance with normal business practices in general. Thonburi Hospital Heart Centers Co., Ltd. purchased medical supplies from Pattara Hospital Co., Ltd. THG needs to use such products to treat patients. The trading price and conditions between each other are in line with market conditions same as the conditions agreed with other entities in general.
	Dental Siam Co., Ltd.		-	-	6,636	-	Dental Siam Co., Ltd., a subsidiary company available dental supply. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
			-	-	2,200	-	

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
	Modular Software Expertise Co., Ltd.	4. Revenues from maintenance of computer programs. • Revenue from services and consulting	135,000	540,000	588,000	612,000	Modular Software Expertise Co., Ltd. a subsidiary provides hospital management systems development including the provision of maintenance services, hospital management systems. The rates specified in the contract which is the normal business of THG on terms that THG made to other contracting parties.
	Thonburi Wellbeing Co., Ltd.	5. Professional service and repair fees • Professional service	233,340	684,431	-	-	Thonburi Wellbeing Co., Ltd., a subsidiary, has hired Pattara Hospital Co., Ltd. to provide food delivery service for patients which the Company needs to use for treating patients. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
	Thonburi Bamrungmuang Hospital Co., Ltd.	6. Expenses for purchasing general medicines and medical supplies. • Cost of purchasing general medicines and medical supplies	21,478	21,478	-	-	Thonburi Bamrungmuang Hospital Co., Ltd., a subsidiary, has sold medicines and medical supplies. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
	THG	7. Expenses for purchasing general medicines and medical supplies. • Cost of purchasing general medicines and medical supplies	-	-	-	5,940	THG has purchased medical supplies from Pattara Hospital Co., Ltd. which the Company needs to use for treating patients. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
		<ul style="list-style-type: none"> Dividend income 	-	250,000	-	-	with other entities in general. THG received dividends from its investment in the ordinary shares of Pattara Hospital Co., Ltd. as declared.
4. Computed Tomography Urupong Co., Ltd. Relationship There is a common shareholder; Ms. Nalin Vanasin, who is the director of THG	THG	1. Professional fees and repair costs <ul style="list-style-type: none"> Professional fees and repair costs Trade accounts payable 	12,930,044	47,269,435	51,654,301	43,724,008	THG has entered into an agreement with MRI with Computed Tomography Urupong Co., Ltd. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
	THG	2. Dividend income <ul style="list-style-type: none"> Dividend income 	-	112,500	112,500	112,500	THG received dividends from the investment in Computed Tomography Urupong Co., Ltd. as declared.
	Thonburi Bamrungmuang Hospital Co., Ltd.	3. Professional fees and repair costs <ul style="list-style-type: none"> Professional fees and repair costs Trade accounts payable 	2,401,400	9,923,658	-	-	Thonburi Bamrungmuang Hospital Co., Ltd., a subsidiary, has entered into an agreement with MRI with Computed Tomography Urupong Co., Ltd. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
	Thanarad Thung Song Co., Ltd.	4. Professional fees and repair costs <ul style="list-style-type: none"> Professional fees and repair costs Other account receivable Trade accounts payable 	2,194,763	6,661,309	-	-	Thanarad Thung Song Co., Ltd., a subsidiary, has entered into an agreement with MRI with Computed Tomography Urupong Co., Ltd. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general.
			103,855	103,855	-	-	
			780,465	780,465	-	-	

