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ANNUAL REPORT

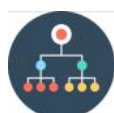
SGF Capital Public Company Limited

ANNUAL REPORT 2020

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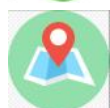
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Report from the Board of Directors

To All Shareholders

SGF Capital Public Company Limited started to engage in the retail hire purchase business in 2017, focusing on vehicle hire purchase agreement under the brand “SGF Check-in Ngern Duan” The company laid a foundation for retail loan business (car hire purchase) in many areas and set up a system to expand the business throughout the country.

In early 2020, the COVID-19 pandemic caused worldwide impacts as many countries have taken measures to control the spread of COVID-19. Thailand’s implementation of a lockdown measure caused the country’s overall economy to shrink, decrease in consumer confidence, and rise of unemployment rate. Despite the government’s attempt to stimulate domestic economy, the recovery in the third and fourth quarters was slow. As a result, household debt was on the rise and household income became more unpredictable. Moreover, auto sales dropped due to a decline in purchasing power and stricter lending criteria of financial institutions. All of these resulted in a decrease in operating results and consumer confidence, put pressure on investment, and caused a shift from full-time to temporary employment. Being aware of these changes and impacts, the company has adjusted its policies to control potential risks. Not only has it become stricter with lending, such as requiring a credit check from the credit bureaus, changing customer quality assurance methods, and controlling the lending amount to match the customer ability to repay, the company has improved its debt collection strategy to ensure effectiveness. As a result, in the past year, the company’s hire purchase loans (auto hire purchase) under the brand “SGF Check-in Ngern Duan” dropped from 904.15 million baht in 2019 to 511.11 million baht, or 43.47% decrease. At the end of 2020, the company had outstanding hire purchase receivables amounting to 1,572.97 million baht. As no new loans were offered and existing customers continued to make repayments, the company’s total loan amount as of 31 December 2020 decreased from 2,002.43 million baht in 2019 to 1,824.96 million baht, accounting for 8.86% decrease.

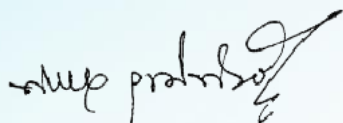
With regard to COVID-19 relief measures, the company complied with the guidelines set by the Bank of Thailand to provide the first round of assistance to 1,400 debtors who were affected by COVID-19 and had overdue payments of not more than three months. These debtors have already resumed their normal repayments. However, as the COVID-19 situation continued and uncertainty was still high, the company continued to implement measures to assist debtors but focusing on affected debtors who met the criteria set by the company. As a result, the company had income from hire purchase amounting to 333.26 million baht, or a growth of 10.44%.

With regard to debt collection, although the lockdown measure in the second quarter hindered employees’ work and made traveling to collect debts from customers difficult, the company adopted alternative methods of debt collection and was able to maintain the retail loan receivables with three overdue payments (NPL) at 4.48% of the total hire purchases.

In terms of liquidity, in 2020, the company was able to repay 270 million baht of debentures, which were due in April 2020, and issue new debentures in the amount of 149.2 million baht, allowing the company to have sufficient cash flow to operate throughout the year.

In 2021, household consumption has begun to recover albeit at a slow rate due to decrease in household income, low consumer confidence, and higher household debt. As a result, the company has to be careful with its lending. The company will focus on customer analysis from the company's database to select quality customers and implement a strategy to expand the target customer base, while continuing measures to assist good debtors who are facing payment problems, which will allow the company to achieve reasonable loan growth and sustainability. It will also control the NPL level while developing new sales channels, human resources, and technologies, and controlling cost to enable the company to grow steadily and sustainably.

On behalf of the Board of Directors of SGF Capital Public Company Limited, we would like to thank you our shareholders, customers and partners for your continuing support. The Board of Directors and management team are committed to managing the business with good corporate governance and ethics, giving importance to the rights of all stakeholders of the Company and the society and the environment for the Company sustainability growth, which will benefit to all group of stakeholders in the future.



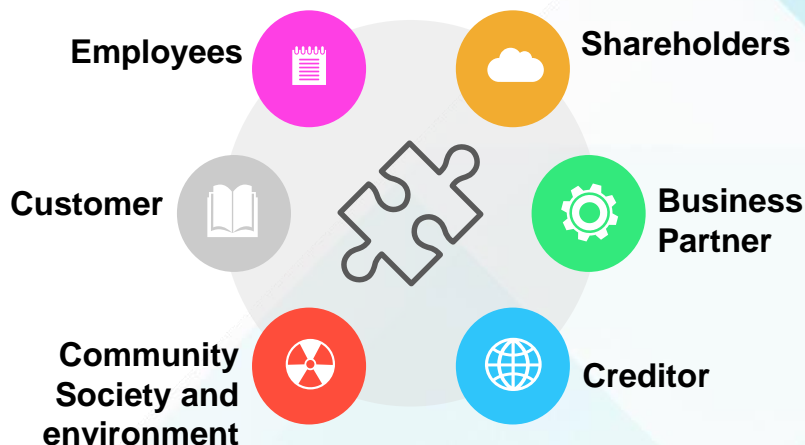
Mr. Pinit Wuthipand
Chairman of the Board



Mr. Kannanat Boonsunanondha
Chief Executive Officer

Vision

SGF commits to provide financial services to its target customers and does whatever to become a stable and sustainable company for all stakeholders.



Mission



Honor for Good Corporate Governance

The Company has received the assessment of the Corporate Governance of Listed Companies in the Stock Exchange of Thailand for the year 2020 as “very good” (4 stars) by Thai Institute of Director (IOD). This is better than 2019.

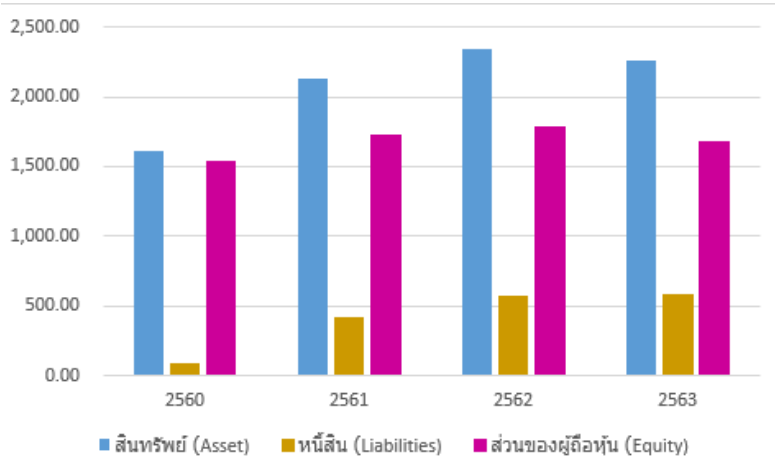




Financial Highlights

		2018	2019	2020
Financial Performance				
Hire purchase Income	Million Baht	158.40	301.75	333.26
Fees and Services Income	Million Baht	13.47	14.57	13.37
Loan Income	Million Baht	48.07	20.23	38.79
Total Income	Million Baht	483.78	342.30	398.92
Gross Profit	Million Baht	458.96	298.98	343.73
Net Profit (Loss)	Million Baht	186.62	55.63	40.77
Financial Position				
Hire purchase Receivables (net)	Million Baht	1,144.41	1,599.09	1,572.97
Car for cash (net)	Million Baht	-	2.68	4.77
Loan Receivables (net)	Million Baht	629.00	395.23	241.49
Total Receivables (net)	Million Baht	1,780.00	2,002.43	1,824.96
Current Assets	Million Baht	705.67	522.34	711.97
Total Assets	Million Baht	2,136.08	2,347.43	2,260.93
Currents Liabilities	Million Baht	141.81	349.62	325.88
Total Liabilities	Million Baht	412.81	568.41	579.39
Shareholders' Equity	Million Baht	1,723.27	1,779.02	1,681.54
Financial Ratio				
Current Ratio	Time	4.98	1.49	2.18
Debt to Equity Ratio	Time	0.24	0.32	0.34
Net Profit Margin	%	40.05%	16.39%	10.52%
Return on Equity	%	11.45%	3.18%	2.36%
Return on Assets	%	9.95%	2.48%	1.77%
Common Shares				
Par Value per share	Baht	1.25	1.25	1.25
Book value per share	Baht	1.315	1.358	1.284
Net Profit per share	Baht	0.1425	0.0425	0.0311
Dividend per share	Baht	-	-	-

Note ! On January 1, 2020, the company adopted the new Financial Reporting Standard (TFRS9), forcing the company to revise its principles on the classification and measurement of financial assets and impairment of financial assets. Causing differences between the traditional accounting records with recording according to the new accounting standard, it is an expected credit loss of 138.2 million baht, which accounting standards require the company to record the account by deducting the full amount of retained earnings. This caused the retained earnings (Not allocated) to decrease by the same amount. And thus the shareholders' equity as of 1 January 2020 remains 1,640.7 million baht. It is the only occurrence of a change in accounting standards.

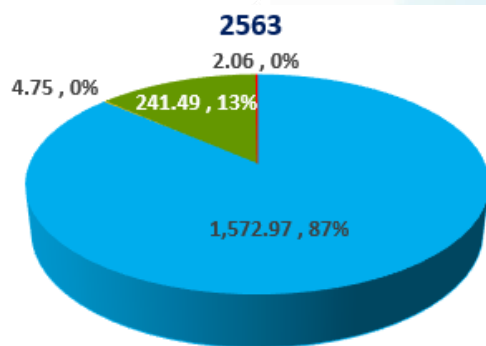
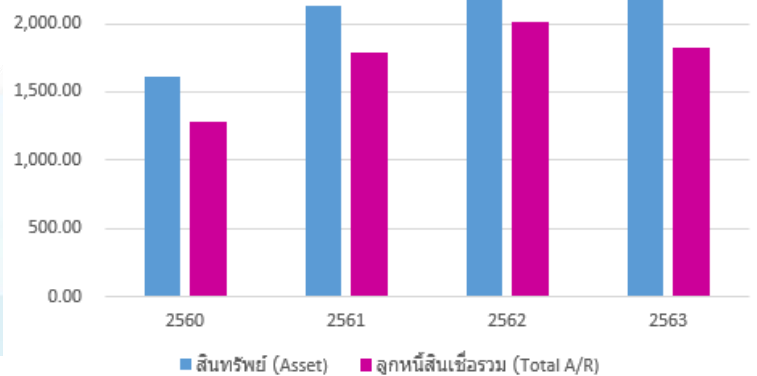


Total Asset 2,260.93 Million Baht

Total Liabilities 579.39 Million Baht

Equity 1,681.54 Million Baht

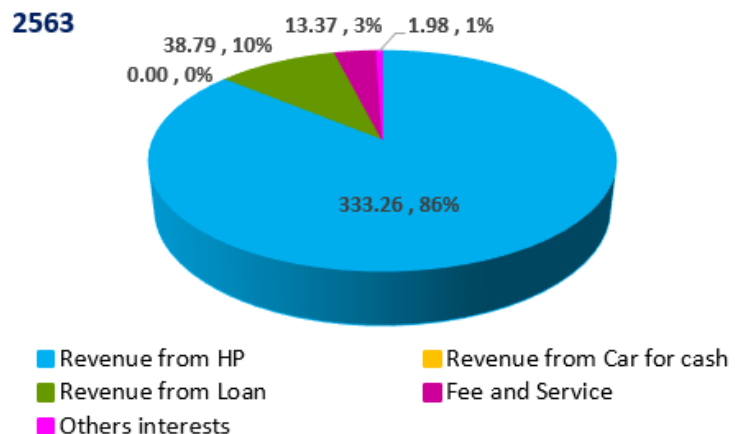
Total Account Receivables :
Total Asset Ratio = 80.55%



Hire Purchase Car for Cash Loan Others

Hire Purchase Receivables
is 87% of Total Receivables

Revenue from HP is 86%
of Total Revenues



Revenue from HP Revenue from Car for cash
Revenue from Loan Fee and Service
Others interests



Company Profile

Name	SGF Capital Public Company Limited
Initial	SGF
Registration No	0107536001699
Type of business	Hire purchase, Personal Loan, Nano Finance, Loan and short term loan – Factoring
Head Office	121, 4 th Floors, WTH Holding Building, Vibhavadi-Rangsit Road, Samsen – Nai, Phyathai, Bangkok 10400 Telephone : 0-2232-1789 Fax : 0-2232-1790
Date of Establishment	7 August 1985
Registered in SET	10 February 1988
Registered Capital	1,637,500,000 baht
Issue and Paid-up Capital	1,637,500,000 baht
Par Value	1.25 baht per share
Website	www.sgfcap.com

year	Details
1985	- Established the Company and provided Factoring Business
2005	- The Company granted a license to operate, personal loans under supervision of the Bank of Thailand
2017	<ul style="list-style-type: none">- The Company was approved to resume trading in MAI on 1 February 2017 after the Company having a stable financial position and operating results.- The 2017 Annual General Meeting of Shareholders on 28 April 2017 resolved to change the Company name from “Siam General Factoring Public company Limited” to “SGF Capital Public company Limited” because the company will focus on the retail hire purchase business.- Started a retail hire purchase business under the brand “SGF Check-in Ngern Duan” and expanded the retail loan business.
2018	<ul style="list-style-type: none">- The Extraordinary General Meeting of Shareholders No.2/2018 held on 7 August 2018 resolved to change par value from 0.50 baht per share to 5.00 baht per share (based on the share ratio from 10 shares to 1 share) The Company already registered the amendment of Clause 4 of the Company’s Memorandum of Association at Department of Business Development, MOC on 9 August 2018.- The Extraordinary General Meeting of Shareholders No.2/2018 held on 7 August 2018 resolved to reduce the Company’s registered capital and paid-up capital from 6,550,000,020 baht (Six Thousand five hundred fifty million and twenty baht) remaining 1,637,500,005 baht (One Thousand six hundred thirty seven million five hundred thousand and five baht) by reducing the par value from 5.00 baht (five baht only) to 1.25 baht (one baht twenty-five satang) to bring such surplus to compensate the accumulated loss of the Company. The Company has registered to reduce the registered and paid-up capital to the Department of Business Development, MOC on 13 December 2018.
2019	- The Company granted a license to operate, car for cash under supervision of the Bank of Thailand



Type of Business Operation

1. Hire purchase

The Company has offered automobile hire purchase loans since late February 2017. This is a loan service offered to general customers who own vehicles or refinance from other financing institutions by entering into a hire purchase agreement and transferring the ownership of the vehicles to the Company while still being able to use the vehicles in order to take out a loan to use for their careers or daily life.

2. Car for cash

Personal loan service under supervision that has a vehicle registration as collateral (Car for cash) started from August 2019. Car for cash is a loan service for retail business customers who own a lien-free vehicle. The customer can apply for loan by signing a loan contract and vehicle ownership document will be pledged as collateral against loan, customer deliver a vehicle registration book to be under the Company possession with no ownership transfer. This loan service is type of financing solutions meant for customers which can be essentially used for any purpose whether using in daily life or maintaining or improving a retail business.

3. Land

Land Service has been operate since December 2020, providing loans to retail customers who have their own land, houses or condominiums, and have title deed to mortgage as collateral, with 1-2 years loans. The credit line will depends on the value of the collateral.

4. Loan Credit

A long term loan 1-3 years. This loan is given to a customer to improve or develop there business and gradually repayment as agreement. The Company will set the credit amount depends on each work project and the value of collateral. At present, the Company does not provide additional loan credit.

5. Personal Loan

The Company granted a license to operate, personal loans under supervision of the Bank of Thailand, from the Ministry of Finance on 21 October 2005. The company will define the credit line according to the Company's policies, set the application rate and fee in accordance with the regulations of the Bank of Thailand. This loan service is type of financing solutions meant for social welfare customer with payroll deduction.

6. Nano-Finance Credit

The Company granted a license to operate, nano finance under supervision of the Bank of Thailand, from the Ministry of Finance on 26 December 2015. The company started this service from December 2016 to provide credit lines for working capital to small business entrepreneurs. The duration of loan is approximately 1-4 years. The company will define the credit line and application rate in accordance with the regulations of the Bank of Thailand. However, the Company reduce nano finance since early 2018 due to high risk and NPL.





Industrial and Competition Circumstances

There are three main car hire purchase providers: (1) financial institutions and banking businesses which have lower financial costs than other service providers, (2) captive finances such as Toyota, which often get their advantages by relying on parent companies and share marketing networks with dealers, and (3) non-banks, which have about 300 companies across the country and are often at capital disadvantage as they are small or medium enterprises. Since the company is in the non-bank group, its customers often lack financial liquidity and access to bank loans due to adverse credit history, such as overdue loan repayments and large amounts owed. Although there are many service providers, there are also a large number of customers who need to access this source of funds. Thus, credit expansion and market share diversification are still possible.

Thailand's Economic Conditions in 2020

In 2020, due to the global impact of the COVID-19 pandemic, the tourism business in Thailand became sluggish. Moreover, the global economic slowdown, lockdown measures, business closures, and layoffs affected the country's GDP growth rate, causing people to become more cautious about their spending. There was also a slowdown in lending as the Bank of Thailand had a policy requesting financial institutions to assist debtors through debt payment deferral programs and debt restructuring. In addition, financial institutions became stricter with lending, putting pressure on revenue growth and non-interest income of companies engaging in credit business.

The auto loan market was similarly affected by the COVID-19 pandemic. The auto hire purchase business was visibly slow down as a result of a decline in new car purchasing power and stricter credit policy of financial institutions. This was in line with the contraction of new car sales in the country. However, toward the end of 2020, the economic sector gradually recovered due to domestic spending stimulus measures and rising confidence in the control of the pandemic. Moreover, as the debt relief measures offered by financial institutions were ending, the demand for used car loans, both hire purchase and vehicle title loans, was on the rise. Even so, the company has to remain cautious with lending and closely manage debt collection because up to 5-10% debtors of the loan portfolio may not be able to repay their debts.

In 2021, the company expects the hire purchase business to improve. The company will continue to focus on vehicle title and hire purchase loans through 31 branches across the country and retain the existing customer base and customers who have already paid off the debts but need additional funds. Moreover, the company has expertise in refinancing services and risk and debt management, which give it a competitive advantage to expand the hire purchase market share as the economy recovers and new car sales volume is on the rise, especially if the government is able to control the spread of COVID-19. The competition in the industry will still rely on the same strategy while a more aggressive credit planning will be emphasized. The company will also focus on penetrating new customers, adding more channels to recruit agents, and expanding market through digital platforms. It will offer loans according to the conditions set by the company, which will not exceed the estimated price and will be lower than the selling price in the used car market to prevent the risk of collateral depreciation and reduce the risk of non-performing loans.

The company will provide personal loans for its employees only based on their income, ability to repay, credit scoring, and credit history from a credit bureau under the regulations of the Bank of Thailand.



Risk Factors

The company is aware that risk management is the important part for making business of the company so that the company considers to determine the method of risk management in each aspect for effectively control. Moreover, the company has also analyzed the key risk factors which may have an effect on making business and brought them to improve process of risk management in each aspect continuously.

Risk management has many key processes including identification of the most important risk factor that might have an effect on making business, risk assessment, procedure of risk monitoring and control the risk to be in an appropriate level under policy specified by the company, and risk report to all concerned people in order to manage and/or deal with risk in time.

The most important risk factors that may have an effect on making business as follows:

- **Credit Risk**
- **Market Risk**
- **Interest rate Risk**
- **Debt Management Risk**
- **Loan Covenant Risk**
- **Government Implementation Risk**
- **Foreclosed Property Devaluation Risk**
- **COVID-19 Risk**
- **Risk from Accounting Standard Changes**

The Company has specified method of risk management in each aspect as follows:

1. Credit Risk

Credit Risk is the risk that arises from the inability of customer to perform their obligations under contractual agreements in relation to the company's lending- for example, the customer's failure to repay principle or interest as agreed with the company, including some factors which may affect the ability of customers to fully repay loans, etc.