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
5. ARYU International Health Care Co., Ltd. Relationship A joint venture	THG	1. Revenue from services and consulting ▪ Revenue from services and consulting ▪ Trade accounts receivable ▪ Other income ▪ Other accounts receivable	- 6,294,251 71,707	918,000 6,294,251 71,700	2,822,000 4,803,766 129,420 3,153,700	2,218,549 5,173,639 15,600 15,600	THG provided advice to ARYU International Health Care Co., Ltd. The price and nature of such terms and conditions are in accordance with the mutually agreed upon agreement between the two parties in the interests to be received appropriately. This is in line with normal business practice. Modular Software Expertise Co., Ltd., a subsidiary, provided consulting services on hospital management systems at the rate specified in the contract which is a normal business of a subsidiary under the conditions that a subsidiary made with other contracting parties.
		2. Maintenance fee for hospital information system ▪ Revenue from services and consulting ▪ Trade accounts receivable	- 62,881	- 62,881	335,589 62,881	27,888 -	
6. Weihai Welly Hospital Co., Ltd. Relationship A joint venture (Ended as a joint venture in March 2020)	THG	1. Revenue from services and consulting ▪ Revenue from services and consulting ▪ Trade accounts receivable ▪ Other accounts payable	- - -	- - -	- 8,511,600 2,255,597	4,911,200 18,654,400 2,325,692	THG advised Weihai Welly Hospital Co., Ltd. on the part of hospital management. The price and nature of such terms and conditions are in accordance with the mutually agreed upon agreement between the two parties in the interests to be received appropriately. This is in line with normal business practice.
7. Chumvej Hospital PCL. Relationship Mr. Suthon Sriyaphan is a common director with a subsidiary	THG	1. Dividend income ▪ Dividend income ▪ Dividend receivable	- -	272,492 -	1,901,689 891,792	- 546,486	THG received dividends from its investment in ordinary shares of Chumvej Hospital PCL. as declared. THG provides consulting services on Personal Information Protection System for Hospitals (PDPA) at the service rates
		2. Revenue from services ▪ Revenue from services ▪ Trade accounts receivable	10,000 10,700	10,000 10,700	- -	- -	

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
		3. Revenue from the sale of assets <ul style="list-style-type: none"> • Profit from the sale of assets 	79,980	79,980	-	-	specified in the contract which is the general market price, and the conditions are in accordance with the contract mutually agreed upon under careful consideration of both parties in the appropriate benefits which is in accordance with general business practice conditions. THG has sold used medical assets to Chumvej Hospital PCL. The price and nature of such terms and conditions are in accordance with the mutually agreed upon agreement between the two parties in the interests to be received appropriately. This is in line with normal business practice.
8. Siroros Hospital Co., Ltd. Relationship There is a person who is a close relative of Dr. Boon Vanasin is a shareholder.	Rajindee Hospital PCL.	1. Dividend income <ul style="list-style-type: none"> ▪ Dividend income 2. Revenue from selling medical supplies <ul style="list-style-type: none"> ▪ Revenue from selling medical supplies 3. Other service fees <ul style="list-style-type: none"> • Cost of medical supplies • Rental car health check 	-	300,000	300,000	1,000,000	Rajindee Hospital PCL. has received dividends from its investment in ordinary shares of Siroros Hospital Co., Ltd. as declared. Rajindee Hospital PCL., a subsidiary, has sold medical supplies. The trading price, conditions and trade credit are in line with market conditions as same as the conditions agreed with other entities in general. Rajindee Hospital PCL. has needed to use the products / services for patient treatments. The trading price, conditions and trade credit are in line with market conditions as same as

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
	THG	4. Revenue from services <ul style="list-style-type: none"> Revenue from services Trade accounts receivable 	20,000 21,400	20,000 21,400	- -	- -	the conditions agreed with other entities in general. THG provides consulting services on Personal Information Protection System for Hospitals (PDPA) at the service rates specified in the contract which is the general market price, and the conditions are in accordance with the contract mutually agreed upon under careful consideration of both parties in the appropriate benefits which is in accordance with general business practice conditions.
		5. Revenue from the sale of assets <ul style="list-style-type: none"> Profit from the sale of assets 	19,999	19,999	-	-	THG has sold used medical assets to Chumvej Hospital PCL. The price and nature of such terms and conditions are in accordance with the mutually agreed upon agreement between the two parties in the interests to be received appropriately. This is in line with normal business practice
9. Thonburi Houseware Co., Ltd. Relationship Dr. Suwadee Puntpanich is a common director with a subsidiary	Thonburi Wellbeing Co., Ltd.	1. Office Rental <ul style="list-style-type: none"> Rental Deposit Service fees Rental deposit Other payables Rights to use assets Liabilities under lease agreements Depreciation of the right to use assets 	- 283,934 3,521,555 66,376 8,301,820 3,281,076 1,383,637	- 966,815 3,521,555 66,376 8,301,820 3,281,076 5,534,547	2,752,178 192,336 503,079 554,891 - - -	- - - - - - -	Thonburi Wellbeing Co., Ltd., a subsidiary, has rented an office at the rental rate and service fees specified in the contract. The conditions between each other are in line with market conditions same as the conditions agreed with other entities in general.