As it can be observed, Thailand's economy has been affected by internal stability and high level of household debt which have a major effect on the purchasing power of the people. Besides, the aforementioned issues also affect the capital, liquidity and interest rates therefore, in order to operate the business, the Company must pay close attention to the need for assessing and monitoring customer risk which may be affected by the said matter since some customers might face weak financial status or other risk factors which causes the ability to pay off debt to decrease.

In contemplation of credit risk management, the Company has established a credit approval policy which is intended to provide loans only to customers having collateral items to pledge for a loan and set a credit line which is appropriate to the collateral value. In addition, the Company also has a credit operation department dealing with supervising and controlling the approval for a loan to ensure strict compliance with specified conditions. Besides, the Company also has had a legal department to take action on legal issues arising out of loans.

In accordance with car hire purchase loans, the Company has considered credit limits in accordance with the appraised value of collateral while adhering to the ability to repay loans of each borrower. In addition, in compliance with the specified conditions, there are branch staffs and debt management department to administer and supervise the repayments of customers to meet the specified conditions set therein. Furthermore, there is also a legal department that will proceed in a lawsuit in case that the Company has the right to file a lawsuit against the customers.

2. Market Risk

For the part of loan business, the competition rate of financial institution is still continuously higher and higher, both commercial bank and non-bank. The market leader is still the group of commercial bank which has advantage over the others, both in the matter of large volume of customer base who uses the other line of financial service so it is quite easy to offer the continuous line of service and very low bank's financial cost. However, the company uses professionally operation by developing and delivering a better quality and service. Granting service facility that is corresponding and meeting customer's need which building satisfaction in using service continuously.

In order to approve a loan the Company has required any type of collaterals whether it is cash or savings accounts, lands, personal vehicles, assignment of proceeds all depending on type of loan.

Moreover, in order to minimize financial risk in business, prior to approving any secured loan, the Company would consider the appropriate credit limit according to the value of collateral and the ability of the customers to repay loan.

Nowadays, new and used vehicle loans have fierce competition both remaining and new comer entrepreneur. Nevertheless, the competition in registration loans isn't fierce and has quite high level of customers' demand, the company can increase competition ability and market share in this business by expanding the branch office to cover overall regions in Thailand, understanding target group of customer, quick servicing, sudden responding customers' need, and providing service to diverse target customers who demanding the money and can't approach to commercial bank's services.

3. Interest rate Risk

Interest rates are considered significant factors that directly affect incomes and expenses. The Company's main income comes from interests obtained from the loan market. Fixed interest rates are specified in hire purchase agreements since the date that hire purchase agreements are made. Meanwhile, as the Company's major sources of loans are obtained from financial institutions, the Company is inevitably forced to pay for its interests at the float rate referring to the financial market's current interest rates. Therefore, in case where there is any change in the interest rates, it will cause a direct impact on the Company's profit margin. The Company has developed its own policy to request for loans to be provided by financial institutions and investors without having to rely on any particular institution in order to diversify risks and costs of loans.

In pursuance of car hire purchase loans as well as car registration loan, it cannot be argued that they are loan products with a high-return nature which provides sufficient interest rate that can cover other costs and expenses. Fortunately, the interest rate and fees can be calculated in order to meet the appropriate level with the Company's financial costs. Apparently, in term of interest rate, most of car registration loan offered by many financial institutions will have quite similar rate to offer their customers.

4. Debt Management Risk

Managing debtors to make punctual payments is the most important task in risk management because the company's operating results depend on debt collection. Changes in surrounding factors during the repayment period may sometimes affect a debtor, while such risk does not exist at the time when the company considers approving the loan. Therefore, the company has attempted to reduce this risk by setting criteria to appropriately evaluate the ability to repay and value assets of customers in addition to guarantor requirements.

5. Loan Covenant Risk

The Company has net debt to equity ratio (Net Debt / Equity Ratio) as of 31 December 2020 is equal to 0.34: 1. As a matter of fact, the issuer will maintain Net Debt to Equity Ratio not more than 2.5: 1 at the end of the quarterly accounting period or the end of the fiscal year throughout the debentures. As of 31 December 2020, the Company has had no wrongdoing cases and there was still no default and fortunately, the financial status of the Company still consistently adhere to the conditions provided to banks and creditors.

6. Government Implementation Risk

The hire purchase business still remains highly competitive nowadays. The government has hence determined to control the business by establishing the Office of the Consumer Protection Board (OCPB) to control and supervise companies engaged in the hire purchase business, while protecting customers from being exploited by unethical business providers. Therefore, the Company has developed new policies to upgrade its hire purchase business in accordance with stricter guidelines determined by the government, while keeping an eye on the updated information related to the business to ensure greater development of operations and management in line with the government's requirements.

As for the Car for cash loan, the Company has just operated in third quarter of 2019 under the supervision of the Bank of Thailand, therefore, the Company must operate the business in accordance with the guidelines set by the Bank of Thailand.

7. **Foreclosed Property Devaluation Risk**

Regarding the hire purchase business for automobiles, property confiscation is inevitable. Although property confiscation can cause risks on foreclosed properties, this is considered reasonable compensation for damages that may be caused by customers' debt insolvency as the Company can resell those confiscated automobiles and motorcycles to compensate damages caused by debt defaults. The Company has often experienced losses from property confiscation as a result of the imbalance between the value of the confiscated property and the value of the remaining balance.

8. **COVID-19 Risk**

The recent COVID-19 pandemic has had significant impacts on businesses, including a decrease in revenue, increased cost, production reduction, or even temporary closure. However, the company did not become complacent and has taken various measures to minimize the impact of COVID-19 on the company's operations, such as temperature screening employees before entering the workplace and customers before entering a branch. The company has also required employees to wear a mask at all time during work, provided alcohol-based hand sanitizers in all areas of the workplace, put in place physical distancing measures within the company's public spaces, arranged employees to work from home, used digital conferencing technology, and encouraged employees to strictly comply with government measures to help prevent and stop the spread of COVID-19. The cost incurred from implementing these measures did not have significant impact on the company's operating results whatsoever, with the extra cost incurred accounting for less than 0.50% of the company's average monthly revenue. However, if the COVID-19 crisis drags on, it may affect customers' abilities to repay or cause the quality of customers to drop, which hinders the company from achieving its desired operating results. The company has put in place measures in response to this situation. For new customers, the company will take a stricter measure to screen for quality customers, focusing on their abilities to repay, to reduce risks. For existing customers, the company has offered a three-month debt payment deferment for customers who have a good repayment history, are NPL debt-free, and are affected by COVID-19 and the Emergency Decree to help quality customers to keep their businesses running.

9. **Risk from Accounting Standard Changes**

The new accounting standard, TFRS9, which came into force on 1 January 2020 has changed the rules of financial instrument classification, measurement, and impairment. Importantly, the standard replaces the incurred loss model with the expected credit loss model (ECL) for recognizing allowance for doubtful accounts that may arise from loss in assets and liabilities such as loans to reflect credit risk throughout a lifetime of a debtor. The calculation of expected credit loss is based on historical, current, and forward-looking information. Allowance for doubtful accounts is recognized in line with the status or stage in which a debtor currently is.

For debtors in Stage 1 (credit risk is unchanged since the day of credit approval), allowance for doubtful accounts is recognized for 1-year expected credit losses (1-year ECL). For debtors in Stage 2 (significantly increased credit risk) and Stage 3 (credit impaired or non-performing loan), allowance for doubtful accounts is recognized for lifetime expected credit losses (Lifetime ECL). As such, the company has to recognize allowance for doubtful accounts faster according to the changing status of a debtor. However, recognizing allowance for doubtful accounts depends on many factors, such as the borrower's general information, region, credit history, and expected credit losses based on past, current, and forward-looking data. Thus, the Company may have to recognize allowance for doubtful accounts more frequently, which may cause the accounting cost in the financial statements to increase but no impact on cash flow is expected.

As of 31 December 2020, the company had hire purchase receivables with overdue payments of more than three months, amounting to 73.42 million baht (accounting for 4.48% of the total net receivables). The expected credit loss was calculated based on the model using the company's historical database and recognized in line with the three stages mentioned above. From the calculation, the company had expected credit loss amounting to 66.61 million baht (accounting for 4.06% of the total net receivables).



Corporate Governance

Corporate Governance Policy

Boards of directors have placed importance on follow the principle of good corporate governance by realizing role and responsibility of boards of directors in supporting to create good corporate governance in order to increase competitive capacity of business as well as confidence for stockholder, investor, and all concerned people by efficient and above-board management. The Board of the Company had approved the Corporate Governance Policy and various related policies and has published the corporate governance policy, and various related policies on the Company's website at www.sgfcap.com. In order to inform shareholders, investors and all groups of stakeholders about the Company's business practices and operations under the principles of good corporate governance, and also acknowledge the Company employees to follow operation procedure under the set corporate governance policies, creating a real culture of good corporate governance. The Company has established a good corporate governance guideline covering five principles with the following guidelines:

Shareholders' right

The Company takes into account all group of shareholder's rights, particularly minority shareholders, foreign shareholders, and institutional shareholders, without limitation to the rights provided by laws only, as well as promoting and supporting all groups of shareholders to participate in the shareholders' meeting, by providing shareholders with sufficient information both Thai and English language publication, so that all shareholders can understand clearly.

Proceeding prior to Meeting : In the case that shareholders are not convenient to attend the meeting by themselves. The Company facilitated by providing a proxy in the form that shareholders can specify their voting and nominated 1 independent director as an alternative for shareholders to exercise their rights to attend the meeting, and providing 3 types of proxies as specified by law, and revealing all 3 forms of proxies on the Company's website for the shareholders to choose as appropriate. In addition, the Company has also provided duty stamps, free of charge, for the shareholders who granted proxies to attend the meeting on their behalf.

The Company prepared a meeting invitation letter with details, explanations and reasons for each agenda, date, time, venue, as well as details about documents or evidence for attending the meeting. Documents prepared in both Thai and English language in order for all shareholders to be able to know and understand clearly. In this regard, the Company has stipulated that the invitation letter for the meeting be published on the Company's website 30 days in advance. The 2020 Annual General Meeting of Shareholders on 29 July 2020 held by Teleconferences through Electronic Devices by broadcasting live, the Company has published the invitation letter on the Company's website since 22 June 2020, together with sending the meeting invitation letter to the Thailand Securities Depository Company Limited, the share registrar of the Company, delivered to the shareholders 14 days before The shareholders' meeting proceed according to the agenda as specified in the invitation letter, there is no additional agenda item which has not been informed to the shareholders in advance, so that the shareholders have the opportunity to study the information for consideration of the various agenda items.

The Board allows shareholders to propose questions in advance by published the rules on the Company's website. The Company has set a meeting date of Annual General Meeting of Shareholders not in a continuous holiday, the meeting time not too early. About the meeting place, with the Board deep concern over the health of the meeting attendees from the spread of COVID-19, so the 2020 Annual General Meeting of Shareholders arrange by Teleconferences through electronic devices, which shareholders are able to attend the meeting, ask and vote via electronic.

Proceeding during the Meeting : Arrange technology devices to be used in the shareholder meetings, e.g. registration, voting, counting votes, showing results, in order to speed up the meeting resolutions with accurate results. The Board encourage all directors to attend shareholders meetings. In 2020, the Company held 1 annual general meeting of shareholders with 100.00% of the Board members attending, the Company top executive and the Company auditor also attended the meeting to answer shareholders' questions as well. The representatives from the Thai investors Association, volunteer representatives for minority shareholders attend for observation to ensure that the meeting proceeds correctly and transparently in accordance with the laws and regulations of the Company.

The Company requires one shareholder to have one vote. In normal cases, the resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes. In determining the remuneration of directors, the resolution must be passed by votes of not less than two-thirds of the total votes of the shareholders who attend the meeting. For other cases, the votes shall be in accordance with the Company regulations, laws and relevant regulations, and the agenda for acknowledgment, no resolution.

The Chairman of the Board inform the number and proportion of shareholders attending the meeting both in person and appointed a proxy to the meeting, and assigned Ms.Apinya Borivachanon, company secretary to inform the clarification of meeting rules and procedures, voting and vote counting, and process the meeting. The shareholders are given the opportunity to express their opinions and ask questions on various occasions independently before voting on each agenda.

In voting on each agenda, the Company uses online system to vote, and the voting results are announced for agreeing, disagreeing, abstaining and the number of invalid ballots in each agenda for the meeting to know. The Company disclosed the resolution together with the voting results of each agenda and disseminate the said resolution through the SET systems and disclosed the minute meeting on the Company's website for the shareholders to be able to check the voting result quickly.

For the agenda regarding the election of directors, the Company requires that the shareholders elect each director individually by specifying a brief biographical information of those nominated to be elected to office or returning to the position of director as well as other relevant and necessary information for the benefit of the shareholders' consideration. Before starting the consideration on the agenda for election of directors, the nominated directors have left the meeting room to allow shareholders to express their opinions and vote independently and transparently.

For the appointment of auditors and approval of audit fees, the name of the auditor has been notified with the affiliated company, brief resume, independence of auditor, the number of years serving as the Company's auditor, and the reasons for proposing to be appointed to the position/resume the position, audit fees, and other related information in order to be considered as supporting information for the shareholders.

Proceeding after the Meeting : The Company has prepared a summary of the votes at the meeting along with the scores of each agenda for shareholders and the general public to know via the disclosure channel of the Stock Exchange of Thailand on 29 July 2020, the same day after the meeting has been finished. This will be publicized on the Company's website the next day.

The Company has prepared a report of the Annual General Meeting of Shareholders in both Thai and English covering important details such as the list of directors attending the meeting, no of shareholders who attend the meeting, both by themselves and by proxy, voting, vote counting, material clarifications, questions and answers or opinions in brief, the meeting resolutions, whereby votes were divided into agree, disagree, abstain or void ballot, which shall be available on the Company's website within 14 days from the shareholders' meeting date.

The Company sends the annual reports with copy of Statement of financial position and Statements of Comprehensive Income; which are audited by the auditors and approved by shareholders, plus copy of minutes of the meetings to the registrar of public company limited.

Equitable Treatment towards Shareholders

The Company has policy to ensure treatment towards all shareholders on an equal, whether they are major shareholders, minor shareholders or institute investors to create the true fairness, as follows:

- The Board supervise the Company to notify the meeting invitation letters, accompanies with meeting agendas, explanation, reasons and the Board's opinion in each agenda to shareholders not less than 14 days prior to the meeting, or other timeframe as specified by relevant laws and regulations, disclosure in SET and the Company's website, both in Thai and English version with complete details, for the benefit of shareholders who are foreign.
- Shareholders are well informed of any criteria in the meeting including the voting procedure and the voting rights.

- Determine the criteria for minority shareholders to propose additional agenda prior to the meeting date in order to present the fairness and transparency in order to determine whether or not the agenda proposed by minority shareholders shall be included in the meeting agenda. However, in 2020, no shareholder exercised the said rights as reported to shareholders in the Annual General Meeting.
- Determine the ways for minority shareholders to propose names of persons as the Company's directors. They can propose the names to the Nomination and Remuneration Committee prior to the shareholder meeting date. Information about qualifications of such proposed persons and their permissions shall also be included. However, in 2020, no shareholder exercised the said rights as reported to shareholders in the Annual General Meeting.
- Conducted the meeting in the order of the agenda as specified in the meeting invitation letter without any material changing or adding any agenda immediately so that the shareholders' have opportunity to study information in support of consideration of each agenda.
- Encourage shareholders to use the proxy letter in the form that enables the shareholders can determine the voting method; and propose at least one independent director as a proxy choice for shareholders.
- The Chairman of the meeting governs and proposes opportunities to shareholders' comment and enquiry sufficiently and appropriately prior to each resolution, and gave the opportunity to shareholders to exercise the right to appoint individual director.
- Correctly and completely prepares and records the minutes of the meeting and disseminates the same to all shareholders via the Company's website within 14 days after the end of the meeting, for the shareholders absent from the meeting or for any persons interested in the Company's information to acknowledge details and information of the meeting.
- The Company requires that the company's directors and management have the duty in reporting the securities held by the Company, spouse and underage children including reporting changes in securities holding to the Office of Securities and Exchange Commission in accordance with Section 59 under the Securities and Exchange Act. Disclosure report on additional information (form 56-1) and Annual report. In addition, the Company also requires the reporting of directors' securities holding to the Board of Directors every quarter.
- Complete written guidelines for keeping and protecting the Company's internal information and disclose such guidelines so that all employees can follow; prohibit anyone involving in the Company's internal information from trading the Company's securities in 1 month before the disclosure of the quarterly financial statement and annual financial statement and 24 hours after such information is disclosed. In 2020, there are no director and/or executives using insider information or trading during the prohibited period at all.
- The Board requires directors and executives to report their conflict of interest by disclosing information about the director position or executives or shareholding information in other juristic persons, to provide information to the Board to consider and approve the related transaction correctly, transparently and in accordance with the relevant regulations.
- The Board has a policy prohibiting directors and executives who are connected persons or having a conflict of interest with the agenda being considered in the meeting and voting on that agenda.
- In the case that the Company has connected transaction/ related transaction according to the definition of the SET, the Company will comply with the regulations of the SET and disclose the connected or related transaction in the notes to financial statements audited or reviewed by the Company's auditor. The Audit Committee will consider the necessity and the justification of the transaction, including the pricing and the conditions of the transaction in accordance with normal business, and comparing pricing with third parties or market prices, the stakeholder will not participate in the consideration and approval the transaction.

In 2020, the Company did not find any transactions with conflicts of interest which were in violation of the corporate governance policy.

Roles of the Stakeholders

The company had realized to the supports of the stakeholders which promoted competitive potentiality and profit to the company, so the Company realizes the significance of rights of every group of all stakeholders, whether inside, such as, staff and executives of the Company, or outside, such as, customers, competitors, lender and other relevant authorities by set role of stakeholders in Business Ethics and The Corporate Governance Policy. (Details as appeared in company's website). The Company has continued to take care of stakeholders in accordance with the policies, as follows:

1. Shareholders

The Company treats all shareholders with equality and tries to maintain the benefits for them. The Company always refrains from violating the rights of shareholders. Also, the Company is committed to ensuring the shareholders' greatest satisfaction, to work honestly and also makes decision sincerely, carefully, cautiously, and fairly to the shareholders, both major and minor ones, for the optimum benefit of shareholders on the whole as well as access necessary, correct and appropriate information in timely manner.

2. Customer relations

The Company is committed to providing quality and reliable services by emphasizing on satisfy customer's need with accurate and fast service, maintaining good relationship, under the set standard. The Company also seriously follows the terms and agreements made with customers. There is continuous framework of improving service to be able to provide to customer immediately in order that customer can obtain good quality service at fair price. The aim is to achieve customer successful. Moreover, the Company does not use the customers information for personal benefits.

3. Employee

The Company considers staff as a key resource behind its business movements and as a crucial factor to the Company's sustainable success and growth, and then clearly sets out the staff practices that give a fair treatment to employee with care and fair including remuneration, welfare, potential enhancement, to continually promote and constantly support in self-develop and training in diversified program, creating a participatory and teamwork environment. The Company also ensures that all employees have stable careers and live with high living standard. Empowering employees to be ready to work. Providing fair compensation and appropriate to the knowledge and ability of the staff in line with the Company's business.

4. Business partner

As the Company has policy of up to par product and service acquisition so that comes to provide an equitable and fair purchase and procurement that not taking advantage of business partner. The Company seriously follows laws, rules and conditions agreed by both parties. Operating the business under the Business Ethics, the Company does not unfaithfully gain or share profits with trade partners while seriously follows all agreed conditions and is conforming to the process explicitly.