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
10. Rajithanee Pattanakarn (2014) Co., Ltd. Relationship Mrs. Charuwan Vasin is a major shareholder.	Thonburi Bamrungmuang Hospital Co., Ltd.	1. Other service fee ▪ Other service fee ▪ Trade account payables	- 224,700	- 224,700	- 218,820	149,800 149,800	Rajithanee Pattanakarn (2014) Co., Ltd. has hired Chinese translators to assist Thonburi Bamrungmuang Hospital Co., Ltd. in marketing. Thonburi Weilbeing Co., Ltd., a subsidiary, has rented an office at the rental rate and service fees specified in the contract. The conditions between each other are in line with market conditions same as the conditions agreed with other entities in general.
11. Thonburi Hospital Holding Co., Ltd. Relationship There are shareholders as directors of subsidiaries.	THG	1. Accommodation income ▪ Accommodation income ▪ Other incomes ▪ Other Accounts Receivable	14,400 - 1,800,300	14,400 - 1,800,300	1,585,300 200,600 1,785,900	- - -	THG has provided accommodation for doctors who come to study visits to Thonburi Hospital Holding Co., Ltd. The price is according to the rate offered to general customers.
12. Ramkhamhaeng Hospital PCL. Relationship common director	THG	1. Expenses for purchasing general medicines, medical supplies and equipment • Cost of purchasing general medicines and medical supplies • Purchasing medical equipments • Repair cost • Trade accounts payable • Other creditors 2. Purchasing medical equipment to operate a hospital business	8,378,331 44,641,100 7,956,816 46,100	14,732,687 54,725,100 77,253 7,956,816 46,100	- - - - -	- - - - -	THG has purchased medicines and medical supplies from Ramkhamhaeng Hospital PCL. THG needs to use such products to treat patients. The trading price and conditions between each other are in line with market conditions same as the conditions agreed with other entities in general.
	Thonburi Bamrungmuang Hospital						Thonburi Bamrungmuang Hospital Co., Ltd., a subsidiary, has purchased medicines and

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
	Hospital Co., Ltd.	<ul style="list-style-type: none"> Cost from purchasing general medicines and medical supplies 	70,140	214,320	-	-	medical supplies from Ramkhamhaeng Hospital PCL. Thonburi Bamrungmuang Hospital Co., Ltd. needs to use such products to treat patients. The trading price and conditions between each other are in line with market conditions same as the conditions agreed with other entities in general.

1.2 Normal business transaction or normal business support without commercial terms.

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
1. Rajthanee Pattanakarn (2014) Co., Ltd. Relationship Mrs. Jaruwan Vanasin as a major shareholder	Thonburi Realty Development Co., Ltd.	Land Rental Income <ul style="list-style-type: none"> Land rental income Other receivables 	- 34,000,000	6,000,000 34,000,000	24,000,000 34,000,000	27,000,000 10,000,000	Thonburi Realty Development Co., Ltd. has not utilized such land. The land was leased to THG. Rajthanee Pattanakarn (2014) Co., Ltd. at a rental rate higher than market value. Such transactions are beneficial to THG.
	Thonburi Bamrungmuang Hospital Co., Ltd.	Other incomes <ul style="list-style-type: none"> Interest income Accrued interest 	428,493 1,141,096	1,141,096 1,141,096	- -	- -	Rajthanee Pattanakarn (2014) Co., Ltd. provided Chinese interpreters to support service of Thonburi Bamrungmuang Hospital Co., Ltd. in marketing. The service rate is in general market price.
2. Khunying Songsaeng Meksawan Relationship As the major shareholder of THG	THG	<ul style="list-style-type: none"> Land rental 	-	-	2,523,000	2,514,000	THG has leased land from Khunying Songsaeng Meksawan to be used as a hospital for Thonburi 1 Hospital. The rental fee was lower than market value and the transaction was beneficial to THG.