5. Creditor / bondholder

The Company takes into account the equality and fairness with creditors / bondholders, running business with honestly and maintaining benefits for creditors. The Company seriously follows laws, rules and conditions agreed by both parties. The Company also treats creditors with fairness and makes repayment within the set timeframe. The Company also takes care of collaterals and ensures that all conditions in the contracts and accurate and cover all aspects under the good corporate governance principle, and has a policy to treat all creditors fairly, to build confidence to financial institution, investors, for the best interest of the Company as well as based on fair compensation for both parties. In case the Company happens to be unable to follow the agreed conditions, it informs trade partners and creditors in advance so that all parties can help to solve the problem.

For the bondholders, the Company issues debentures in accordance with the rules, regulation and notification of the SEC and strictly complies with the policies, objective and resolutions of the

shareholders' meeting, and pay attention to fulfillment of obligations in accordance with the terms and conditions of all the debenture relevant contractual conditions.

6. Competitor

The Company has policy that shall treat business competitor fairly by not elicit trade secret of competitor by means of deceptive method and acts under the convention of good competition. The Company does not try to obstruct other new players; nor does it destroy other competitors' reputation. The Company does not attract competitions with any false statement; nor does it involve in any unfair competition.

7. Community Society and environment

The Company intends to take part in development of company together with development of society and environment to a sustainable progress by promoting employee's conscious mind and contribute to society and environment by promoting campaign of energy saving and nature conservation efficiently; apply ethics and moral; transparently, fairly and equally operate business; do not take advantages over community society, environment and do not make any on the contrary, illegal. Finally, in operating business, the Company also takes into account of possible impacts on the environment.

8. Anti-Corruption policy

The Company sets up a policy on anti-fraud and anti-corruption and its guidelines, prohibiting its employees to accept or offer to give material benefits or other benefits to persuade other parties to misconduct or create any conflict of interest. The policy and guidelines are also announced and communicated to all employees and the Company's business partners. The "Business Ethics" guidelines and Anti-corruption policy on integrity and work regulations are also set up, and the executives and employees have to follow the regulations strictly. When the employees violate workplace policies, it is import to swift actions under the whistle-blowing policy by reporting audit committee or assigned persons on their violation of regulations, inaccurate financial report or misrepresentation of financial statements, failure of internal audit as well as violation of Business Ethics.

9. Policy on Respect of Laws and Human Rights Principles

The Company makes it mandatory for directors, executives and staff to comply with the laws and human right principle or human dignity, regardless of race, color, sex, language, religion, social origin, property, birth, political opinion, or other status, as well as realizing their own rights, duties and responsibilities towards society and others, based on the guidelines.

10. Information System Security Policy

The information security plays an important part in contributing to the efficient and trustworthy business operations of the Company, the Company then is determined to develop the information security system and put it into practice, to rest assured that:

1. Access to the information system shall be stricted to only authorized users
2. The information system provides accuracy, reliability and confidentiality
3. The information system is always readily available to the users
4. The information security is regularly reviewed
5. Staff are encouraged to have information security knowledge, ability and awareness.

Notifying the Information and Complaints

The Company has provided measures and reporting channels to the complaint, opinion and to report the offense of stakeholders from all sectors. This can be through various channel as follows:

Postal service	: Company Secretary / Internal Audit / Audit Committee SGF Capital Public Company Limited 121 4 th Floor, WTH Holding Building, Vibhavadi-Rangsit Rd. Samsen-nai, Phyathai, Bangkok 10400
Telephone	: 02-232-1789 ext. 1745 internal audit or 1771 company secretary

Fax : 02-232-1790
Email : internal_audit@sgfcap.com or apinya.b@sgfcap.com

Employees are able to notify complaints or propose opinions to Executives or Internal audit directly. The Company to ensure fairness and protect the whistleblower act. The confidentiality of those involved in the investigation of acts of corruption.

Information Disclosure and Transparency

The Company's Board of Directors emphasizes the importance of disclosure of both financial information and non-financial information that is accurate, transparent, and adequate thorough information, and all parties shall be able to easily access such information on an equal basis to ensure compliance with the good corporate governance principles. The Company will disclose information to the shareholders and the public via Stock Exchange of Thailand data dissemination channels and the company's website www.sgfcap.com, topic "Investor Relations" The Company strictly adheres to the enactment of laws, rules, and regulations determined by the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), and relevant agencies, while regularly monitoring the addition, amendment, and revision of such laws, rules, and regulations to ensure the accuracy and efficiency of application, leading to shareholders' greater confidence and trust towards the Company's transparent business operations and management.

The Company disclose general information through various channels specified by the Stock Exchange of Thailand, e.g. financial statement, 56-1 form, and annual report in particular, the financial information in the financial statement must be prepared, up to general accounting standard in Thailand, audited or reviewed by an independent auditor and the Company's Board of Directors before disclose to public.

The Company disclose information both in Thai and English through other channels, e.g., the Company's website, and regularly update such information.

The Company disclose the Board of Directors responsibility on the financial reports together with the auditor's report in the annual report, and disclose the roles and responsibility of the committees and sub-committees, the number of meetings and the number of attendance in meetings of each director in the past year, comments about their performance, and the trainings for professional development for Boards of Directors in the financial report.

Investor Relations Activities

Although the Company does not set up an investor relations department, but the Company assigned the Chief Executive Officer and company secretary representative of the Company to have duties to communicate information to shareholders and other stakeholder such as debenture holders, investors, as well as related parties in time and appropriate, which can be contacted to inquire or request additional information through the following channels:

Investor Relation Information
SGF Capital Public Company Limited
121, 4th Floor, WTH Holding Building, Vibhavadi-Rangsit Rd.
Samsen-nai, Phyathai, Bangkok 10400
Telephone : 02-232-1789 ext. 1771
Email : apinya.b@sgfcap.com

Directors' Responsibilities

1. Structure of the Board of Directors

The Board realizes the importance of role and responsibility of the board in determines corporate governance policy as well as monitor and follow-up the compliance of management on approved policies and plans and accountability for the board of director and shareholders. The Board of Directors comprise of directors who have diversity skills, knowledge, experience and agility sufficient as well as performed the duties

with care, dedication and responsibilities. The Board must have leadership, vision, and freedom of decision-making in order to maximize the company's benefits and the overall shareholders.

The structure of the Board of Directors consists of 7 qualified members, comprising 3 executive directors, and 4 independent directors, which represent 57% of all directors. The Company determines qualifications of "independent directors" as the minimum requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.

The roles and responsibility of the Company's directors and management are clearly divided: the directors are responsible for determining policies and control the performance of the management in the policy level; meanwhile, the management members oversee overall operation and ensure that the Company's operation is well in line with the set policies.

The Board of Directors appoints a secretary to the Company to take responsibility in the company as stated by the Securities and Stock Market Act (the name and the responsibility of the Company's secretary is disclosed in Management Structure, subtitle-secretary)

Terms of director

According to the Public Company Act B.E.2535, term of director member is 3 years. However, the retired members are eligible to be re-elected for another term.

Performance of Duty of the Chairman of the Board of Directors and Chief Executive Officer

The Chairman of the Board of Directors and Chief Executive Officer may not be the same person so as to separate between the policy making and supervisory duty and the regular managerial duty. The Board of Directors clearly determines powers and duties of the Chairman of the Board of Directors and the Chief Executive Officer. The Chairman of the Board of Directors is an independent director by the definition of the Stock Exchange and has no relationship with management.

2. Sub-committee

The Company's Board of Directors also sets up another 4 sub-committees to oversee the Company's business operation. The sub-committees are the Executive Committee, Audit Committee, Nomination and Remuneration Committee, and Risk Management Committee.

- The Executive Committee is comprised of 4 members, consists of 3 executive directors and 1 executive management. The Executive Committee is responsible for assisting the management in managing daily routine work under the policies assigned by the Board of Directors.
- The Audit Committee consists of 3 members, all of whom are independent directors. The Audit Committee has a duty to monitor the performance of the risk management, the internal financial and accounting control, the financial reports and other duties as specified by the Stock Exchange of Thailand.
- The Nomination and Remuneration Committee consists of 3 members, one of whom are independent directors. The Nomination and Remuneration Committee is responsible for considering policies and guidelines to determine payment and forms of remuneration for directors and the chief executive management, both in cash and non-cash forms. The remuneration should suit the Company's performance and can be comparable to the remunerations for offered by other companies in the same industry. The Nomination and Remuneration Committee shall propose the suggested figures of remuneration for chief executive management to the Board for approval, and the Board proposed remuneration for director to the shareholder meeting for approval.
- The Risk Management Committee has 3 members, consists of 1 independent director, 1 executive management and invited external advisor to be Advisor Chairman of the Risk Management Committee. The Risk Management Committee takes care of drafting policies and plotting guidelines for the Company's overall risk management aspects. The committee shall

propose the drafted policies and guidelines for the Board of Directors to consider approval. The risk management should be able to be evaluated, monitored and control the Company's risks at appropriate levels.

3. Roles of responsibility of directors

The Board of Directors has duties to determine policies and overview of the organization and ascertain that the Company's operation goes well in line with the plans. The Board of Directors also reviews and provides comment in regard to the important matters linked to the Company's operation, e.g., vision and mission, strategies, goals, risks, work plans and budgets. In addition, the Board of Directors also ensures that the management efficiently and effectively operates business according to the set policies and working plans.

The Board of Director had the good corporate governance principles written. The Board of Directors is approved such principles, and announce director, executive and employees to follow the policy. The Board of Directors also ensures that the good corporate governance policies are regularly reviewed every year and followed.

In 2020, the Board of Directors reviewed and approved the Company's vision, mission, strategies, goals, business directions, and important policies to ensure appropriateness and consistency with the principles of corporate governance. Furthermore, it monitored the implementation of the company's strategies, management's performance, and company's operating results, especially in respect of financial goals and plans, on a monthly basis to ensure that they were in line with the planned strategies.

The Board of Directors also encourages all management members and employees to understand the ethical standard that the Company refers to doing business. The Company's Business Ethics is completed in a written form approved by the Board of Directors. The approved Business Ethics has been announced so that all employees can follow accordingly.

The Company's Board of Directors set policies about conflict of interests, based on the concept that any business transactions must be made only to maximize the benefits for the Company and that any transactions that may cause conflicts of interest shall be avoided. A person involving in any transactions with conflicts of interests is not allowed to take part in the consideration or approval of such transactions. Moreover, the Company's Board of Directors also ensures that the information about transactions with possible conflicts of interests are sufficiently and accurately disclosed.

4. Board of Directors' Meeting

The Company schedules of the Board of Directors' Meeting and make meeting agendas in advance before informing the directors, so the directors can arrange the time and attend the meeting as well as arranges the special meeting as necessary. The Board of Directors shall convene every month. At each meeting, the document is well-prepared and delivered to the directors 5 business days prior to the scheduled meeting to ensure that the directors have adequate time to consider the information, except for some urgent cases. Documents presented are clear in form and content.

The Chairman of the Board of Directors and Chief Executive Officer work together to determine the meeting agendas and consider issues to be included in the agendas, allowing each director to propose any matters to be included in the agendas.

The Chairman of the Board of Directors encourages directors to attend not less than 75 percent of the total meetings for the whole year. The Chairman conducts the meetings in an appropriate manner that is favorable to discussions and consideration of various issues, with directors allowed to freely express their opinions. For some agendas, the top management members may participate to provide additional useful information and to directly learn about the policies so that they can effectively apply such policies to operation.

The directors have the right to obtain necessary additional information from chief executive officer or the Company's secretary or other assigned management members.

The Board of Directors has a policy to allow separate meetings among non-executive directors, as necessary, so that they can discuss the problems related to the management that interest them, without the presence of the management-based directors. The results of such non-executive directors' meeting shall also be

reported to the Board of Directors. In 2020, the Board of Directors has 1 meeting among non-executive directors.

The resolution of an issue in the Board of Directors' meetings is based on the majority votes. One director holds one vote. A director involving in conflict of interests in an issue does not attend the meeting and has no voting right in that particular issue. If the votes are equal, the Chairman shall have another vote, which is deemed final. In cash meeting, the secretary to the Board of Director shall attend and complete the meeting minute. The complied minute shall be verified and signed by the chairman and shall be the first agenda for the next meeting proposed for the approval. The secretary is responsible for keeping information and documents about the meeting for future references. In addition, the Board of Directors always realizes the significance of managing related party transactions as well as conflicts of interest, expected to be carried out in a cautious and unbiased manner. All details of related party transactions and conflicts of interest are also disclosed completely.

In 2020 and 2019, there were 14 and 13 Company's director meetings, details as following:

Director's Name	Position	Attend / Total Meeting (Times)	
		2019	2020
1. Mr. Pinit Wuthipand	Chairman of the Board / Chairman of Audit Committee / Independent Director	14 / 14	13 / 13
2. Mrs. Supanut Pongserm	Audit Committee member / Independent Director	14 / 14	13 / 13
3. Mr. Piphat Inphongphant	Audit Committee member / Independent Director	14 / 14	12 / 13
4. Mrs. Rachaneekorn Chintakanon	Director	14 / 14	13 / 13
5. Mr. Yanyong Siripun	Independent Director	12 / 14	13 / 13
6. Mr. Issarachai Decharit	Director	-	13 / 13
7. Mr. Kannanat Boonsunanondha	Chief Executive Officer / Director	7 / 7	13 / 13
8. Mr. Jitkasem Sangsingkeo*	Director	7 / 7	-
9. Mr. Vivat Vithoontien*	Chief Executive Officer / Director	8 / 11	-
10. Mr. Wisait Panutat*	Chairman of the Board	10 / 12	-

Remarks * :

Mr. Jitkasem Sangsingkeo was resigned on 1 July 2019.

Mr. Vivat Vithoontien was resigned on 4 November 2019.

Mr. Wisait Panutat has passed away on 24 November 2019.

In 2020, The Company had 13 Company's director meetings. As of 31 December 2020, The Board of Directors' meeting attendance is 98.90% and there are no directors who hold more than 5 board positions in listed companies.

Remark ! Ms. Apinya Borivachanon being secretary of the Board of Directors.

The Board of Directors resolved that the Audit Committee should convene at least 4 meetings per annum and that the minutes of meetings should be made in written and systematically help for future examination and self-evaluation of the Audit Committee. The Directors support the evaluation of overall directors' performance at least once a year so that all directors can work together to review performance and problems for future improvement.

Director's Name	Position	Attend / Total Meeting (Times)	
		2019	2020
Audit Committee			
1. Mr. Pinit Wuthipand	Chairman of Audit Committee	5 / 5	4 / 4
2. Mrs. Supanut Pongserm	Audit Committee member	5 / 5	4 / 4
3. Mr. Piphat Inphongphant	Audit Committee member	5 / 5	4 / 4
In 2020, the Company has 4 Audit Committee meeting, the Audit Committee meeting attendance is 100%			
Remark : Ms.Natiya Saeting being secretary of the Audit Committee, and VP of internal audit dept.			
Executive Committee			
1. Mrs. Rachaneekorn Chintakanon	Chairman of the Executive Committee	2 / 2	3 / 3
2. Mr. Kannanat Boonsunanondha	Executive Committee member	1 / 1	3 / 3
3. Mr.Issarachai Decharit	Executive Committee member	-	3 / 3
4. Mr. Wisait Panutat*	Chairman of the Executive Committee	1 / 1	-
5. Mr. Vivat Vithoontien*	Executive Committee member	1 / 1	-
In 2020, the Company has 3 Executive Committee meeting, the Executive Committee meeting attendance is 100%			
Remark : Ms.Apinya Borivachanon being secretary of the Executive Committee.			
Nomination and Remuneration Committee			
1. Mr. Yanyong Siripun	Chairman of the Nomination & Remuneration Committee	1 / 1	1 / 1
2. Mrs. Rachaneekorn Chintakanon	Nomination & Remuneration Committee member	2 / 2	1 / 1
3. Mr. Kannanat Boonsunanondha	Nomination & Remuneration Committee member	-	1 / 1
4. Mr. Wisait Panutat*	Chairman of the Nomination & Remuneration Committee	2 / 2	-
5. Mr. Vivat Vithoontien*	Nomination & Remuneration Committee member	1 / 1	-
In 2020, the Company has 1 Nomination and Remuneration Committee meeting, the Nomination and Remuneration Committee meeting attendance is 100%			
Remark : Ms.Apinya Borivachanon being secretary of the Nomination and Remuneration Committee.			
Risk Management Committee			
1. Mrs. Petcharat Thongtang	Advisor Chairman of the Risk Management Committee	1 / 1	1 / 1
2. Mr. Pinit Wuthipand	Risk Management Committee member	1 / 1	1 / 1
3. Mrs. Rachaneekorn Chintakanon	Risk Management Committee member	1 / 1	1 / 1
In 2020, the Company has 1 Risk Management Committee meeting, the Risk Management Committee meeting attendance is 100%			
Remark : Ms.Apinya Borivachanon being secretary of the Risk Management Committee.			

Remarks :

Mr.Jitkasem Sangsingkeo was resigned on 1 July 2019.

Mr.Vivat Vithoontien was resigned on 4 November 2019.

Mr. Wisait Panutat has passed away on 24 November 2019.

5. Remuneration

The remuneration for directors is based on their roles and scopes of responsibility as well as the Company's earnings performance; the remuneration is comparable to what offered by peers in the industry.

The remuneration for the Chief Executive Officer and top management officers is based on the principles and policies determined by the Board of Directors and approved by the shareholders' meetings, maximizing benefits for the Company. The remuneration is offered in forms of salaries, bonuses and other benefits.

The Nomination and Remuneration Committee evaluates the performance and remuneration for directors, budget to increase salary, annual employees bonus and proposed to the Board of Directors meeting for consideration. The amounts of remuneration paid to directors are disclosed in the Company's annual report.

6. Orientation for new directors

The Company recognizes the importance of having orientation for new Directors. The Company secretary is assigned to prepare documents and information necessary and useful for their performance of duties e.g., Company profile, type of business operation, shareholder structure, organization chart, Listed company director handbook, good corporate governance policy, Business Ethics, company regulation as well as other information pertaining to Company business. The objective is to provide new Directors with knowledge and understanding of the business and Company operation in various areas.

In 2020, the Company does not have new director, but the Company has revised the director handbook, important policies such as corporate governance policy, business ethics and other related policies in order to update information to director.

7. Board of Directors' Self-Assessment

The Board of Directors has policy that the Board shall have Board Self-Assessment annually, for the Board to measure the performances, to review the occurred problems during the past year, and use the assessment results to improve their roles and Board efficiency.

Evaluation criteria as a percentage of the total score in each item as follows:

- More than 85% = excellent
- More than 75% = very good
- More than 65% = good
- More than 50% = fair
- Below 50% = should improve

3 sets of assessment form as follow:

1) The performance assessment of the Board of Directors (in group)

The procedure to evaluate the performance of the Board of Directors as in group has been divided in to (1) Qualifications and Structure of the Board (2) Roles and Responsibilities of the Board (3) The Board's meetings (4) The Board's fiduciary (5) The relationship between the Board and the management (6) Self-improvement of the Board and the management. The performance assessment procedures are as follows:

- A) The performance assessment of the Board of Directors as in group at least once a year.
- B) Company Secretary summarizes and reports the results of the performance Board assessment to the Board in order to consider any guidelines to improve the performance of the Board of Directors efficiency.

Self-assessment results of the entire Board of Directors, average score 96.18%

2) The performance assessment of individual directors (self-assessment)

The procedure to evaluate the performance assessment of individual directors (self-assessment) has been divided in to (1) Qualifications and Structure of the Board (2) Roles and Responsibilities of the Board (3) The Board's meetings (4) The Board's fiduciary (5) The relationship between the Board and the management (6) Self-improvement of the Board and the management. The performance assessment procedures are as follows:

- A) The Board of Directors has to do self-assessment at least once a year.
- B) Company Secretary summarizes and reports the results of the performance assessment of individuals director to the Board in order to consider any guidelines to improve the performance of the Board of Directors efficiency.

Self-assessment results of individual directors, average score 96.10%

3) The performance assessment of the sub Committee (in group)

The performance assessment procedures are as follows:

- A) The performance assessment of the sub-committee as in group at least once a year.
- B) Company Secretary summarizes and reports the results of the performance assessment of the sub-committee to the Board in order to consider any guidelines to improve the performance of the Board of Directors efficiency.