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)			Necessity and reasonableness
			Quarter 4/2019	2019	2018	
3. Dr. Arsa Meksawan Relationship As the major shareholder of THG	THG	Right to use assets <ul style="list-style-type: none"> • Right to use assets • Liabilities under lease agreements • Depreciation of the right to use assets 	13,908,566 11,862,533 596,368	13,908,566 11,862,533 2,385,473	- - -	THG has leased land from Dr. Arsa Meksawan (change of contract from the original lessor, Khunying Songsaeng Meksawan, to be used as a hospital for Thonburi 1 Hospital. The rental fee was lower than market value and the transaction was beneficial to THG.
4. Rajpattana Real Estate Co., Ltd Relationship There are common shareholders.	Uttaradit Thonburi Hospital Co., Ltd.	1. Rental income <ul style="list-style-type: none"> • Rental income • Other receivables • Deposit received Other incomes <ul style="list-style-type: none"> ▪ Interest income ▪ Accrued interest 	603,060 1,020,562 1,000,000 1,212,344 3,612,720	2,226,682 1,020,562 1,000,000 3,959,528 3,612,720	2,087,514 927,784 1,000,000 1,710,221 1,710,221	Uttaradit Thonburi Hospital Co., Ltd., a subsidiary, has entered into an agreement to buy and sell land with Rajpattana Real Estate Co., Ltd. The price and terms and conditions are in accordance with the contract and the market price in general. The subsidiary has charged the land rental and interest due to the delay payment for the land. This is in accordance with the conditions of the contract as agreed and the normal business practice in general.

1.3 The list provides financial assistance to individuals or entities that are related parties.

If necessary, THG or its subsidiaries suffer from liquidity shortage. The Board of Directors has complied with the regulations. In addition, THG has disclosed related transactions in the notes to financial statements audited by the auditors of THG in accordance with the generally accepted accounting standards.

Item of offer or / receipt of financial assistance.

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)			Necessity and reasonableness
			Quarter 4/2019	2019	2018	
1. Weihai Welly Hospital Co., Ltd.	THG	1. Short-term loans <ul style="list-style-type: none"> ▪ Short-term loans ▪ Accrued interest ▪ Interest income 	- - -	- - 479,295	36,599,880 2,436,460 2,015,036	THG granted a joint venture, Weihai Welly Hospital Co., Ltd., to borrow short-term funds for use as working capital of Weihai

Related name / relationship	Company Transaction	The nature of transaction	Value (THB)				Necessity and reasonableness
			Quarter 4/2019	2019	2018	2017	
Relationship Joint Venture (Ended as a joint venture in March 2020)							Welly Hospital, with interest at a higher rate than the borrowing cost of THG. The said loan is a loan in proportion to its shareholding. The said loan has been approved by the Board of Directors.
2. Rajnara Hospital Co., Ltd.	THG	1. Interest Income ▪ Interest income	22,872	38,323	-	-	THG has lent short-term loans to Rajnara Hospital Co., Ltd. to use as working capital at an interest rate higher than the cost of THG's borrowing, which was repaid by Rajnara Hospital for the whole amount of the loan in 2020.
Relationship Holding by a subsidiary, Rajyindee Hospital PCL.	Rajyindee Hospital PCL.	2. Interest Income ▪ Interest income	74,180	122,131	-	-	Rajyindee Hospital PCL., a subsidiary, has lent short-term loans to Rajnara Hospital Co., Ltd. to use as working capital at an interest rate higher than the cost of Rajyindee Hospital's borrowing, which was repaid by Rajnara Hospital for the whole amount of the loan in 2020.

2. Policy and Trend of Entry into Related Party Transaction in the Future

Type of Transaction	Trend and Policy
Normal Business Transaction or Supporting Normal Business Transaction	Normal Business Transaction If THG and/or its subsidiary has a medical treatment service transaction, referral of patients, THG has its policy that THG and/or its subsidiary shall charge compensation incurred by the entry into transaction. The transaction between THG and/or its subsidiary and related party at the market price whereby the service rate and term or payment including other trade conditions whether it is fair or similar condition and it is different from a transaction that entered with third party, whether individual or other companies under the similar circumstance.

Type of Transaction	Trend and Policy
	<p>Supporting Normal Business Transaction</p> <p>If THG and its subsidiary purchase goods and medical supplies from the supplier of goods and medical supplies which is the party relating to THG, such transaction shall be the transaction for supporting medical treatment services of each other for supporting normal business transaction of THG and/or its subsidiary provided that the price of goods or services shall be the market price which based on the price of goods or services and term of payment and trade conditions shall not be different from the terms and conditions that THG and/or its subsidiary enters with other suppliers under the similar circumstance.</p> <p>Pursuant to the Securities and Exchange Act (No. 4) B.E. 2551 (2008) (as amended) which is effective from 31 August 2008 and the guideline of the Office of the Securities and Exchanges Commission dated 16 July 2008, it states that to have more flexibility for management of company, a company may propose a related party transaction which deemed as the normal business transaction or supporting normal business transaction with normal trade conditions between a company and/or its subsidiary with related parties to the Board of Directors for approval in principle.</p> <p>THG has its policy in relation to the offer and/or receipt of financial assistance for the centralization of financial management in order to manage financial costs appropriately and efficiency for the highest benefit of THG. THG has the policy for entering into financial assistance by providing loan to subsidiary whereby THG will directly enter into loan with money market or financial institution and subsequently, lend to its subsidiary and the interest shall be based on the actual financial cost plus additional profits of which such interest rate will be lower than the interest rate offered by financial institution if such subsidiary directly lends from the financial institution.</p> <p>Benefit, the subsidiary can receive loan at the interest rate lower than the direct lending from financial institution due to THG can obtain loan at the lower interest rate.</p>
Offer and/or Receipt of Financial Assistance	
Other business transaction other than the abovementioned transactions according to the definition as defined in the Securities and Exchange Act	<p>If THG and/or its subsidiary is necessary to enter into a related party transaction in the future, such related party transaction shall be for the equal benefits of THG and all shareholders pursuant to the rules and regulations as specified in the Securities and Exchanges Act and other relevant notifications of regulatory bodies.</p>

The entry into related party transaction in all types of THG shall be in accordance with the Securities and Exchange Act and/or the rules and regulations of the Stock Exchange of Thailand and/or the Notifications of the Capital Market Supervisory Board for protecting public investors and transparent. If THG and/or its subsidiary is necessary to enter into a related party transaction, THG has authorized the Audit Committee to review such transaction to ensure the fairness. If the Audit Committee does not have an expertise on considering of any related party transactions THG has policy to engage the independent advisor who has knowledge and expertise at professional level to provide opinion on the entry of such transaction for consideration of the Audit Committee and/or the Board of Directors and/or the shareholders' meeting as the case may be.

Other Important Information

Company Name	: Thonburi Healthcare Group PCL.
Company Registration No.	: 0107537002753 (former No. PLC. 522)
Registration Date	: 21 December 1994
The headquarters	: No. 34/1 Soi Issaraparp 44, Issaraparp Road, Baan Chang Lor Sub-district, Bangkok Noi District, Bangkok 10700 Tel. +662-487-2000 Hotline 1645 Fax. +662-412-7343
Website	: www.thg.co.th
Business type	: Medical Services Business and Hospital Management
Services The number and type of shares	: 849,080,000 ordinary registered shares
Registered capital	: Baht 849,080,000, par value of baht 1 per share
Issued and paid-up capital	: Baht 849,080,000, 849,080,000 shares, par value of baht 1 per share

Subsidiary, associate and joint venture Subsidiaries

- (1) Rajyindee Hospital PCL.

Company Registration No.	: 0107538000380 (former No. PLC. 561)
Registration Date	: 20 July 1995
The headquarters	: 119 Rajyindee Road, Tambol Hat Yai Amphur Hat Yai, Songkhla 90110 Tel. +66 74-200-200 Fax. +66 74-200-292
Website	: www.rajyindee.com
Business type	: Medical Services Business
The number and type of shares	: 430,000,000 ordinary registered shares
Registered capital	: Baht 430,000,000 par value of baht 1 per share
Issued and paid-up capital	: Baht 430,000,000, 430,000,000 shares, par value of baht 1 per share
- (2) Uttaradit Thonburi Hospital Co., Ltd.

Company Registration No.	: 0105559025720
Registration Date	: 12 February 2016
The headquarters	: 61/160 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai Khwang, Bangkok 10310 Tel. +662-643-0921 Fax. +662-246-1796
Business type	: Medical Services Business
The number and type of shares	: Baht 12,000,000 ordinary registered shares Registered capital Baht 120,000,000 par value of 10 baht per share
Paid-up capital	: Baht 90,000,000, 12,000,000 shares, par value of baht 7.50 per share
- (3) Thonburi Hospital Heart Centers Co., Ltd.