Self-assessment results of sub-committees are as follow:

1. The Audit Committee, average score 95.45%
2. The Executive Committee, , average score 97.41%
3. Nomination and Remuneration Committee, , average score 97.13%
4. Risk Management Committee, average score 96.12%

8. Chief Executive Officer performance evaluation

The Board of Directors evaluate the performance of the Chief Executive Officer annually, to use in determining the annual compensation.

9. Directorship in Other Listed Companies

The Board of Directors is attentive to the director's performance of duties and responsibilities in order to ensure that their time is fully dedicated to the execution of corporate governance. Thus, directorship policies have been set that directors shall not assume the position in more than 5 other listed companies for maximum benefits of the Company's future business growth, and providing a position in other listed companies of the Chief Executive Officer should be considered and approved by the Board of Directors.

At present, no directors in 7 directors who hold director positions in listed companies more than the specified criteria.

10. Directors Development

The Company's Board of Directors has a policy to support and encourage directors, executive management, and company secretary to attend training or seminars to enhance knowledge and apply the knowledge to their work on continuous basis, both in-house and external course. Most of the Company Directors passed the training programs from Thai Institute of Directors Association (IOD) such as Director Accreditation Program (DAP), Director Certification Program (DCP), etc.

The Board of Directors totaling 7 persons, passed the training program related to performing the duties of the directors, totaling 6 of them, equal 85.7% of the total number of directors. It is divided into one course 3 persons, two courses 1 person and trained more than 3 courses 2 persons. The Company also support directors and executive management to attend various training courses provided by IOD and other institutions constantly.

In 2020, the Company provided director and management to attend the training courses concerning with the new regulations of The Stock Exchange of Thailand, The Security Exchange Commission, Federation of Accounting, and other. Detail as follow:

Director / Executive Management	Training Course / Seminar
Mr. Kannanat Boonsunanondha	Director Accreditation Program (DAP)
Ms. Apinya Borivachanon	CFO's Orientation Course for New IPOs' No. 4

The supervision of operations of subsidiaries and associates

As of 31 December 2020, the Company has 1 subsidiaries with 99.99% shares, which is SGF Service Management Co.,Ltd. with no associates company.

In order to comply with the principles of supervision that makes it possible to control and manage the operations of subsidiaries, maintain benefit from investment, the Company has sent the person to represent to the Company to be a director in the subsidiary company. However, that companies have not opened to operate.

The supervision of the internal information application

The Company consistently values internal control, particularly the use of inside information which is an important part in enhancing good corporate governance. The Company has therefore established a insider information policy and published to Directors, Executives and Employees in order to prevent the use of important inside information of the Company that has not been disclosed to the public whether for personal advantage, or for the advantage of a related person. The said policy has been approved by the board of directors' meeting and has been announced to all employees to let all employees know about this policy. The key points of this policy can be summarized as follows:

1. The Company has established measures to prevent the illegal use of inside information by the board of directors, executives as well as the spouse, minor children as specified in Section 89/1 of the Securities and Exchange Act by preparing and disclosing reports on each person holding securities within thirty days from the date of appointment. The Company also has prepared and disclosed reports to the SEC Office on the changes to such holding as well as the holding and changes to the holding of their spouse and minor children in accordance with Section 59 of the Securities and Exchange Act, B.E. 2535.
2. The Company has established standard concerning the prohibition against the abuse of inside information for personal advantage by limiting number of persons having access to inside information in order to prevent access to information from third parties along with assigning employees at each level the rights to access to information to suit their responsibilities. In addition, the Company has ascertained that all employees acknowledge and comply with the Company's information security policy and the Computer Act as well.
3. The Company has established guidelines for protecting and preserving the confidentiality of the inside information and prohibiting against the abuse of inside information by prohibiting directors, the executives, and employees from, first, trading securities within the period of one month prior to the financial statements or other relevant information have been made to public since it is likely to affect the securities price of the Company, second, purchasing, selling, transferring or accepting transfer of the Company's securities until the twenty four-hour period after the disclosing of important information has passed.
4. Directors, executives, and employees shall not disclose the Company information as well as customer information without permission from the board of directors of the Company or the Chief Executive Officer or the assigned person unless it is information that must be disclosed to outsiders regarding legal provisions.

During the year 2020, directors and executives have strictly follow the policy so there has no evidence regarding trading during prohibited period.

Prevention of a conflict of interests

The Company has operated business with good corporate governance principles taking into account the fairness and responsibility to all stakeholders in all sectors as well as building credibility and considering the best interests of the Company while not seeking personal benefits and / or related persons and last but not least, operating business with precision, honest and avoidance of conflicts of interest that may occur to the Company.

The Company has established measures to prevent conflicts of interest that may occur from connected transactions of the Company by setting up a transparent operating system and strictly following all rules of the Stock Exchange of Thailand and the regulations, notifications, orders or requirements of the

Capital Market Supervisory Board as well as ensuring the compliance with the general requirements for connected transactions which include disclosures of information and the acquisition or distribution of important assets of the Company while adhering to the guidelines provided in codes of conduct and business ethics which directors, executives and employees must adhere to.

Besides, the Company has had control measure with regard to connected transactions to ensure the fair and reasonable practice pursuant to the normal business conditions. Furthermore, the Company has not failed to ascertain that the disclosure of connected transactions is in accordance with the good corporate governance principles with consideration of eliminating conflicts of interest carefully and logically by assigning the internal audit department to follow up on the preliminary examination as well as having the auditor reviews the said transaction on an annual basis and provides opinions on the reasonability of the connected transaction. Finally yet importantly, the Company has disclosed the said information in the notes to the financial statements which was audited or reviewed by the Company's auditor.

Remuneration for Auditor

The Company appointed “PricewaterhouseCoopers ABAS Company Limited” to be the Company’s auditor, which has been approved by the 2020 Annual General Meeting of Shareholders. The Auditor have independence, reliability and have neither relationship with nor interest in the Company or its subsidiaries, executives, major shareholders or their related persons.

In the fiscal year 2020, the Company paid the audit fee to Pricewaterhousecoopers ABAS Co., Ltd for a total amount of 2.95 million Baht for the audit fee and the review fee for the interim separated and consolidated financial statements. Apart from such fee, the Company did not have other fees to pay to the auditor or the auditor's company.

Corporate Governance Policy

The company has regulated an annual review of corporate governance policy. Meanwhile, reasons for not being able to comply with any regulations will have to be explained and/or in case alternative measures have been taken on by the Company, it shall be communicated through to shareholders, investors, stakeholders and relevant parties. Detail as follow:

Topics not exercised	Reasons for not exercising/Substitute measures
1. The Board of Directors should determine that independent directors can continually assume director positions for not longer than 9 years since the date of the first appointment.	The Board does not determine the length of time that independent directors, directors, and members of committees can assume the positions because the Company believes that directors are knowledgeable and skilled persons, and experiences from being in the position for a long time will help such directors better understand the Company’s business.
2. The Board of Directors should determine the maximum length that directors and members of committees can assume their positions.	



Internal Control and Risk Management

The Company has always recognized the importance of internal control as it is considered a significant mechanism in building confidence and trust among executives as well as reducing business risks. Admittedly, effective internal control also helps the Company in properly allocating and utilizing resources according to its organizational objective. Developed under the requirements of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) standard, the Company's internal control is developed completely and appropriately for greater efficiency and productivity of both operations and management.

1. Control Environment

The Company has determined its organizational structure and authority for senior executives and employees, including work regulations, operational requirements and punishments for improper and illegal practices, and scopes of responsibilities at work, as part of the effort to prevent conflicts of interest and ensure the balance of power among the mentioned group of people.

The Board of Directors has requested the Audit Committee to be responsible for managing and supervising the Company's corporate governance, conflicts of interest, related party transactions, and anti-bribery and corruption to comply fully with relevant laws.

In addition, the Company has assessed the adequacy of internal control in line with the requirements of the Securities and Exchange Commission (SEC) on a yearly basis, while reporting existing results to the Audit Committee prior to proposing to the Board of Directors for further consideration.

2. Risk Assessment

The Company is fully aware of the importance of internal and external risk factors, which may directly affect the Company's business operations. Although risk assessment is conducted on a regular basis, potential risk factors and external threats are still anticipated to cause a direct impact to the Company's business operations. For specific types of risk, the Company has managed to rely on the expertise, experience, and professionalism of its senior executives who are entrusted with responsibilities to consider, evaluate, and monitor possible risks, while relevant parties are compulsorily required to generate further development of internal control and risk management for their own departments.

3. Control Activities

The Company has determined clear policies and guidelines for dealing with activities related to efficient utilization of properties for the highest benefit. Authority of each person and investment budgets are specified clearly in a written form. Meanwhile, responsibilities of work are required to be classified and reviewed on a regular basis to prevent corrupted actions. Also, employees have been urged to pay attention to the reporting of corruption cases through various communication channels determined by the Company.

Furthermore, the Company has developed its business continuity plan to be prepared for emergency cases and unexpected circumstances, in which the plan has been reviewed and practiced on a regular basis.

4. Information and Communication

The Company has promoted the development of information technology in a consistent manner to ensure the accuracy and update of information. In the same way, the information must be secure and confidential at all stages, varying in collection, processing, storage, and monitoring, aiming to be prepared for the expansion of the business. The information must also be utilized to support strategic decisions made by senior executives.

Also, the Company has developed several effective communication channels expected to be used by senior executives and employees. The use of electronic mails and intranet systems helps facilitate internal communication, where people inside and outside the organization are allowed to keep the company informed about corruption cases via the communication channels determined by the Company.

5. Monitoring Activities

The Board of Directors has provided a complete coverage of internal control, consisting of finance and accounting, operations, compliance of laws and regulations, property monitoring, and more. The Company also focuses on the monitoring of performances with comparison of revenues generated by different businesses expected to be practiced on a monthly basis. The Internal Audit Department, remaining under the supervision and management of the Audit Committee, is responsible for verifying and reviewing

all implementation processes to ensure effective assessment of internal control and risk management. Auditors are also required to keep the Company's Board of Directors acknowledged on the correction of inefficient implementations on a quarterly basis, as part of the attempt to keep developing efficient and appropriate internal control based on the principles of good corporate governance to achieve targeted goals.

Opinions of the Audit Committee

In the Audit Committee Meeting No.1/2021 which held on 25 February 2021, the Audit Committee provided opinions in regard to the internal control system and completed the evaluation from the adequacy of the internal control system designed by the Office of the Securities Exchange Commission and the Stock Exchange of Thailand. The evaluation covered all five key elements, ie., i) organizational environment; ii) risk assessment; iii) control of operation activities; iv) information & communication and v) monitoring activities. The Audit Committee opined that the Company's internal control systems was sufficient and went in line with the guidance and that there was no significant change from the previous year.

Opinions of the Company's Board of Directors in regard to the internal control system.

In the Board of Directors Meeting No.3/2021 held on 25 February 2021, all three members of the Audit Committee / Independent Directors attended the meeting and commented on adequacy and suitability of the internal control system by referring to "Adequacy Assessment Form of the Internal Control System" of the Securities and Exchange Commission.

The Company regularly provides the monitoring compliance with the internal control system by the responsible parties, and the internal audit unit who monitors the operation and reports the result independently to the Audit Committee.

The Board considered and agreed that The Company has sufficient and appropriate internal control system. The Company's Board of Directors was satisfied with the existing internal control system. The results of the audit, as appears from the evidence that can be examined, did not appear to have a practice that was illegal or against the rules in any ways. Mistaken practices are not significant. The internal audit unit has informed the management department and the relevant authorities and already solved the issues.

The Internal Audit

Internal Audit Department

The Company's internal audit department performs duties independently. There is the highest person responsible for internal auditing to report directly to the Audit Committee and management. At present, Ms. Nattiya Saiting is the assistant Vice President of the internal audit department and the secretary of the Audit Committee.

Operation of Internal Audit Department

The internal audit department prepares annual internal audit plan and presented to the Audit Committee for approval of the plan. The plan may be requested to be revised during the year if there are significant new risks.

The internal audit department performs the internal audit according to the standards of internal audit and ethics of the auditor. The scope of the audit covers the operations of the Company's branch offices which spread throughout the country.

The internal audit department is responsible for reporting the results of internal audits and reviewing internal control systems to those responsible for the departments that have been audited and follow up the results of the solutions to report to the management on a monthly basis and report to the Audit Committee quarterly.



Shareholders Structure

As of 31 December 2020, the company has a registered capital of 1,637,500,005 baht with 1,637,500,005 baht paid up capital, divided into

1. a common shares per value Baht 1.25 totaling 1,637,500,000 baht with paid up capital 1,310,000,000 share.
 2. a preferred shares per value Baht 1.25 totaling 4 shares (in the form of unaccumulated dividend right at the rate 3 percent per annum, the Company shall firstly pay dividend only when the Company earn profits after provisioning for legal reserves and other required reserves and there is no accumulated loss) Right to vote same as common shares.
- Current secondary market of securities – the company's ordinary shares are traded on the MAI.

1. Shareholders

List of 10 Top shareholders as of 3 July 2020, Detail as follow:

	Name of shareholders	No of shares	Percent
1	Thongtang Family ^{/1} consist of	147,781,200	11.28%
	Mr. Art Thongtang	36,945,300	2.82%
	Mr. It-ti Thongtang	36,945,300	2.82%
	Ms. Viorn Thongtang	36,945,300	2.82%
	Mr. Atikun Thongtang	36,945,300	2.82%
2	Mr. Chavalit Satetametekul	80,000,000	6.11%
3	UOB Kay Hian Private Limited	76,020,000	5.80%
4	Mr. Pisuit Dechakaisaya	60,020,000	4.58%
5	Ms. Kanokwan Lekvijit	59,932,400	4.57%
6	Mr. Santi Saitsawat	30,366,539	2.32%
7	Mr. Pongsak Suthisripok	29,638,000	2.26%
8	Mrs. Rachaneekorn Chintakanon	29,165,000	2.23%
9	Mr. Prayut Horsawangwong	28,201,180	2.15%
10	Mr. Chaikakorn Boonlapapat	19,800,000	1.51%
	Total	413,143,119	42.82%

Note ! ^{/1} Includes family groups, which was not related persons under section 258 of Securities and Exchanges Act.

2. Others Securities

- None -

3. Outstanding of B/E and Debt Debentures

As of 31 December 2020, the Company had Long term debt debenture outstanding amount 464.90 million, detail as follow:

Symbol	:	SGF214A
Name	:	“SGF Capital Public Company Limited debenture No.1/2019 maturity year 2021 that gives the issuer the right to redeem before maturity”
Outstanding	:	194.90 million baht
Par value per unit	:	1,000.00 Baht
Offering method	:	Offering to institutional investors or high net worth investors (II&HNW)
Issuer Date	:	26 April 2019
Maturity Date	:	26 April 2021
Terms	:	2 years
Interest rate	:	Fixed rate 6.25% per year
collateral	:	The rights on account receivables (issuer hire purchase receivable) maximum value 750 million baht.
Notes	:	The Company had total repayment on 26 January 2021 before the maturity date.

Symbol	:	SGF224A
Name	:	“SGF Capital Public Company Limited debenture No.1/2020 maturity year 2022 that gives the issuer the right to redeem before maturity”
Outstanding	:	149.40 million baht
Par value per unit	:	1,000.00 Baht
Offering method	:	Offering to institutional investors or high net worth investors (II&HNW)
Issuer Date	:	10 April 2020
Maturity Date	:	10 February 2022
Terms	:	1 year 10 months
Interest rate	:	Fixed rate 6.25% per year
collateral	:	The SGF’s share total 54 million baht and the rights on account receivables (issuer hire purchase receivable) maximum value 405 million baht.

4. The dividend payment policy

The Company has the policy to pay its dividend to the shareholders not more than 50 percent after corporate income tax and appropriation to legal reserve. However, the Board of directors may consider to adjust the dividend payment pending on liquidity requirement, cash flow requirement for expansion and investment and other requirement in the future.



Board of Directors



(Mr. Pinit Wuthipand)
Chairman of the Board /
Chairman of Audit Committee



(Mr. Yanyong Siripun)
Chairman of the Nomination
and Remuneration Committee



(Mr. Kannanat Boonsunanondha)
Chief executive officer



(Mrs. Rachaneekorn Chintakanon)
Chairman of the Executive Board



(Mr. Piphat Inphongphant)
Audit Committee Member



(Mrs. Supanut Pongserm)
Audit Committee Member



(Mr. Issarachai Decharit)
Director



Management Structure

The Management Structure of the Company consists of 5 committees: the Board of Directors, Executive Committee, Nomination and Remuneration Committee, Audit Committee, and Risk Management Committee as follows:

*** The Board of Directors** as of 31 December 2020 consists of

1. Mr. Pinit Wuthipand Chairman of the Board Independent Director
(Term of office from 29 July 2020 until the 2023 Annual General Meeting of Shareholders)
2. Mrs. Supanut Pongserm Director Independent Director
(Term of office from 29 July 2020 until the 2023 Annual General Meeting of Shareholders)
3. Mr. Piphat Inphongphant Director Independent Director
(Term of office from 30 April 2018 until the 2021 Annual General Meeting of Shareholders)
4. Mrs. Rachaneekorn Chintakanon Director Executive Director
(Term of office from 29 July 2020 until the 2023 Annual General Meeting of Shareholders)
5. Mr. Yanyong Siripun Director Independent Director
(Term of office from 30 April 2019 until the 2022 Annual General Meeting of Shareholders)
6. Mr.Issarachai Decharit Director Executive Director
(Term of office from 19 December 2019 until the 2022 Annual General Meeting of Shareholders)
7. Mr.Kannanat Boonsunanondha Chief Executive Officer Executive Director
(Term of office from 4 November 2019 until the 2022 Annual General Meeting of Shareholders)

Statement on the Independence Assessing of the Board of Directors	
Non-Executive Board of Directors	57 %
Independent Director	57 %
Independent director as Chairman	Yes
The Chairman of the Board is not the same person as the Chairman of the Executive Committee	Yes
Female directors	28 %

Authorized Directors

In the year 2020, the Company did not change the names of the authorized signatory directors. Directors authorized to sign in binding the company consist of Mrs. Rachaneekorn Chintakanon, Mr.Kannanat Boonsunanondha and Mr.Issarachai Decharit. Any two out of these three Directors shall commonly sign and affix the company common seal.

Powers and Duties of the Company's Board of Directors

1. Set vision, mission, strategies, objectives, operating plans, business policies, annual budgets, management structure, and administrative authorities of the company, including reviewing them and making changes as needed.
2. Act in the best interest of the shareholders by upholding the following four fiduciary duties:
 - 2.1 Duty of Care – act with due diligence and care,
 - 2.2 Duty of Loyalty – act in good faith,
 - 2.3 Duty of Obedience – comply with laws, the company's objectives and articles of association, and resolutions of the shareholders' meeting,
 - 2.4 Duty of Disclose – disclose information to shareholders accurately, fully, and transparently.

3. Ensure a formal and transparent board nomination and election process. Consider setting up sub-committees to support the Board in performing its functions as appropriate and necessary and monitor the performance of sub-committees on a regular basis.
4. Regulate, supervise, and oversee the performance of management or any person assigned to perform this function to ensure compliance with established policies, plans, and budgets within an ethical framework and in the best interest of stakeholders.
5. Appoint or authorize any person to conduct business of the company under the supervision of the Board or authorize any person to carry out specific tasks as the Board deems appropriate. The Board may cancel or make changes to such authorities.
6. Prepare code of conduct manuals for directors, executives, and employees of the company to serve as guidelines for business conduct. All directors, executives, and employees of the company must perform their duties with integrity and strictly comply with the company's code of conduct.
7. Strictly comply with the company's principles of corporate governance and implement and communicate corporate governance policy to employees at all levels in the organization.
8. Evaluate the performance of the Board, including a self-assessment and an assessment of the Board as a whole, on an annual basis, including following up on assessment results of the Board and sub-committees.
9. Attend the Board of Directors' meeting and annual general meeting of shareholders, except for a case of unforeseen circumstances. If unable to attend, a director must inform the Board or company secretary in advance prior to the meeting.
10. Ensure reliable accounting system, financial reporting, and auditing. Make sure that financial statements are prepared to truthfully, completely, and accurately show financial status and operating results in accordance with generally accepted accounting standards. The financial statements at the end of an accounting period must be audited by the company's auditor before being presented at a shareholders' meeting for approval and reported, along with the Board of Directors' responsibility report towards financial statements and auditor's report, in the annual report of the company.
11. Ensure that the company has effective and efficient internal control and audit systems, comprehensive risk management system, reporting, and monitoring process, and complaint reporting mechanisms and handling, as well as ensuring compliance with the corporate governance policy.

*** Executive Committee as of 31 December 2020 consists of**

1. Mrs. Rachaneekorn Chintakanon Chairman of the Executive Committee
2. Mr. Kannanat Boonsunanondha Director
3. Mr. Issarachai Decharit Director
4. Ms. Apinya Borivachanon Director / Executive Management
- Ms. Apinya Borivachanon Secretary of the Executive Committee

Term in office of the Executive Committee

The members of Executive Committee serve the term of three years, starting from the appointment date. Once the term is completed, they can also be re-appointed.

Powers and Duties of the Executive Committee

1. Having duties to carry out the management of Company business in compliance with the Company business objectives provided that in accordance with any policy, regulations or orders prescribed by the Company Board of Directors.
2. Having a plan, policies and strategic direction to do business and set the management structure in line with economics and competition, propose to the Board of approval.
3. Having the power to approve and/or assent on any Company normal business operations and general business management.
4. Credit approval, debt adjustment, bad debt write-off as assign by the Board.

5. Considering and screening the Company annual policy, target, work plan, budget and any other recommendations to be proposed to the Company Board of Directors for approval or assent provided as prescribed in the regulations and orders of the Company Board of Directors.
6. Oversee the operation of the Company to comply with the policy, strategy, business plan and budget as approved by the Board.
7. Report of operating result in the matters and within the following times to the Board of Directors:-
 - 7.1 Report of operating result of the company on quarterly basis.
 - 7.2 Auditor's report related to the Financial Statements of the company including annual budget and review budget.
 - 7.3 Other reports as deemed appropriate by the Board.
8. Performing any other tasks as assigned by the Company Board of Directors.

* **Nomination and Remuneration Committee** as of 31 December 2020 consists of

- | | |
|----------------------------------|--|
| 1. Mr. Yanyong Siripun | Chairman of the Board/ Independent Director |
| 2. Mrs. Rachaneekorn Chintakanon | Director |
| 3. Mr. Kannanat Boonsunanondha | Director |
| Ms. Apinya Borivachanon | Secretary of the Nomination and Remuneration Committee |

Term in office of the Nomination and Remuneration Committee

The members of Nomination and Remuneration Committee serve the term of three years, starting from the appointment date. Once the term is completed, they can also be re-appointed.

Powers and Duties of the Nomination and Remuneration Committee

1. To consider and selecting qualified persons to hold the position of the Company's directors, both in case appoint director to replace the director who completes their tenure and appointed a new director, to the Board of Directors so as to nominate them to the shareholders' meeting, or proposing the nomination to the Board of Directors for consideration and appointment.
2. Considering selecting and proposing qualified persons to hold the position of the Chief Executive officer to the Board of Directors for consideration and appointment.
3. Propose guidelines and methods to compensate for directors and committees appointed by the Board of Directors.
4. Review the remuneration for directors and committee based on their responsibilities, the Company's financial status, and the compensation of nearby businesses, and propose to shareholders for approval.
5. To consider and propose policy relating to the remuneration and benefit in order to keep and motivate employees who possess required qualifications.
6. To review budget for wage adjustment and bonus annually and propose to the Executive Board and Board of Directors.
7. To help the Executive Board and Board of Directors assess the operating result and ability of Chief Executive Officer based on the short-term and long-term objectives and business plans.
8. To conduct any activities assigned by the Company Board of Directors.

* **Audit Committee** as of 31 December 2020 consists of all independent directors

- | | |
|----------------------------|--|
| 1. Mr. Pinit Wuthipand | Chairman of Audit Committee / Independent Director |
| 2. Mrs. Supanut Pongserm | Audit Committee Member / Independent Director |
| 3. Mr. Piphat Inphongphant | Audit Committee Member / Independent Director |
| Ms. Nattiya Saeting | Internal Audit be secretary of the meeting |

Term in office of the Audit Committee

The members of Audit Committee serve the term of three years, starting from the appointment date. Once the term is completed, they can also be re-appointed.

Audit Committee member who have financial statement review knowledge

Mr.Pinit Wuthipand is the director who has the knowledge and experiences to review the financial statement. All of the Audit Committee Members are not the employee of the company.

Powers and Duties of Audit Committee

1. To ensure that the financial statements of the Company have adequate accuracy.
2. To ensure that the internal control and internal audit systems of the Company are appropriate and effective and to consider the independence of the internal audit department including the approval of any appointment, allocation, or dismissal of the head of internal audit department or any other department relating to the internal audit responsibilities.
3. To ensure that the Company complies with the laws on the Securities and Exchange, the regulations of the Stock Exchange and other laws in connection with the businesses of the Company.
4. To consider, select and propose for election of any independent person to act as the Company's auditor and propose the remuneration for such person and meet privately at least 1 time per year with the auditor without any member of the management team present. Including the dismissal of said person as well.
5. To ensure that in conducting all the connected transactions or transactions that may lead to conflict of interests, the Company complies with all the laws and regulations of the Stock Exchange and ensure that such transactions are reasonable and give the most benefits to the Company.
6. To prepare a report of the Audit Committee to be included in the annual Report of the Company. Such Report shall be signed by the Chairman of the Audit Committee and shall consist of at least the following information:
 - (a) Comments on the accurateness, completeness and credibility of the financial statements of the Company.
 - (b) Comments on the adequacy of the internal control system of the Company.
 - (c) Comments on the compliance to the laws on Securities and Exchange, regulations of the Stock Exchange or any other laws in connection with the businesses of the Company
 - (d) Comments on the suitability of the auditor.
 - (e) Comments on the transactions that may lead to conflict of interests
 - (f) The number of meetings held by the Audit Committee and the attendance of each member of the Audit Committee.
 - (g) Comments on other concerns that have arisen as the Audit Committee perform its duties as defined in the Committee's charter.
 - (h) Any other matters that the shareholders and general investors should be informed within the scope of duties and responsibilities assigned by the Board of Directors of the Company.
7. To perform any tasks assigned by the Board of Directors.
8. While undertaking their duties, if the Audit Committee found out or have doubts over any of the following transactions or actions, which would have an adverse affect to the financial status and the operational outcome of the Company, the Audit Committee shall report to the Board of Directors of the Company so the Board could resolve the matter within the time frame deemed appropriate by the Audit Committee.
 - (a) Any transaction that may lead to conflict of interests.
 - (b) Any fraud, unusual matter or critical failure in the internal control system.
 - (c) Any violation of Securities and Exchange laws, Regulations of the Stock Exchange or any laws in connection with the businesses of the Company.

* **Risk Management Committee** as of 31 December 2020 consists of

- | | |
|----------------------------------|---|
| 1. Mrs. Petcharat Thongtang* | Advisor Chairman of the Risk Management Committee |
| 2. Mr. Pinit Wuthipand | Director |
| 3. Mrs. Rachaneekorn Chintakanon | Director |
| Ms. Apinya Borivachanon | Secretary of the Risk Management Committee |

Remark ! *She is not director, being an external person invited to be the Advisor Chairman of the Risk Management Committee.

Term in office of the Risk Management Committee

The members of Risk Management Committee serve the term of three years, starting from the appointment date. Once the term is completed, they can also be re-appointed.

Powers and Duties of the Risk Management Committee

1. Determine policies to be proposed to the Board of Directors, consider the overall aspect of risk management, covering all types of risk, for example, credit risk, marketing risk, liquidity risk, operational risk, and other potential risks that may directly affect the Company's reputation.
2. Develop effective strategies in line with risk management policies that can be pursued, assessed, and monitored, ensuring that risks can be maintained at an acceptable level.
3. Provide effective monitoring and support in reviewing risk management policies and guidelines on a yearly basis to ensure that the risk management policies and guidelines are in compliance with current business situations.
4. Report on potential risks and their aspects experienced by the Company. Develop guidelines for effective risk management, including its progress and consequences to regularly be acknowledged by the Board of Directors.
5. Provide effective communication and exchange of information on risk management and internal control for the Audit Committee.
6. Be authorized to get all risk management processes implemented under the scope, authority, and responsibility towards the Company's access to information related to the Risk Management Committee's compliance with charters.
7. Offer productive suggestions and effective supports to the Board of Directors, the Operations Department, and the Risk Management Committee aiming to generate greater development for organizational risk management as well as foster substantial progress for organizational risk management on a consistent basis.

* **Executive** as of 31 December 2020 consists of

No.	Name of executive		Position
1	Mr. Kannanat	Boonsunanondha	Chief Executive Officer
2	Ms. Apinya	Borivachanon	Chief Finance Officer (Accounting Dept, Finance Dept) / Senior Vice President HR and admin Dept.)
3	Mr. Pornsak	Kiranasopon	Senior Vice President, Debt management Dept.
4	Mr. Kajohnpong	Wiwidhawon	Senior Vice President, Legal Dept.
5	Mr. Phairat	Kokijrojana	Senior Vice President, Credit Dept.
6	Ms. Chiraporn	Madsathan	Vice President, Finance Dept.
7	Mr. Visarut	Angpairoj	Vice President, Accounting Dept.

Remarks ! Executive definition by the Office of the Securities and Exchange Commission.

Powers and Duties of Chief Executive Officer

Chief Executive Officer has power and duty to supervise, execute, operate and perform on behalf of the company in accordance with purpose and regulations of the company as well as with principles, resolutions, policy, strategy and budget submitted by the Board of Directors within legal lines and power restriction defined by the Board of Directors of the company who transfers the power of attorney to Directors to perform on behalf of the company as well as delegation power to executives and/or employees, and/or other persons as appropriate, except the following case on which Directors have to be granted the approval from the Board of Executive Directors or the Board of Directors of the company (case by case) to perform:

1. The investment of any project development exclusive from the annual policy of the company.
2. The procurement, purchase or land or real property transfer for the use of the company operation, including any requirement on permission or procedure with concerned government sectors in order to achieve the aforesaid tasks.
3. The guaranty by rights or land or real property ownership which are assets of the company, for individual and/or individual group and/or juristic person and/or government sector and/or public organization for the use of the company operation.
4. The different types of account opening, the overdraft loan application and other service application with commercial banks including the account opening or cancellation of the aforesaid service.
5. The approval on organization structure, salary structure, operation plans and annual budget.

However, such appointment does not include the authority to approve the transactions that such Managing Director and/or their attorney have the conflict of interests (as the announcement of the Office of the Securities and Exchange Commission) with the Company or its subsidiary, except the approval in accordance with policy and within the Board of Directors approve criteria.

*** *Company Secretary, who bears the highest responsibility for accounting and financial work and monitors and supervises accounting preparation***

• *Company Secretary*

The Board of Directors appointed Ms. Apinya Borivachanon to be the company secretary. The duties and responsibilities as identified on the Securities and Exchange Act (no.4) B.E.2551 section 89/1, to oversee the Board of Directors' meeting, shareholders meeting, and various activities of the Board, provide recommendation to the directors regarding the rules and regulations of the Company, and monitor the compliance according to such requirements.

Ms. Apinya Borivachanon has certificate DAP from IOD in 2004, CSP No.17/2006, EMT No.11/2008 (details of her profile appear on Attachment 1)

• *Highest responsibility for accounting*

In 2020, Head of accounting is Ms. Apinya Borivachanon, Chief Finance Officer since 17 February 2020 with the duties and responsibilities as follows:

1. Planning financial strategies to encourage internal and external growth as well as financing to accommodate growth linking with the Company's business expansion.
2. Controlling and managing infrastructure in terms of financial information and financial management of the Company to ensure that the Company's work operations are driven to achieve tasks and goals as planned.
3. Developing and managing financial tools to contribute to the analysis of the efficiency of work operations and analysis of business value.
4. Communicating the organization's significant financial information to enhance the understanding and trust of investors relating to stability and opportunities of the Company.

Ms. Apinya Borivachanon has certificate CFO's Orientation Course for New IPOs No.4 in 2020 (details of her profile appear on Attachment 1)

- ***Supervises accounting preparation***

Per the organization chart of the Company, there was appointment in the position of Assistant Vice President, Accounting Dept, Ms.Patchara Tipphawes, who has knowledge and understanding of the accounting system of the Company, with duties and responsibilities as follow:

1. Drawing up policies and plans on accounting and finance as well as determining the accounting and financial systems in line with the guidelines for the Company's work operations.
2. Overseeing preparation of accounts and inspecting close of accounts of the Company in each period to ensure that they are made properly and in accordance with the specified practices.
3. Overseeing and inspecting preparation of financial statements, balance sheet, income statement, and accounting reports.
4. Overseeing and inspecting income-expenditure of the Company.
5. Overseeing the Company's budgeting and inspecting to ensure that the budget is utilized properly and in accordance with the budget plan as specified.
6. Overseeing the preparation of relevant tax reports for submission to relevant government authorities.

* ***Nominating of Directors and Executives***

- ***Nomination of Directors***

The Nomination and Remuneration Committee set policies and criteria to select and appoint the Company's directors and proposes the names for an approval of the Board of Directors and/or an Annual General Meeting of Shareholder. The Nomination and Remuneration Committee considers nominating persons to be appointed as directors to replace those directors who vacate office, both resignations prior to the end of term and retirement by rotation, in accordance with the following criteria:

1. Having qualification in compliance with the Public Limited Companies Act, the Securities and Exchange Act, rules of the SEC Office and rules of the Stock Exchange.
2. Having knowledge, ability and experience in a variety of fields which will be beneficial and add value to the Company. Diversity is not limited to just gender, but also age, education, experiences, skills and knowledge as well.
3. Having characteristics supporting and promoting the corporate governance to create value to the Company, such as, independence, willingness to share opinions, initiative and performance of duties with responsibility, due care, integrity and full-time contribution, etc.
4. In the nomination of directors, there should be consideration of the required qualification taking into account the necessary skills for the Board and qualifications in line with the Company's business strategies.

The selection of qualified candidates to replace vacant directors, Director Pool or Professional Search Firm shall be partly considered as the case may be, resulting in the diversity of the Board's structure. The Board Skill Matrix shall be prepared to define the qualification of the director who is required for selection by considering from essential skill which is remained deficient in the Board of Directors and strategy of the Company's business operation. If the Company has new strategy of business operation apart from the existing business which is operating, it is necessary for selecting the director who is directly qualified and experienced in the new business of the Company.

According to the Company's Articles of Association, the Company's Board of Directors consists of at least five members and at least half of the total members shall reside in the Kingdom of Thailand. In addition, the directors are to be elected by majority voting in the Annual General Meeting of Shareholders as the following details

- a. Each shareholder has 1 vote per share, the number of his/her votes corresponds therefore to the number of shares held by him/her.
- b. Each shareholder can exercise his/her right according to the number of his/her votes as specified

- in (a) electing one or many directors, but cannot give his/her votes to any person particularly.
- c. The persons gaining the highest votes shall be respectively elected directors in the proper number for such election. In case the number of the persons gaining less but equal votes exceeds the appropriate level for such election, the Chairman of the meeting shall make a final decision.

If the position of director is vacant by the other reason in addition to see out its term, committee shall select the qualified person and no legally prohibited quality in replacing to the previous one in the next committee meeting except only that leftover term of committee shall be less than 2 months. The new person takes place with former committee shall take a position of committee only equal to the leftover terms of the former committee. The resolution of committee in such matter should be comprised of votes at least 3 of 4 of the remaining number of committees.

● Independent Directors

The members of the Nomination and Remuneration Committee work together to review and determine principles and policies on nomination and appointment of the Company's independent directors, based on the qualification as specified by the Public Limited Company Act 2535, Notifications of the Securities Commission, Notifications of Capital Market as well as other related regulations, e.g. Other qualifications, such as work experience, knowledge and skills are also taken into account. The Company has a policy to appoint at least one-third of the total directors and not less than three directors as the Company's independent directors.

Qualifications of Independent Directors: The Company has defined the definition of independent directors of the Company equal to the regulation of the SEC and the Stock Exchange of Thailand, without any exceptions and conditions, as following:

1. To hold the company shares not exceeding 1% of number of total shares entitled to vote in the company, affiliated companies, joint companies or person who may have conflict (are considered as related person pursuant to Article 258 according to the Security Law)
2. Not being or used to be the director who takes part in the management of the company, or an employee, staff member or advisor who receives a regular salary or is a controlling person of the company, holding company, subsidiary company, associated company, subsidiary company of the same level or corporate with possible conflict, except having been out of the above position for at least two years prior to the appointment.
3. Not being a person who is related by blood or by law as a parent, spouse, sibling and child including a child's spouse, to any management member, major shareholder, controlling person or the person whom has been proposed to become the management member or controlling person of the company or subsidiary company.
4. Not having or used to have business relationship with the company, holding company, subsidiary company, associated company or corporate with possible conflict in a way which may prevent independent judgment, as well as not being or used to be the major shareholder, non-independent director or management member of the entity having business relationship with the company, holding company, subsidiary company, associated company or corporate with possible conflict, except having been out of the above position for at least two years prior to the appointment.

The business relationship stated in the first paragraph shall include normal commercial transactions for business operation, rent or rent out of real estate, transactions concerning the property or service, giving or receiving financial support, receiving or giving loan, standing security, giving property as collateral security or other similar actions, which make the applicant or party in the contract pay debt obligation to the other party from 3% of net tangible asset of the applicant or from twenty million baht, whichever is lower. In this respect, the calculation of such debt obligation shall be in compliance with the method to calculate the value of related transactions as prescribed by the notification of the Commission of Stock Exchange of Thailand relating to the data presentation and operation of registered company for related transactions, mutatis mutandis. However, in consideration of such debt obligation, it

shall include debt obligation incurred one year prior to the date of business relationship with the same person.

5. Not being or used to be the auditor of the company, holding company, subsidiary company, associated company or corporate with possible conflict and not being the major shareholder, non- non-independent director or management member or managing partner of the audit firm with staff being the auditor of the company, holding company, subsidiary company, associated company or corporate with possible conflict, except having been out of the above position for at least two years prior to the appointment.
6. Not being or used to be the service provider in any professions including legal advisor or financial advisor receiving the service fee exceeding Baht 2 million per year from the company, holding company, subsidiary company, associated company or corporate with possible conflict. Nevertheless, in the case of the professional service provider being a corporate, the consideration shall extend to the major shareholder, non-independent director, management member or managing partner of such professional service provider, except having been out of the above position for at least two years prior to the appointment.
7. Not being the director who has been appointed as the representative of the company, major shareholder or shareholder whom is related to the major shareholder of the company.
8. Having no other characteristic which may prevent from giving independent opinions concerning with the business operation of the company.

As of 31 December 2020, the Company has 7 directors, consists of 3 executive directors and 4 independent directors. Independent Director is 57% of the Board of Directors, consists of;

- | | |
|----------------------------|----------------------|
| 1. Mr. Pinit Wuthipand | Independent Director |
| 2. Mrs. Supanut Pongserm | Independent Director |
| 3. Mr. Piphat Inphongphant | Independent Director |
| 4. Mr. Yanyong Siripun | Independent Director |

The 4 independent directors of the Company do not have any qualifications or conditions that contrary to the requirements of the office of SEC and SET, and they have no business relations with the Company in the past fiscal year.