Company Registration No.	: 0105557100490
Registration Date	: 16 July 2014
The headquarters	: 61/160 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai Khwang, Bangkok 10310 Tel. +662-643-0921 Fax. +662-642-0939
Business type	: Hospital Management Services and Management Services for Heart Centers
The number and type of shares	: 10,000 ordinary registered shares
Registered capital	: Baht 100,000,000 par value of baht 10,000 per share
Paid-up capital	: Baht 100,000,000, 10,000 shares, par value of baht 10,000 per share

- (4) Thonburi Wellbeing Co., Ltd. (Former Name: Premiere Home Health Care Co., Ltd.)
- Company Registration No. : 0105557165486
- Registration Date : 7 November 2014
- The headquarters : 61/160 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai Khwang, Bangkok 10310
Tel. +662-643-0921-5 Fax. +662-642-0939
- Website : www.jinwellbeing.com
- Business type : Housing business for elderly, care center and elderly care center, comprehensive health services for elderly, medical services, cleaning service, disinfecting and removal of dust mites and operating the patient rehabilitation center (Step-Down Care)
- The number and type of shares : 130,000,000 ordinary registered shares
- Registered capital : Baht 1,300,000,000 par value of baht 10 per share
- Issued and paid-up capital : Baht 1,300,000,000, 130,000,000 shares, par value of baht 10 per share
- (5) Dental Siam Co., Ltd.
- Company Registration No. : 0105556199387
- Registration Date : 27 December 2013
- The headquarters : 615 Jit-Uthai Building, 11th Floor, Ramkhamhaeng 73, Ramkhamhaeng Rd., Huamark, Bangkok 10240
Tel. +662-375-1516 Fax. +662-2375-1517
- Website : www.dentalsiam.co.th
- Business type : Business selling pharmaceuticals, chemicals, machinery, appliances dental and pharmacy business
- The number and type of shares : 3,193,265 ordinary registered shares
- Registered capital : Baht 31,932,650 par value of baht 10 per share
- Paid-up capital : Baht 31,932,650, 31,932,650 shares, par value of baht 10 per share
- (6) Rajthanee Realty Co., Ltd.
- Company Registration No. : 0105544092116 (former No. KorTor 03-0159-44)
- Registration Date : 20 September 2001
- The headquarters : 61/160 Thaweemit 5 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai Khwang, Bangkok 10310
Tel. +662-643-0921 Fax. +662-246-1795
- Business type : The business of land allocation elderly home
- The number and type of shares : 19,600,000 ordinary registered shares (Registered on 29 June 2020)
(2019: 7,000,000 ordinary registered shares)
- Registered capital : Baht 1,960,000,000 par value of baht 100 per share
(2019: Baht 700,000,000 par value of baht 100 per share)
- Issued and paid-up capital : Baht 1,960,000,000, 19,600,000 shares par value of baht 100 per share
(2019: Baht 700,000,000, 7,000,000 shares, par value of baht 100 per share)
- (7) Thonburi Realty Development Co., Ltd.
- Company Registration No. : 0105533007996 (former No. 798.2533)
- Registration Date : 19 January 1990
- The headquarters : 61/160 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai Khwang, Bangkok 10310
Tel. +662-643-0921-5 Fax. +662-642-0939
- Business type : Land business and real estate development
- The number and type of shares : 127,000,000 ordinary registered shares (Registered on 23 June 2020)
(2019: 80,000,000 ordinary registered shares)
- Registered capital : Baht 1,270,000,000 par value of baht 100 per share
(2019: Baht 800,000,000, par value of baht 10 per share)
- Issued and paid-up capital : Baht 1,270,000,000, 127,000,000 par value of baht 100 per share
(2019: Baht 800,000,000, 80,000,000 shares, par value of baht 10 per share)

(8) Modular Software Expertise Co., Ltd.