Limiting the number of independent directors office term

The Board of Directors does not clearly determine any number of terms of holding of office as independent director. The Board of Directors considers and deems that the appointment of independent directors to resume office as directors will be useful for the Company and shareholders since the directors consecutively holding such office will have better knowledge and experience in the Company's business operations and create more value for shareholders.

• Audit Committee

The Audit Committee consists of three independent directors, serving the term of three years. The policies to nominate and appoint Audit Committee members comply with the Notification of the Capital Market Supervisory Board At Tor. Jor 28/2551 concerning the request for permission and the permission for the IPO, the Audit Committee consists at least one person who has the knowledge and experiences to review the financial statement.

Roles and procedures for the appointment of the Audit Committee is in accordance with the rules and procedures for the appointment of the Company's directors. Once the term is completed, they can also be re-appointed.

• The Executive Committee

The Company's Board of Directors appoints the members of Executive Committee, considering the appointment of directors or management members who are capable of managing particular core business operation. The Board of Directors also determines policies, business plans, structure and management policies as well as monitoring the performance of the management.

- **The Nomination and Remuneration Committee**

The Company's Board of Directors appointed three directors to be members of the Nomination and Remuneration Committee. It is compulsory that at least one member be an independent director and that the Chairman of the Nomination and Remuneration Committee also be an independent director.

- **The Risk Management Committee**

The Company's Board of Directors has power to appoint directors as members of the Risk Management Committee, and the Board may consider external advisor to be members.

- **Chief Executive Officer**

The Executive in the position of Chief Executive Officer must be nominated by the Nomination and Remuneration Committee, which consider nominating qualified persons, namely, those who have knowledge and capacities and experience which are useful for management and operations to achieve objectives or targets as determined by the Board of Directors and have a good understanding of the Company's business, whereby the Nomination and Remuneration Committee shall propose the nominations to the Board of Directors for consideration and appointment.

* ***Remuneration for Directors and the management***

- **Directors**

The Company has the policy to pay remuneration for directors, by taking into account appropriate remuneration in accordance with criteria on remuneration determination as follow:

1. Remuneration shall be appropriate for and in line with the scope of duties and responsibilities of each director. Such as, the Chairman, the Chairman of the sub-committees and their membership will be received additional meeting allowance when attendance.
2. Remuneration for the directors is at the level which is appropriate and sufficient to attract as well as retaining knowledgeable and qualified directors to perform duties for the Company efficiently in order to lead the organization to accomplish the short-term and long-term goals.
3. The remuneration shall be considered by the Nomination and Remuneration Committee to ensure that the remuneration is at the appropriate and competitive level and stays at the same level as that in the same sector which is adequate to retain the directors who possess the qualifications in line with the goals in the business operations of the Company.

The 2020 Annual General Meeting of shareholders has the resolution to fix the remuneration of director not exceed than 3.0 million baht, and the Board of Directors has the resolution to fix the director's remuneration as proposed by the Nomination and Remuneration Committee detail as following:

	Chairman	Director
Remuneration (Per month)	15,000	10,000
Meeting Allowance (Per time)		
- The Board of Directors	14,000	8,000
- Executive Committee	14,000	10,000
- Audit Committee	24,000	18,000
- Remuneration and Compensation Committee	12,000	10,000
- Risk Management Committee	12,000	10,000

All of directors will receive the remuneration per month as above, meeting allowance will pay only for attendance director.

The directors' remuneration in 2020 is as following:

Name	2019				2020			
	Remuneration	Meeting Allowance	Director Bonus	Total (baht)	Remuneration	Meeting Allowance	Director Bonus	Total (baht)
1. Mr. Pinit Wuthipand	125,000	248,000	-	373,000	180,000	288,000	-	468,000
2. Mrs. Supanut Pongserm	120,000	202,000	-	322,000	120,000	176,000	-	296,000
3. Mr. Piphat Inphongphant	120,000	202,000	-	322,000	120,000	168,000	-	288,000
4. Mrs. Rachaneekorn Chintakanon	120,000	166,000	-	286,000	120,000	166,000	-	286,000
5. Mr. Yanyong Siripun	120,000	106,000	-	226,000	120,000	116,000	-	236,000
6. Mr. Issarachai Decharit	5,000	-	-	5,000	120,000	134,000	-	254,000
7. Mr. Kannanat Boonsunanondha	60,000	66,000	-	126,000	120,000	144,000	-	264,000
8. Mr. Jitkasem Sangsingkeo ¹	60,000	56,000	-	116,000	-	-	-	-
9. Mr. Vivat Vithoontien ²	100,000	84,000	-	184,000	-	-	-	-
10. Mr. Wisait Panutat ³	165,000	178,000	-	343,000	-	-	-	-
Total	995,000	1,308,000	-	2,303,000	900,000	1,192,000	-	2,092,000

Remark : 1. Mr. Jitkasem Sangsingkeo resigned on 1 July 2019
2. Mr. Vivat Vithoontien resigned on 4 November 2019
3. Mr. Wisait Panutat passed away on 24 November 2019

Other' director remuneration: None

• The Management

The Company has the policy to pay remuneration for management, by taking into account appropriate remuneration in accordance with criteria on remuneration determination as follow:

⇒ Remuneration for Chief Executive Officer

1. Remuneration is at the level which is appropriate and sufficient to attract as well as retaining knowledgeable and qualified person to perform duties for the Company efficiently in order to lead the organization to accomplish the short-term and long-term goals
2. The elements of remuneration are clear, transparent and easy to understand.
3. The remuneration shall be considered by the Nomination and Remuneration Committee to ensure that the remuneration is at the appropriate and competitive level and stays at the same level as that in the same sector.

⇒ Remuneration for management

The management compensation consideration in accordance with the principles and policies set by the Company which related to the performance of the Company and each personal performance assessment, so the compensation is appropriate with the performance of the Company both in short term and long term and sufficient to attract and retain quality management within the Company, and to be more competitive in the industry.

The remuneration of Company's managements in the form of salary, bonus, social security, provident fund and others benefit as following:

	2019	2020
Management (persons)	4	5
Total Salary and benefits (Baht)	11,146,060.00	9,513,582.93
Provident fund	360,891.00	327,952.25
Total remuneration	11,506,951.00	9,841,535.18

Remark! Provident Fund which represents its employees' long-term remuneration, whereby employees

pay their saving and the Company pays contributions, which employees will be received upon termination of employment with the Company or upon retirement.

Other' management remuneration: None

⇒ Report of changes in securities holding of directors and executives as of 31 December 2020

No	Name	Position	No. of shares held as of 31 st Dec. 2020	No. of shares held as of 31 st Dec. 2019	Change in No. of shares held Increase (decrease)	% of shares held in the Company (%)
1	Mr. Pinit Wuthipand Spouse and minor child	Chairman /Chairman of Audit Committee	- -	- -	- -	- -
2	Mrs. Supanut Pongserm Spouse and minor child	Audit Committee Member	- -	- -	- -	- -
3	Mr. Piphat Inphongphant Spouse and minor child	Audit Committee Member	- -	- -	- -	- -
4	Mrs. Rachaneekorn Chintakanon Spouse and minor child	Chairman of the Executive Board	29,165,000 -	29,165,000 -	- -	2.23 -
5	Mr. Yanyong Siripun Spouse and minor child	Chairman of the Nomination and Remuneration Committee	- -	- -	- -	- -
6	Mr.Issarachai Decharit Spouse and minor child	Director	100 -	100 -	- -	0.00 -
7	Mr. Kannanat Boonsunanondha Spouse and minor child	Chief Executive Officer	- -	- -	- -	- -
8	Ms.Apinya Borivachanon Spouse and minor child	Chief Financial Officer, Senior Vice President / Company Secretary	- -	- -	- -	- -
9	Mr. Pornsak Kiranasopon Spouse and minor child	Senior Vice President, Debt Management Dept.	- -	- -	- -	- -
10	Mr. Kajohnpong Wiwidhawon Spouse and minor child	Senior Vice President, Law Dept.	- -	- -	- -	- -
11	Mr. Phairat Kokijrojana Spouse and minor child	Senior Vice President, Credit Dept.	- -	- -	- -	- -
12	Ms.Chiraporn Madsathan Spouse and minor child	Vice President, Finance Dept.	- -	- -	- -	- -
13	Mr. Visarut Angpairoj Spouse and minor child	Vice President, Accounting Dept.	- -	- -	- -	- -

In addition, the Company also report the changes in securities holding of directors and executives in the Board of Directors meeting every quarter. The number of direct and indirect shares held by the Board of Directors is 2.23%

● Personnel

The Company is aware that to grow the business continuously and sustainably in the future, the Company needs to receive the cooperation of all employees at all levels. The Company has always treated the personnel equally. As of 31 December 2019, and 2020 there were 280 and 250

employees working with the Company respectively (not include 4, and 5 executive officers, respectively). Divided by the main work lines as follows:

Department	Employees (Persons)	
	31 Dec 2019	31 Dec 2020
1.Wholesale Credit	2	1
2.Retail Credit / Personal Loan	10	9
3.Appraisal	5	3
4.Marketing & Branch Support	4	4
5.Law	5	4
6.Operation	11	11
7.Debt Management	27	25
8.Accounting	8	7
9.Finance	6	6
10. Human Resource & Admin	8	8
11.I.T.	7	7
12.Internal Audit	-	2
13. Branch employees	187	158
Total	280	250

The Company paid remuneration for employees, such as salaries, overtime, commission, provident fund, social security and bonus etc. Detail are as following:

	2019	2020
Salaries, overtime, bonus and others benefit.	115,753,788.23 baht	109,461,309.74 baht

- ***Labor Dispute***

No Labor dispute has been reported.

- ***Policies for employee development***

The Company is committed to developing knowledge and skills of personnel continuously in order to improve the levels of productivity and office efficiency as well as ensuring that the employees would apply their potential, knowledge, and ability to the maximum effectiveness. The Company therefore recognizes the importance of human resource development which is considered a valuable resource and is the main factor driving the organization to achieve the objectives successfully. The Company has a policy to provide regular trainings while in-house training about new products and workshops advised by experts are regularly provided for general employees. Moreover, the Company also send employees to attend important external professional trainings in order to enhancing their skills and increasing the value of employees, aiming to retain existing knowledgeable and competent employees.

In 2020, the Company has employees' trainings separate to in-house training 8 course and public training 7 courses, total employees who attended 105 persons separate to

Level	Persons
Executive	2 persons
Leader	19 persons
Employee	84 persons

Summary Training average hours / persons in 2020

Public Training total 7 courses		In-house Training total 8 courses	
Training average hours / person / year	Executive : 9.5 hours Leader : 6.3 hours Employee : 6.89 hours	Training average hours / person / year	Executive : - Leader : 7.0 hours Employee : 7.0 hours

- **Policy on respecting human rights**

The Company has policy on respecting human rights by treating people or any group of people including all stakeholders of the Company with equality and fairness in physical difference, difference in gender, ethnicity, religion, social status, or political attitude, by provide communication and disseminate on human rights policies and practices for all stakeholders of the Company so that all stakeholders can participate in humane business with respect to human rights in accordance with this Company' policy.

- **Workplace Security and Health**

The Company has a policy to provide good security measures on its premises using standard systems and equipment for security control and by providing appropriate security guards. The Company provides suitable workplaces that encourage staff to perform their work efficiently and effectively.

- **Compensation and Welfare Policy**

Compensation and Welfare Management

The Company has Compensation and Welfare policy and established a fair compensation policy with consideration of knowledge, ability, experience, potential and roles, responsibilities of employees. The types and amount of compensation would be comparable with those offered by peer companies in the same industry. The Company's compensation structure must, therefore, be equitable and consistent with the individual jobs or job elements, demand and supply of the labor market. The compensation includes salaries, bonuses, and incentives, both fixed and variable. Moreover, the Company also has recognized the significance of providing various welfare benefits which are appropriate for employees, their living to ensure that employees work happily.

In furtherance of determining appropriate compensation levels, the Company has established clear and transparent process and applied the Performance Management method for analyzing and evaluating job performance of an employee to ensure the equity for all employees. The Company has evaluated the performance of the personnel once a year.

Employee Welfare

The Company has acknowledged the significance of enhancing and improving employees' quality of life, therefore the Company has provided various welfare benefits in the interest of bringing a sense of satisfaction and building morale, reaching the stability level in the organization together with the growing of the Company. As a consequence, the Company has then provided welfare benefits and basic benefits according to the law as well as other benefits provided for assisting the employees to minimize their cost of living as well as promoting the well-being of employees beneficial to the performance and the lives of employees. The Company also has publicized various benefits to all employees know their rights through employee handbook and internal online systems with the purpose of informing the employees their rights. The samples of welfare and benefits are as follows:

1. Employment-based group life insurance. The Company has provided employment-based group life insurance for all employees in favor of helping to support employees' financial wellness,

building resources and maximizing stability of the employees' lives. Moreover, the aforementioned life insurance can be counted as a guarantee for the employees' lives which can minimize any impact might affect their families if something were to happen.

2. Annual health check-ups. The Company has provided annual health check-ups which is a preventive measure in accordance with health care allowing the employees to examine risk factors or abnormalities for preventative planning and behavioral adjustment and minimizing the chance of health problems they might face in the future.
3. Provident fund. The Company has established a provident fund which is an investment fund that is jointly established by the employer and employee to serve as a long term savings to support an employee upon retirement. It also represents job welfare benefits offered to the employee, the provident fund provided by the Company registered under the name of the Principal Life Cycle Provident Fund. Sources of money invested in the provident fund come from two sources, first, employee's contribution (portion by employee/member): the amount of money that the member contributes into the fund will be deducted from the monthly salary more than portion by employer but not exceed 15% of the salary each month, second, employer's contribution (portion by employer): the amount of money contributed by the employer each month at a rate 3% of the monthly salary.
4. Employee welfare schemes for unexpected contingencies such as financial aid for the death of an employee or family member.
5. Medical care program as outpatient. The employees pay for medical expenses then claiming for reimbursement by submitting the medical bills to the Company in order to get reimbursed. Terms depend on the fund scheme set by the Company.





Organization Chart





Board of Directors and Executive Officers

Mr. Pinit Wuthipand

Position	: Chairman of the Board /Chairman of Audit Committee / Independent Director
Age	: 74 years
Appointed Date	: 24 March 2004
Education	: B.A. in Account, Thammasat University Certified Public Accountant Certificate : DAP, DCP from Thai Institute of Directors (IOD)
% of shareholding	: - None -
Other Listed current Directorship Positions :	
	2020 – Present Chairman of Audit Committee / Independent director, Bliss-tel Plc.
	2013 – Present Chairman of Audit Committee / Independent director, News Network Corporation Plc.
Other Current Directorship Positions :	- None -
Experiences	: 2003 – 2018 Internal Audit, Rangsit University. 2010 – 2011 Chairman of Audit Committee / Independent director, Paolo Medic Co.,Ltd. 2009 – 2011 Chairman of Audit Committee / Independent director, Health Network Co.,Ltd. 2004 – 2011 Audit Committee member / Independent director, Siam General Factoring Plc. 2009 – 2010 Examine and Evaluation Subcommittee, Software Industry Promotion Agency

Mr. Piphat Inphongphant

Position	: Audit Committee Member / Independent Director
Age	: 63 years
Appointed Date	: 6 September 2010
Education	: Barrister-at-law, The Thai Barrister in 1981 LLB. in 1980. Certificate : DAP from Thai Institute of Directors (IOD)
% of shareholding	: - None -
Other Listed current Directorship Positions :	- None -
Other Current Directorship Positions :	- None -
Experiences	: 2005 - 2011 Director, Didomon Group Plc. 2005 - 2011 Director, Thai Doctor Center Plc. 2010 - 2011 Director, Siam General Factoring Plc.

Mrs. Supanut Pongserm

Position	: Audit Committee Member / Independent Director
Age	: 60 years
Appointed Date	: 24 March 2004
Education	: Barrister-at-law, The Thai Barrister LLB., Thammasat University Certificate : DAP, DCP, CSP, FND from Thai Institute of Directors (IOD)
% of shareholding	: - None -
Other Listed current Directorship Positions	: - None -
Other Current Directorship Positions	: - None -
Other Positions	: - 2004 – Present Director, Office of the CEO and legal Department, Prasit Pattana Plc., Phyathai Hospital Group.
Experiences	: 2007 – 2009 Director, Sriracha-nakorn Hospital Co.,Ltd.. 2005 – 2007 Director, Paolo Medic Co.,Ltd.. 2003 – 2004 Director, Big Development Planner Co.,Ltd.

Mrs. Rachaneekorn Chintakanon

Position	: Chairman of the Executive Board / Director
Age	: 50 years
Appointed Date	: 3 August 2015
Education	: Master's degree in Business Administration (MBA) with a major in Finance San Francisco State University, CA, U.S.A Bachelor of Education with Specialization in Business (2nd Class Honors), Chulalongkorn University Certificate : DAP from Thai Institute of Directors (IOD)
% of shareholding	: 29,165,000 shares
Other Listed current Directorship Positions	: - None -
Other Current Directorship Positions	: - None -
Experiences	: 2015 – 2019 Executive Director, SGF Capital Plc. 2014 – 2015 Independent Director /Audit Committee Member, RPCG Plc. 2011 – 2013 Director, Solution Corner (1998) Plc. 2002 – 2003 Senior Assistant Vice President for Investment and Business Development Department, Asset Plus Securities Public Co.,Ltd. 2001 – 2002 Senior Assistant Vice President and MD Assistant Business Development Department, Bualuang Securities Co.,Ltd.

Mr. Yanyong Siripun

Position : Chairman of the Nomination and Remuneration Committee / Independent Director
 Age : 75 years
 Appointed Date : 28 April 2016
 Education : Master of Law (LLM), Kieo University, Tokyo, Japan.
 Bachelor of Laws, Thammasat University
 Diploma of English Language and Administration Management of Canberra University, Australia.
 % of shareholding : - None -
 Other Listed current Directorship Positions : - None -
 Other Current Directorship Positions : - None -
 Experiences : 2016 – 2019 Director / Independent Director, SGF Capital Plc.
 2011 – 2012 Director, Paolo Medic Co., Ltd.

Mr. Issarachai Decharit

Position : Director
 Age : 61 years
 Appointed Date : 19 December 2019
 Education : Bachelor Degree of Laws, Chulalongkorn University
 Thai Bar, The Institute of Legal Education, Thai Bar Association
 Certificate : DAP, AACP, RNG, ELP from Thai Institute of Directors (IOD)
 % of shareholding : 100 shares
 Other Listed current Directorship Positions : -
 2013 – Present Director, Ichitan Group Plc.
 Other Current Directorship Positions : -
 2015 – Present Director, Global One Capital Co., Ltd.
 Experiences : 2010 – 2015 Director, Global Service Center Co., Ltd.
 2010 – 2013 Director, ACAP Asset Management Co., Ltd.
 2006 – 2015 Director, ACAP Consulting Co., Ltd.
 2003 – 2015 Director, ACAP Advisory Pcl.
 2003 – 2015 Director, ACAP Corporate Services Co., Ltd.

Mr. Kannanat Boonsunanondha

Position	: Chief Executive Officer / Director
Age	: 51 years
Appointed Date	: 4 November 2019
Education	: Master of Science in Administration, Boston, Massachusetts, U.S.A. B.A. in Business Administration, International Business and Management, the University of the Thai Chamber of Commerce, Bangkok
% of shareholding	: - None -
Other Listed current Directorship Positions	: - None -
Other Current Directorship Positions	: - None -
Experiences	: 2016 – 2019 Managing Director SGF Capital Plc. 2015 – 2016 Managing Director, Capital OK Co.,Ltd. and Global Service Center Co.,Ltd. 2004 – 2015 Head of Marketing & Sale Department, Capital OK Co.,Ltd. and Global Service Center Co.,Ltd.

Ms. Apinya Borivachanon

Position	: Chief Financial Officer, Senior Vice President, HR-Admin Dept. / Company Secretary
Age	: 51 years
Education	: B.B.A. Commerce (Hon.), Chulalongkorn University Certificate : DAP, CSP, EMT from Thai Institute of Directors (IOD)
% of shareholding	: - None -
Experiences	: 2020 – Present Chief Financial Officer SGF Capital Plc. 2017 – Present Senior Vice President HR Dept. and Admin Dept., SGF Capital Plc. 2008 – Present Company Secretary, SGF Capital Plc. 2018 – 2020 Senior Vice President Finance Dept. 2008 – 2017 Senior Manager, M.I.S Dept, Admin Dept., Siam General Factoring Plc. 2004 – 2010 Director, Siam General Factoring Plc. 1997 – 2008 Manager, M.I.S. Department, Siam General Factoring Plc.

Mr. Pornsak Kiranasopon

Position	: Senior Vice President, Debt Management Department.
Age	: 61 years
Education	: Bachelor Degree of Law, Ramkhamhaeng University
% of shareholding	: - None -
Experiences	: 2017 – Present Senior Vice President, Debt Management Dept., SGF Capital Plc
	2014 – 2017 Manager, Special Liabilities management 1 Dept., Thitikorn Plc.
	2013 – 2014 Manager, Operation 1 Dept., Thitikorn Plc.
	2010 – 2013 Manager, Region Special Liabilities management Dept., Thitikorn Plc.
	2008 – 2010 Manager, Central Special Liabilities management Dept., Thitikorn Plc.

Mr. Kajohnpong Wiwidhawon

Position	: Senior Vice President, Law Department
Age	: 63 years
Education	: Bachelor Degree of Law, Ramkhamhaeng University
% of shareholding	: - None -
Experiences	: 2019 – Present Senior Vice President, Law Dept., SGF Capital Plc.
	2017 – 2019 Assistant Vice President , Law Dept., SGF Capital Plc.
	2004 – 2017 Manager and Lawyer., Somporn&Associates Co., Ltd.
	1998 – 2004 Lawyer and Legal Consultant., Thai Glass Industries Plc.

Mr. Phairat Kokijrojana

Position	: Senior Vice President, Credit Dept., SGF Capital Plc.
Age	: 49 years
Education	: Bachelor Degree of Economics, Chiangmai University
% of shareholding	: - None -
Experiences	: 2020 – Present Senior Vice President, Credit Dept., SGF Capital Plc.
	2017 – 2019 Vice President, Credit Dept., SGF Capital Plc.
	2011 – 2017 Deputy Vice President, Credit Acceptance Dept., Internal Audit Dept., Amanah Leasing Plc.

Ms. Chiraporn Madsathan

Position	: Vice President, Finance Department
Age	: 54 years
Education	: B.B.A. (Money and Banking), Ramkhamhaeng University
% of shareholding	: - None -
Experiences	: 2020 – Present Vice President, Finance Dept., SGF Capital Plc. 2018 – 2020 Assistant Vice President , Finance Dept., SGF Capital Plc. 2017 – 2018 Assistant Vice President , Operation Dept., SGF Capital Plc. 2002 – 2017 Manager, Operation Dept., Siam General Factoring Plc.

Mr. Visarut Angpairoj

Position	: Vice President, Accounting Dept., SGF Capital Plc.
Age	: 51 years
Education	: Master's Degree in Accounting, Chulalongkorn University
% of shareholding	: - None -
Experiences	: 2019 – Present Vice President, Accounting Dept., SGF Capital Plc. 2015 – 2019 Manager, Accounting Dept, Thai Global Import Export Co.,Ltd



Management Discussion and Analysis

In 2020, the coronavirus outbreak (COVID-19) has led the government to take measures to tackle the epidemic. The company has cooperated with the government in reducing the outbreak of disease by having some employees work at home and the work process has been adjusted to make it work more convenient and supports changes according to the situation As well as having various preventive measures in regards to wearing masks, handling hand sanitizer, having the campaign raise awareness of the importance of self-care and protection, allowing customers to register to be able to follow up, etc. In addition, the city closure or lockdown in many areas causes the company's employees to be subject to work restrictions. For example, taking a trip to meet customers or debt collection may be inconvenient. As a result, the new loan amount and debt collection did not meet the target.

In the meantime, The Bank of Thailand has issued measures requesting various agencies to provide assistance to debtors affected by COVID-19. The company has followed the Bank of Thailand's guidelines by providing a number of these affected debtors with an outstanding for no more than 3 periods, the company has to recalculate the effective interest rate (EIR) according to the remaining contract period of the debtor, thus the recorded hire purchase loan income decreased. As a result, the income of hire-purchase loans in the second quarter fell, after which the government relaxed measures to close the city or lockdown since the third quarter onwards, the debt collection travel has become more convenient. The lending and the collection of debt gradually improved at the end of the year.

For the liquidity of the company, the company plans to issue new bonds of 300 million baht in April 2020 to repay the debentures due in the same month of 270 million baht, but since the company launched the sale of the debentures during the coronavirus outbreak (COVID-19), causing the company to sell debentures for only 149.2 million baht. The company has enough cash to repay the deficit of debentures amounting to 120.8 million baht. At the same time, the company has been approved for a credit limit of 120 million baht from financial institutions since the beginning of 2020, therefore there is no liquidity problem.

The Company regularly assesses the impact of such situations. In order to be able to set additional guidelines and measures to cope and solve problems that may arise on a continual basis, the company also has the policy to control expenses and pay attention to the cash flow management of the company to prepare for COVID-19 situations that may have effects that are longer than expected.

Revenues

Unit : Thousand Baht	Y2020	Y2019	change	change %
Hire purchase interest income	333,264.5	301,747.4	31,517.1	10.4%
Loans interest income	38,786.2	20,228.5	18,557.7	91.7%
Other interest income	1,976.2	2,916.5	(940.3)	(32.2%)
Total interest income	374,026.8	324,892.3	49,134.5	15.1%
Fee and services income	13,368.0	14,569.5	(1,201.5)	(8.2%)
Other income	11,524.8	2,837.1	8,687.7	306.2%
Total revenues	398,919.6	342,298.9	56,620.7	16.5%

As of the end of 2020, ended December 31, 2020, the company had total revenues of 398.9 million baht, an increase from the year 2019 with revenue of 342.3 million baht or 16.5% increase, with details as follows:

1. Revenue from retail hire purchase which is the main business of the company. Interest income was 333.3 million baht, an increase of 10.4% from the continuous expansion of the retail loan business.
2. Revenue from large finance business amounting to 38.8 million baht, an increase of 91.7% from revenue recognition according to the new accounting standard (TFRS9).
3. Fees and service income of 13.4 million baht, a decrease of 8.2%.

Operating cost

As of the end of 2020, the company had selling and administrative expenses of 174.2 million baht, a decrease from the year of 2019 with an expense of 182.8 million baht, a 4.7% decrease because 1) the number of employees decreased from 284 in 2019 to 251 people in 2020 and 2) the company has the policy to control expenses continuously.

Directors and executives' remuneration amounted to 11.9 million baht, a decrease from 2019 with expenses of 13.8 million baht, a decrease of 1.9 million baht or a 13.8% decrease.

Expected Credit Losses According to New Accounting Standards (TFRS9)

In the year 2020, the company recorded revenues according to Financial Reporting Standards No. 9 (TFRS 9), resulting in a different revenue recognition method from the period ended December 31, 2019. The company recorded ECL (Expected credit losses) according to the new accounting standard (TFRS9) instead of recording bad debts and doubtful accounts in 2019.

As of the end of 2020, there was an expected credit loss of 128.3 million baht, an increase from 2019, which is bad debt and doubtful accounts. The expected credit losses are items of hire purchase receivables of 58.2 million baht and are items of loans receivables of 36.3 million baht and a loss from the transfer of receivables to foreclosed assets 33.8 million baht. The company records the assets foreclosed transactions at market price on the day the debtor is transferred to foreclosed assets to reflect the real value.

These expenses are recognized by the allowance for impairment by using an allowance model that takes into account the entity's future expectations without the need to wait for a credit incident to happen, the said expense will be recorded as an expected credit loss which is in accordance to the Financial Reporting Standards No. 9 announced on 1 January 2020.

Financial cost

As of the end of 2020, the company had finance costs of 43.7 million baht, an increase from the year 2019, which was 40.5 million baht or 7.9%, due to the company borrowing from financial institutions and issuing debentures to expand additional loans, causing the company to have more financial costs.

Income tax expenses

As of the end of 2020, the company has no income tax recording because the company still has residual tax losses that can be deducted against the company's profit.

Net profit

At the end of 2020, the company had a net profit of 40.8 million baht, down from the year 2019, which was 55.6 million baht, a decrease of 26.6% as the company increased stricter screening for quality customers and the company recorded the expected credit losses in accordance with the new accounting standard (TFRS9).

Analysis of financial position

Unit : Million Baht	Q4/2563	%Asset	Q3/2563	%Asset	Q4/2562	%Asset
Cash and equivalents	247.3	10.9%	302.1	13.5%	191.8	8.2%
Receivables	1,825.0	80.7%	1,770.7	79.1%	2,012.4	85.7%
Mortgaged loan receivables	3.7	0.2%	-	0.0%	-	0.0%
Factoring receivables	-	0.0%	-	0.0%	13.2	0.6%
Hire purchase receivables	1,573.0	69.6%	1,522.1	68.0%	1,599.1	68.1%
Car for cash receivables	4.8	0.2%	4.9	0.2%	2.7	0.1%
Personal loans receivables	2.0	0.1%	2.0	0.1%	2.2	0.1%
Loans receivables	241.5	10.7%	241.7	10.8%	395.2	16.8%
Purchase of receivables	0.1	0.0%	0.1	0.0%	0.1	0.0%
Property, plant and equipment	48.6	2.1%	58.2	2.6%	32.1	1.4%
Deferred tax asset	28.1	1.2%	28.1	1.3%	28.1	1.2%
Other assets	112.0	5.0%	79.3	3.5%	83.0	3.5%
Total assets	2,260.9		2,238.5		2,347.4	
Total Liabilities	579.4	25.6%	582.2	26.0%	568.4	24.2%
Total equity	1,681.5	74.4%	1,656.3	74.0%	1,779.0	75.8%

Assets

Cash and equivalents

As of the end of 2020, the company had cash and equivalents in the amount of 247.3 million baht, an increase of 55.5 million baht from the year 2019 due to the increase in cash from debt collection. Some of the debentures were repaid and new debentures were issued. There is a tightening of new loans, resulting in a decrease in the use of cash flow for expanding loans.

Hire purchase receivables

At the end of 2020, the company had hire purchase receivables of 1,573.0 million baht, a decrease of 26.1 million baht from the year of 2019, or a 1.6% decrease due to the changing economic conditions from the COVID-19 virus epidemic, causing the company to be more careful in releasing new credit, causing the new credit receivables to drop while the other debtor has paid normal debt repayment. As a result, the total hire-purchase receivables balance has been reduced. In addition, the application of Financial Reporting Standards No. 9 (TFRS9) from January 1, 2020, requires the company to record expected credit losses instead of bad debts and doubtful accounts for retail hire purchase receivables amount of 44.5 million baht when deducting the expected credit losses. As a result, the net hire purchase receivables have also decreased.

New retail hire purchase loans in 2020 amounted to 511.1 million baht, a decrease from the amount of 904.2 million baht or 43.5% lower than that of the year 2019 due to the COVID-19 virus outbreak, causing the company to be affected in travel to visit customers to make transactions. In the meantime, the company has been stricter in screening more qualified customers, causing the new loan amount to drop.

Car for cash receivables

As of the end of 2020, the company has car for cash receivables of 4.8 million baht, an increase of 2.1 million baht from 2019, or 77.8%. Such a car for cash loans is a new business that started in the third quarter of 2019, which was affected from the strictness in providing credit as well.

Mortgaged loan receivables

As of the end of 2020, the company had a total of 3.7 million baht of mortgaged loan receivables, a new business that began operations in December 2020, in order to diversify to meet customer needs.

Personal loan receivables

At the end of 2020, the company had personal loan receivables of 2.0 million baht, a decrease of 0.2 million baht, or a 10% decrease from the end of 2019, which was 2.2 million baht, like the company did not focus on expanding such loans.

Loan Receivables (SME Loan)

As of the end of 2020, the company has outstanding SME Loan receivables amounting to 241.5 million baht, a decrease of 153.7 million baht from the year 2019, or 38.9% decrease in part due to debt repayment. And another part from the anticipated credit losses recorded on the loan on January 1, 2020 according to the new accounting standard of 90.5 million baht.

Hire purchase receivable quality

As of the end of 2020, the company had hire purchase receivables outstanding over 3 installments (3 months) amounting to 73.4 million baht or 4.5% of total net hire purchase receivables. An increase of 7.5 million baht from the end of 2019 with the outstanding hire purchase receivables over 3 installments equal to 65.9 million baht, due to an increase in the impact of the COVID-19 outbreak. The company recorded expected credit losses of 66.6 million baht or 4.1% of total hire purchase receivables.

Liabilities

As of the end of 2020, the company had total liabilities of 579.4 million baht, an increase of 11.0 million baht, or an increase of 1.9% from the end of 2019.

Most of the total liabilities consisted of debentures and borrowings from financial institutions. The company is obligated to pay the debt under the loan agreement which at present the company is able to pay the debt normally.

Debt to Equity Ratio (D/E Ratio) = 0.34 times

Equity

As of the end of 2020, the company has shareholders' equity of 1,681.5 million baht, a decrease of 97.5 million baht or 5.5% from the end of 2019, with details as follows:

1. On January 1, 2020, the company adopted the new Financial Reporting Standard (TFRS9), forcing the company to revise its principles on the classification and measurement of financial assets and impairment of financial assets. Causing differences between the traditional accounting records with recording according to the new accounting standard, it is an expected credit loss of 138.2 million baht, which accounting standards require the company to record the account by deducting the full amount of retained earnings. This caused the retained earnings (Not allocated) to decrease by the same amount. And thus the shareholders' equity as of January 1, 2020 remains 1,640.7 million baht. It is the only occurrence of a change in accounting standards.

2. During the year 2020, from the 1st of January to the 31st of December, the company had a net profit of 40.8 million baht, leading to an increase in the shareholders' equity.

Liquidity Analysis

Unit : Million Baht	2018	2019	2020
Net cash provided by (used in) operating activities	(331.81)	(197.46)	85.18
Net cash provided by (used in) investing activities	34.66	3.84	(57.47)
Net cash provided by (used in) financing activities	331.57	170.29	(30.43)
Net cash flow increase (decrease)	34.43	(23.33)	(2.72)

Net cash flow at the end of 2020 has decreased from the ended of 2019 in the amount of 2.7 million baht because the expanding in hire purchase business under the credit carefully consideration due to the COVID-19 situation. Cash acquired in operating activities of 85.18 million baht from debt collection, and there is a cash flow used in financing activities due to debenture repayment.

Financial Ratio

Financial Ratio	Unit	Yearly		
		31 Dec 2018	31 Dec 2019	31 Dec 2020
Liquidity Ratio				
Liquidity Ratio	Times	4.98	1.49	2.18
Profitability Ratio				
Interest Rate Income	%	29.38%	16.96%	19.53%
Interest Rate Expenses	%	3.81%	9.27%	10.00%
Interest Spread	%	25.57%	7.69%	9.53%
Gross Profit Margin	%	98.50%	88.08%	88.73%
Net Profit Margin	%	40.05%	16.39%	10.52%
Return on equity	%	11.45%	3.18%	2.36%
Return on Asset	%	9.95%	2.48%	1.77%
Financial Policy Analysis Ratio				
Debt to Equity Ratio	Times	0.24	0.32	0.34
Interest Coverage Ratio	Times	31.50	2.61	2.42
Asset Quality Ratio				
Allowance for doubtful account to total loan Ratio	%	25.46%	11.48%	11.16%

Note ! Due to the interest rate income received from interest income, account receivable and interest-bearing assets, the interest income in 2018 higher than normal because the Company has received special interest income from bad debt repayment amount of 230.3 million baht, resulting in higher than normal interest income up to 29.38%

Profitability Ratio

The Financial Statements at the ended of 31 December 2020, the Company has gross profit and net profit margins at 88.73% and 10.52%, respectively, compare with 2019 which had gross profit and net profit margins at 88.08% and 16.39%, respectively. It can be seen that the Company's gross profit margin has slightly increased, but the net profit margin decreased due to the recording in expected credit losses according to the new accounting standard (TFRS9).

Liquidity Ratio

As of 31 December 2020, the Company quick turnover ratio and cash flow liquidity ratio is 0.76 times and 0.25 times, respectively, compare with 2019 which was 0.55 times and (0.80) times, respectively. The cash flow liquidity ratio increased because the increased in current assets while current liabilities was slightly decreased by 23.74 million baht from matured debentures repayment, and issue new debentures in decreasing amounts.

Debt to Equity Ratio

As of 31 December 2020, the Company had debt to equity ratio 0.34 times which increased from 0.32 times at the ended of 2019 due to an increase in lease liabilities in accordance with TAS16 and the decreased in equity according to expected credit losses booking on 1 January 2020 in accordance with TFRS9.

Ratio of interest income and interest expenses

As of 31 December 2020, the interest spread ratio was 9.53%, an increased of 23.92% from the ended of 2019 which was 7.69%, due to the increased in the interest income from the recognizing interest income in accordance with TFRS9 which still recognized interest income from credit impairment financial assets.

Share Capital

At 31 December 2020, the Company total equity is 1,681.54 million baht, decreased 97.48 million baht from the year 2019, since the Company has recorded an expected credit loss of 138.25 million baht in accordance with the new accounting standard (TFRS9) in early 2020, and the company had net profit 40.77 million baht in 2020, resulting in retaining earning 29.95 million baht, decreased 99.53 million baht, and legal reserve 14.14 million baht, increased 2.05 million baht from 2019.





Related Parties and Connected 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.

The Company is held 18.08% of shares by Thongtang family who is the majority shareholder.

The followings are relationships of the Company and related parties.

Name of entities	Country of incorporation/ nationality	Business	Nature of relationships
SGF Asset Management Company Limited	Thailand	Purchase or transfer of loan receivables	Subsidiary
SGF Service Management Company Limited	Thailand	Providing financial advice service	Subsidiary
WTH Holdings Company Limited	Thailand	Providing services related to building and place	Same shareholder
Wichaithongtang Law Office Company Limited	Thailand	Providing legal counsel	Same shareholder

The following transactions were carried out with related parties:

a) Outstanding balances

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	31 December 2019 Baht	31 December 2020 Baht	31 December 2019 Baht
<u>Other advance payment</u>				
SGF Asset Management Company Limited	-	-	15,100	15,100
<u>Accrued interest expense</u>				
SGF Asset Management Company Limited	-	-	-	151,002
SGF Service Management Company Limited	-	-	12,000	6,040

b) Borrowings from subsidiaries

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	31 December 2019 Baht	31 December 2020 Baht	31 December 2019 Baht
<u>Borrowing</u>				
SGF Asset Management Company Limited	-	-	-	25,000,000
SGF Service Management Company Limited	-	-	1,000,000	1,000,000

The loans from subsidiaries were provided interest rate 1.2% annually, and there were repayment at call.

c) Expenses to related parties

	Consolidated financial statements		Separate financial statements	
For the year ended 31 December	2020 Baht	2019 Baht	2020 Baht	2019 Baht
<u>Interest expenses</u>				
SGF Asset Management Company Limited	-	-	74,590	224,359
SGF Service Management Company Limited	-	-	12,000	8,974

For the year ended 31 December		Consolidated and Separate financial statements	
		2020 Baht	2019 Baht
	Pricing policies		
<u>Same shareholder companies</u>			
Wichaithongtang law office Co., Ltd.			
Legal advisor fees	Agreed price, as discussed on the agreement	600,000	600,000
WTH Holding Limited			
Building rental and expenses	Agreed price, as discussed on the agreement	1,786,680	1,767,000
Service expenses	Agreed price, as discussed on the agreement	1,340,010	1,210,800

d) Remuneration of Directors and Executives

Remuneration of Directors and Executives for the Group for the year ended 31 December 2020 and 2019 are as follows:

For the year ended 31 December	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Short-term benefits		
- Directors remuneration	2,092,000	1,771,000
- Management remuneration	9,841,535	9,130,966
Post-employment benefits	252,447	1,004,239
Total	12,185,982	11,906,205

Necessities and reasons of transactions

For transactions between the company and related companies, we apply the criteria of credit line, interest rate and important conditions accordance with the credit standards approval which are also applied to other customers in general by presenting a process to determine the size of credit line, the related person had to declare the fact to the meeting and did not involve in consideration of such matter.