Company Registration No. : 0105536114840 (former No.(1)2228/2536)
 Registration Date : 7 October 1993
 The headquarters : 333/2 Pracha Chuen Road, Khwaeng Bang Sue, Khet BangSue
 Bangkok 10700 Tel. +662-882-5173 Fax. +662-882-5175
 Website : www.mse-th.com
 Business type : Providing computer consultancy and programming
 The number and type of shares : 180,000 ordinary registered shares
 Registered capital : Baht 18,000,000 par value of baht 100 pershare
 Issued and paid-up capital : Baht 18,000,000, 180,000 shares, par value of baht 100 per share

(9) Thonburi Bamrungmuang Hospital Co., Ltd. (former name: Bamrungmuang Plaza Co., Ltd.)

Company Registration No. : 0105545057829
 Registration Date : 5 June 2002
 The headquarters : 611 Bamrungmuang Road, Khwaeng Khlongmahanak, Khet
 Pomprapsattruphai, Bangkok 10100
 Tel. +662-220-7999 Fax. +662-223-1876
 Business type : Medical Services Business (Operated in January 2019)
 The number and type of shares : 48,927,068 ordinary registered shares
 Registered capital : Baht 1,223,176,700 par value of baht 25 pershare
 Issued and paid-up capital : Baht 1,223,176,700, 48,927,068 shares, par value of baht 25 per share

(10) Thanarad Thung Song Co., Ltd.

Company Registration No. : 0805557000618
 Registration Date : 15 May 2014
 The headquarters : 88/8 Moo 1, Tambol Chamai, Amphur Thung Song, Nakhon Si
 Thammarat 80110 Tel. +66 93-579-1188
 Website : www.thonburithungsong.com
 Business type : Medical Services Business (Operated in November 2019)
 The number and type of shares : 60,000,000 ordinary registered shares
 Registered capital : Baht 600,000,000 par value of baht 10 per share
 Issued and paid-up capital : Baht 600,000,000, 60,000,000 shares, par value of baht 10 per share

Indirect Subsidiaries

• Thonburi Property Management Co., Ltd. (a subsidiary of Thonburi Wellbeing Co., Ltd.)

Company Registration No. : 0105562161663
 Registration Date : 17 September 2019
 The headquarters : 61/160 Thaweemit 5 Rama 9 Road, Khwaeng Huai Khwang, Khet Huai
 Khwang, Bangkok 10310 Tel. +662-246-4694
 Business type : Senior residence management
 The number and type of shares : 40,000 ordinary registered shares
 Registered capital : Baht 4,000,000 par value of baht 100 per share
 Issued and paid-up capital : Baht 4,000,000, 40,000 shares, par value of baht 100 per share

Associates

(1) Ubonrak Co., Ltd.

Company Registration No. : 0345534000225 (former No. Bor. Aor. Jor. Aor. Bor. 111)
 Registration Date : 16 December 1991
 The headquarters : 46/4 Bhurapanai Road, Tambol Naimuang,
 Amphur Muangubonratchathani, Ubonratchathani 34000
 Tel. +66 45-260-300 Fax. +66 45 243-654
 Website : www.ubonrak.co.th
 Business type : Medical Services Business
 The number and type of shares : 11,250,000 ordinary registered shares
 Registered capital : Baht 112,500,000 par value of baht 10 pershare
 Issued and paid-up capital : Baht 112,500,000, 11,250,000 shares, par value of baht 10 per share

- (2) Sirivej Chanthaburi PCL.
- | | | |
|-------------------------------|---|--|
| Company Registration No | : | 0107547000117 (former No. 0107574700110) |
| Registration Date | : | 23 February 2004 |
| The headquarters | : | 151 M.7 Trirat Road, Tambol Chanthanimit, Amphur Muangchanchaburi, Chanthaburi 22000
Tel. +66 39-344-339 Fax. +66 39 322-995-6 |
| Website | : | www.sirivejhospital.com |
| Business type | : | Medical Services Business |
| The number and type of shares | : | 370,909,375 ordinary registered shares
Ordinary shares as at 31 December 2016 of 541,818,750 shares Decrease in share capital on 7 August 2017 of 270,909,375 shares Increase in share on 9 August 2017 of 100,000,000 shares |
| Registered capital | : | Baht 370,909,375, par value of baht 1 per share |
| Issued and paid-up capital | : | Baht 325,091,250, 325,091,250 shares, par value of baht 1 per share |

Joint Ventures

- (1) Weihai Welly Hospital Co., Ltd. (Ended as a joint venture in March 2020)
- | | | |
|----------------------------|---|--|
| Registration Date | : | 14 January 2016 |
| The headquarters | : | No. 312 Sichang Avenue, Weihai, Shandong Province, China |
| Business type | : | Medical Services Business, the name of Welly Hospital |
| Shareholding | : | Holding 58% by THG |
| Registered capital | : | RMB 250,000,000 |
| Issued and paid-up capital | : | RMB 250,000,000 |
- (2) ARYU International Health Care Co., Ltd.
- | | | |
|----------------------------|---|---|
| Registration Date | : | 4 April 2017 |
| The headquarters | : | Plot No. 34D, Block No. 51F3, 51D5, 51D6 Kayaikkasan Road (Between Marlamwe Street) Tamwe Township, Yangon |
| Business type | : | Medical Services Business, the name of ArYu International Hospital (Operated outpatient service in September 2018 and inpatient service in February 2020) |
| Shareholding | : | Holding 40% by THG (Holding 10% in 2017) |
| Registered capital | : | USD 100,000,000 |
| Issued and paid-up capital | : | USD 70,000,000 |

Juristic persons in which THG holds 10% or more

- (1) Phatra Hospital Co., Ltd.
- | | | |
|-------------------------------|---|--|
| Company Registration No | : | 0105538022772 |
| Registration Date | : | 21 February 1995 |
| The headquarters | : | 32410 No.6, Khlong Nueng, Khlong Luang Pathum Thani
TEL +662-901-8400 Fax. +662-901-8508, +662-901-8082 |
| Business type | : | Medical Services Business |
| The number and type of shares | : | Baht 15,000,000 ordinary registered shares |
| Registered capital | : | Baht 150,000,000 par value of baht 10 per share |
| Issued and paid-up capital | : | Baht 150,000,000, 150,000,000 shares, par value of baht 10 per share |
- (2) Thanakarn Hospital Co., Ltd.
- | | | |
|-------------------------------|---|--|
| Company Registration No | : | 0715534000281 |
| Registration Date | : | 7 November 1991 |
| The headquarters | : | 20/20 Saeng Chuto Rd, Ban Tai, Mueang Kanchanaburi
Tel +66 34-540-601-9 Fax. +66 34-515-886 |
| Business type | : | Medical Services Business |
| The number and type of shares | : | Baht 75,000,000 ordinary registered shares |
| Registered capital | : | Baht 75,000,000 par value of baht 10 per share |
| Issued and paid-up capital | : | Baht 75,000,000, 7,500,000 shares, par value of baht 10 per share |

(3) Roi-Et Hospital Co., Ltd.

Company Registration No : 0455538000075
 Registration Date : 9 May 1995
 The headquarters : 166 Pattamaon Rd, Nai Mueang, Mueang Roi Et, Roi Et
 Tel. +66 43-515-191 Fax. +66 43-513-191, +66 43-512-191
 Business type : Medical Services Business
 The number and type of shares : Bath 12,500,000 ordinary registered shares
 Registered capital : Baht 125,000,000 par value of baht 10 per share
 Issued and paid-up capital : Bath 125,000,000, 12,500,000 shares, par value of baht 10 per share

(4) Kalasin Thonburihospital Co., Ltd.

Company Registration No : 0465558000216
 Registration Date : 27 October 2015
 The headquarters : 89 Bypass Song Rd, Kalasin, Mueang Kalasin, Kalasin
 Tel. +66 43-840-444 Fax. +66 43-840-424
 Business type : Medical Services Business
 The number and type of shares : Bath 30,000,000 ordinary registered shares
 Registered capital : Baht 300,000,000 par value of baht 10 per share
 Issued and paid-up capital : Bath 300,000,000, 30,000,000 shares, par value of baht 10 per share

2. References

Share Registrar : Securities Depository Company (Thailand) Limited
 The Stock Exchange of Thailand Building
 93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok
 10400 Tel. +662-009-9000 Fax. +662-009-9992
 Auditor : PricewaterhouseCoopers ABAS Ltd.
 179/74-80 South Sathorn Road, Khwaeng Tungmahamek, Khet
 Sathorn Bangkok, 10120
 Tel. +662-344-1000 Fax. +662-286-4440



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