The audit committee was of the opinion regarding the above transaction that it was a normal credit approval, like for other customers. The legal advisor expenses are less than the others company legal advisor, therefore, the audit committee had no observations in this matter.

Future transaction measures

We developed the criteria for related transactions in the future. The related transactions shall require the approval from the credit committee, board of management or board of directors, as the case may be, and the audit committee shall express the opinion on such related transactions. (as per the details of policy of related transactions on the company's website : www.sgfcap.com)





Responsibilities of the Board of Directors for Financial Report

The Board recognizes its duties and responsibility for directing a listed company, particularly the responsibility for financial statements of the Company and its subsidiaries – including financial information that appears in the annual report of 2020. Such statements have been prepared under generally accepted accounting standards, which regularly complies with a suitable accounting policies. There are accounting information that is accurate, complete, sufficiently transparent, adequate significant information has been disclosed in the disclosed in the notes to these financial statements, audited and unqualified opinion from independent auditor. The financial statements therefore reflect the financial status, income and expenses, true cash flow of the Company.

The Audit Committee, acting on behalf of the Board, has been assigned responsibility for the quality of financial report and internal control system, and its opinion duty appear in its own report found in the publication.

It is our view that the Company's overall internal control system is satisfactory and can reasonably ensure that the financial statements of the Company and its subsidiaries for the year ended 31 December 2020, showed accurate financial report, accordance with financial reporting standards, law and regulations.

Mr. Pinit Wuthipand
Chairman of the Board

Mr. Kannanat Boonsunanondha
Chief Executive Officer



Audit Committee's Report

The Audit Committee of SGF Capital Public Company Limited has been appointed from Board of Directors. The Audit Committee has comprised 3 independent directors as follow:

- | | |
|----------------------------|-----------------------------|
| 1. Mr. Pinit Wuthipand | Chairman of Audit Committee |
| 2. Mrs. Supanut Pongserm | Audit Committee Member |
| 3. Mr. Piphat Inphongphant | Audit Committee Member |

Ms. Nattiya Saiting, Assistant Vice President, Internal Audit Department be secretary of the meeting, and minute's taker.

The Audit Committee has performed the duties which delegated by the Board of Directors in accordance with Securities and Exchange Act, announcement of the Stock Exchange of Thailand which specified in the charter of the company's committee.

In 2020, the Audit Committee held the meeting; 4 times totally, with management team, internal control team, and auditor on the agenda. There is the summary meeting report which proposed to Board of Directors for acknowledgement in every time of meeting. One of the meetings was held exclusively for auditor, without management team. We can summarize substantial affair during the past year as follow:

1. Financial Reports

The Audit Committee has reviewed preparation of quarterly financial statements and the company's annual financial statements, the company's consolidated financial statement, and the company's subsidiary with auditor, management team, and internal control team. Auditor gives unqualified opinion to the company's financial report because of adequate information disclosure, timeliness, advantage for user of the company's financial report. Auditor also provides the suggestion, and the helpful opinion for accurate; and reliable of the company's financial statement, and ensures that financial information is in accordance with the law and accounting standards.

2. Internal Control System and Internal Audit

The Audit Committee has reviewed adequacy of the internal control system and the risk management of the company and the company's subsidiary by considering operations, property care, prevention of mistakes, damages or corruption, including compliance with laws and regulations, and review of reports of internal audit and the auditor, as well as results of critical issue improvement to assess appropriateness, effectiveness of the internal control system and the risk management of the company, the management department's compliance with policy and the authorized power defined.

3. Compliance

The Audit Committee has reviewed the company's operations in accordance with the Securities and Exchange Act, regulations of the Stock Exchange of Thailand, and the law related to the business of the company; and acknowledged changes of the rules affecting the business of the company.

4. Risk Management

The Audit Committee has recognized the importance of risk management as it is considered an essential factor of business operations. Admittedly, changes of external factors, for example, economic slowdown, political uncertainty, and social chaos, can cause a direct impact to the Company. Hence, it is significant for the Company to develop effective policies to minimize risks and pave the way for sustainable growth.

5. Connected Transactions or Potential Conflict of Interest

In 2020, the Audit Committee had reviewed the connected transactions of the company. Normal business transactions or conditional transactions of the company have been formally approved by the Board of Directors. For other transactions, the Audit Committee has considered that the transactions were necessary and reasonably; and provided the maximum benefit to the company. The company has disclosed the information as prescribed in the note to financial statements.

6. Selection of Auditors and Remuneration

The Audit Committee has selected and considered remuneration of the auditor company in 2020, PricewaterhouseCoopers ABAS Co., Ltd., based on of the auditor's qualifications, knowledge, ability, experience, and independence as requiring by the SET, including each proposed audit fee.

Therefore, PricewaterhouseCoopers ABAS Co., Ltd. should be appointed as the company's auditor. It has been approved by the Board of Directors and by the shareholders meeting to appoint PricewaterhouseCoopers ABAS Co., Ltd. as the company's auditor at the Annual General Meeting of Shareholders of 2020 and determined the annual audit fee of 2,950,000.00 baht (Two million and nine hundred fifty thousand baht only) in 2020.

List of auditors are as following:

Auditor Name	CPA No.	The person who audited the Company's financial statement
Mr. Boonlert Kamolchanokkul	5339	signature
Mr. Paiboon Tunkul	4298	-
Ms.Sakuna Yamsakul	4906	-

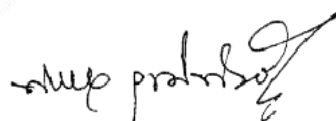
7. Corporate Governance

The Audit Committee has reviewed and evaluated corporate governance so that the company manages in accordance with the Principles of Good Corporate Governance of Listed Companies on the Stock Exchange of Thailand to build confidence and reliability to the stakeholders.

8. Self Assessment

The Audit Committee has self-assessed by comparing with good practices. Based on the results of the assessment in 2020, the Audit Committee performed its duties as specification in the Audit Committee Charter and performances consistent with the good practices of the Stock Exchange of Thailand. This has contributed to strengthen good corporate governance effectively.

The Audit Committee has performed its duty assigned from Board of Directors by using knowledge, ability, and carefulness for highest benefit of the company and all group of stakeholders. The Audit Committee expressed their opinion that in accounting period which ending at 31 December 2020, the company had fairness in preparing financial statement, abide by accounting standards, and disclose adequate information.



Mr. Pinit Wutipphan
Chairman of Audit Committee



Independent Auditor's Report

To the shareholders of SGF Capital 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 SGF Capital 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 and 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.

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: allowance for expected credit losses of hire purchase, car for cash loan, loan, and mortgaged loan receivables. This 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 this matter.

Key audit matter	How my audit addressed the key audit matter
<p>Allowance for expected credit losses of hire purchase, car for cash loan, loan, and mortgaged loan receivables</p> <p>Referring to Note 8 to the financial statements for critical accounting estimates, assumptions and judgements, Note 14 to the financial statements for mortgaged loan receivables, Note 15 to financial statements for hire purchase receivables, and Note 16 to the financial statements for car for cash loan receivables and Note 18 to the financial statements for loan receivables.</p> <p>The mentioned receivables in combine contributed 81% to the Group's total assets as at 31 December 2020, which management estimated the allowance for expected credit losses of all the receivables by applying both quantitative information and qualitative factors. As a result, the allowance for credit losses is significant amount to the financial statements.</p> <p>I focused on this matter because the allowance for expected credit loss model under Thai Financial Reporting Standard 9 - Financial Instruments requires the use of complex models and significant assumptions about future economic conditions and debtors' ability to pay.</p> <p>Also, the significant management judgements in estimating allowance for expected credit losses include:</p> <ul style="list-style-type: none"> - Building collective assessment models to calculate the allowance for expected credit losses and applying judgement in determining the appropriate construct of the model. - Significant assumptions and data such as expected future cash flows and appraisal value of collaterals for individual assessment to calculate the expected credit losses. - Management assumptions used in setting up management overlays. <p>In addition, management applied additional aid measures for debtors during the COVID-19 pandemic by changing repayment conditions such as extending the repayment period or debt restructuring as appropriate, and maintaining debtors in the current stage following the temporary relief measures for entities assisting debtors affected by the situation impacting the Thai economy announced by the Federation of Accounting Professions (TFAC) which affects the staging of debtors and allowance for expected credit losses.</p>	<p>I evaluated management's judgement in determining the allowance for expected credit losses of hire purchase, car for cash loan, loan, and mortgaged loan receivables by enquiring with management about the method used and the assumptions made. I also obtained an understanding of management's process and basis in setting up the allowance for expected credit losses of hire purchase, car for cash loan, loan, and mortgaged loan receivables.</p> <p>I evaluated the appropriateness of the collective assessment model calculation for the expected credit losses on loans to customers whether it is in accordance with Thai Financial Reporting Standard 9.</p> <p>I evaluated the design of operating controls and tested the effectiveness of those controls over the allowance for expected credit losses as follows:</p> <ul style="list-style-type: none"> • the control over the completeness and accuracy of significant input data for the model calculation. • the control over recording the allowance for expected credit loss from models to general ledger. • IT controls for receivable data and aging. <p>I did not find any exceptions from my testing. I also performed the following further procedures:</p> <ul style="list-style-type: none"> • I tested the accuracy of staging for the debtors under COVID-19 relief measures according to the temporary relief measures for entities assisting debtors affected by the situation impacting the Thai economy announced by the Federation of Accounting Professions (TFAC). • I tested the accuracy and appropriateness of expected cash flows for the calculation of allowance for expected credit losses using individual assessment, including the valuation of expected value from collaterals. • For collateral valuations performed by the professional valuers, I assessed the valuers' qualifications and I selected samples of those valuations to test that management used the latest valuations in the calculation of allowances for expected credit losses. In addition, I also tested the accuracy of the collateral values used in the expected credit loss models. • I assessed and evaluated the reasonableness of management overlays by obtaining an understanding of the procedures applied, examining the evidences of approval by management, and testing the calculation. • I tested the calculation for the allowance for expected credit losses and agreed the results with the general ledger. <p>Based on the above procedures, models and assumptions used in the estimation of allowance for expected credit losses are appropriate according to the supporting evidence.</p>

Emphasis of matter

I draw attention to Note 6 of the 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. My opinion is not modified in respect to this matter.

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.



Boonlert Kamolchanokkul

Certified Public Accountant (Thailand) No. 5339

Bangkok

25 February 2021

SGF Capital Public Company Limited
Statements of Financial Position
As at 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Assets					
Current assets					
Cash and cash equivalents	11	36,748,922	39,464,877	36,745,899	39,333,329
Restricted cash	12	-	10,000,000	-	10,000,000
Financial assets measured at fair value through profit or loss	5, 13	210,506,679	-	210,506,679	-
Short term investments		-	152,343,293	-	152,343,293
Mortgaged loan receivables, net	14	3,680,785	-	3,680,785	-
Current portion of hire purchase receivables, net	15	431,395,329	289,591,019	431,395,329	289,591,019
Current portion of car for cash receivables, net	16	1,749,655	1,066,451	1,749,655	1,066,451
Current portion of personal loans receivables, net	17	1,005,076	1,293,289	1,005,076	1,293,289
Current portion of loans receivables, net	18	8,936,306	10,995,461	8,936,306	10,995,461
Other current assets		17,950,515	17,591,569	17,965,459	17,605,085
Total current assets		711,973,267	522,345,959	711,985,188	522,227,927

Director

Director

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Financial Position (Cont'd)
As at 31 December 2020

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Assets (Cont'd)					
Non-current assets					
Restricted cash	12	23,500,000	14,127,135	23,500,000	14,127,135
Factoring receivables, net		-	3,164,206	-	3,164,206
Hire purchase receivables, net	15	1,141,578,052	1,309,504,652	1,141,578,052	1,309,504,652
Car for cash receivables, net	16	3,003,232	1,610,365	3,003,232	1,610,365
Personal loans receivables, net	17	970,624	883,205	970,624	883,205
Loans receivables, net	18	232,558,635	384,232,926	232,558,635	384,232,926
Investments in subsidiaries	20	-	-	999,500	25,999,200
Loan receivables from purchase of receivables, net		85,538	85,538	85,538	85,538
Investment property		73,500	118,500	73,500	118,500
Foreclosed assets, net	21	53,576,819	35,982,107	53,576,819	35,982,107
Property, plant and equipment, net	5, 22	48,562,561	32,069,849	48,562,561	32,069,849
Intangible assets, net	23	14,214,987	9,677,614	14,214,987	9,677,614
Deferred tax asset	24	28,099,265	28,099,265	28,099,265	28,099,265
Other non-current assets		2,732,702	5,526,456	2,732,702	5,526,456
Total non-current assets		1,548,955,915	1,825,081,818	1,549,955,415	1,851,081,018
Total assets		2,260,929,182	2,347,427,777	2,261,940,603	2,373,308,945

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Financial Position (Cont'd)
As at 31 December 2020

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Liabilities and equity					
Current liabilities					
Current portion of long-term borrowing	25	275,122,791	309,864,194	275,122,791	309,864,194
Borrowings from subsidiaries	35	-	-	1,000,000	26,000,000
Current portion of lease liabilities	26	8,253,629	1,519,581	8,253,629	1,519,581
Deposit payables		1,169,803	1,169,803	1,169,803	1,169,803
Accrued interest expenses		4,566,948	5,514,856	4,578,948	5,671,898
Other current liabilities	27	36,771,400	31,554,176	36,760,900	31,469,096
Total current liabilities		325,884,571	349,622,610	326,886,071	375,694,572
Non-current liabilities					
Long-term borrowings	25	223,407,709	207,832,255	223,407,709	207,832,255
Lease liabilities	26	20,735,857	2,518,937	20,735,857	2,518,937
Employee benefit obligations	28	9,358,939	8,432,084	9,358,939	8,432,084
Total non-current liabilities		253,502,505	218,783,276	253,502,505	218,783,276
Total liabilities		579,387,076	568,405,886	580,388,576	594,477,848

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Financial Position (Cont'd)
As at 31 December 2020

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Liabilities and equity (Cont'd)					
Equity					
Share capital					
Authorised share capital					
Preference shares, 4 shares					
at par value of Baht 1.25 each					
		5	5	5	5
Ordinary shares, 1,310,000,000 shares					
at par value Baht 1.25 each					
		1,637,500,000	1,637,500,000	1,637,500,000	1,637,500,000
Issued and paid-up share capital					
Preference shares, 4 shares					
paid-up of Baht 1.25 each					
		5	5	5	5
Ordinary shares, 1,310,000,000 shares					
paid-up at Baht 1.25 each					
		1,637,500,000	1,637,500,000	1,637,500,000	1,637,500,000
Retained earnings					
Appropriated					
Legal reserve					
29		14,142,847	12,094,206	14,142,847	12,094,206
Unappropriated					
		29,950,797	129,479,223	29,960,718	129,288,429
Other components of equity					
		(51,543)	(51,543)	(51,543)	(51,543)
Total equity		1,681,542,106	1,779,021,891	1,681,552,027	1,778,831,097
Total liabilities and equity		2,260,929,182	2,347,427,777	2,261,940,603	2,373,308,945

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Comprehensive Income
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Revenues					
Interest income	30	374,026,818	324,892,347	374,026,812	324,891,282
Fees and services income		13,367,992	14,569,487	13,367,992	14,569,487
Other income		11,524,823	2,837,089	11,520,981	2,906,284
Total revenues		398,919,633	342,298,923	398,915,785	342,367,053
Expenses					
Administrative expenses	32	174,225,630	182,794,763	173,934,477	182,723,423
Expected credit losses		128,321,695	-	128,321,695	-
Bad debts and doubtful debts expenses		-	50,123,584	-	50,123,584
Directors remuneration		2,092,000	2,303,000	2,092,000	2,303,000
Management remuneration	32	9,841,535	11,506,951	9,841,535	11,506,951
Reversal on other expense		-	(1,515,308)	-	(1,515,308)
Total expenses		314,480,860	245,212,990	314,189,707	245,141,650
Profit before finance cost and income tax expense		84,438,773	97,085,933	84,726,078	97,225,403
Finance costs	31	43,666,664	40,479,317	43,753,254	40,802,911
Profit before income tax expense		40,772,109	56,606,616	40,972,824	56,422,492
Income tax	33	-	981,583	-	932,853
Profit for the year		40,772,109	55,625,033	40,972,824	55,489,639

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Comprehensive Income (Cont'd)
For the year ended 31 December 2020

	Notes	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Other comprehensive income for the period, net of tax					
Items that will not be reclassified to profit or loss					
Remeasurements of employee benefit obligations	28	-	163,214	-	163,214
Income tax on items that will not be reclassified to profit or loss		-	(32,643)	-	(32,643)
Total items that will not be reclassified to profit or loss		-	130,571	-	130,571
Total comprehensive income for the year		<u>40,772,109</u>	<u>55,755,604</u>	<u>40,972,824</u>	<u>55,620,210</u>
Earnings per share					
Basic earnings per share (Baht)	34	0.0311	0.0425	0.0313	0.0424

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Changes in Equity
For the year ended 31 December 2020

Consolidated financial statements					
Notes	Issued and paid-up share capital Baht	Retained earnings (Deficits)		Other components of equity Baht	Total equity Baht
		Appropriated - legal reserve Baht	Unappropriated Baht		
Balances at 1 January 2019	1,637,500,005	9,319,724	76,628,672	(182,114)	1,723,266,287
Total comprehensive income for the year	-	-	55,625,033	130,571	55,755,604
Transfer to Appropriated retained earnings - legal reserve	29	-	2,774,482	(2,774,482)	-
Balances at 31 December 2019	<u>1,637,500,005</u>	<u>12,094,206</u>	<u>129,479,223</u>	<u>(51,543)</u>	<u>1,779,021,891</u>
Balances at 1 January 2020 - previously reported	1,637,500,005	12,094,206	129,479,223	(51,543)	1,779,021,891
Impacts from first time adoption of the new financial reporting standards	5	-	(138,251,894)	-	(138,251,894)
Opening balance at 1 January 2020 - restated	1,637,500,005	12,094,206	(8,772,671)	(51,543)	1,640,769,997
Total comprehensive income for the year	-	-	40,772,109	-	40,772,109
Transfer to Appropriated retained earnings - legal reserve	29	-	2,048,641	(2,048,641)	-
Balances at 31 December 2020	<u>1,637,500,005</u>	<u>14,142,847</u>	<u>29,950,797</u>	<u>(51,543)</u>	<u>1,681,542,106</u>

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Changes in Equity (Cont'd)
For the year ended 31 December 2020

		Separate financial statements				
		Issued and paid-up share capital	Retained earnings (Deficits)		Other components of equity	Total equity
Notes	Baht	Baht	Appropriated - legal reserve Baht	Unappropriated Baht	Baht	Baht
Balances at 1 January 2019		1,637,500,005	9,319,724	76,573,272	(182,114)	1,723,210,887
Total comprehensive income for the year		-	-	55,489,639	130,571	55,620,210
Transfer to Appropriated retained earnings - legal reserve		29	-	2,774,482	(2,774,482)	-
Balances at 31 December 2019		1,637,500,005	12,094,206	129,288,429	(51,543)	1,778,831,097
Balances at 1 January 2020 - previously reported		1,637,500,005	12,094,206	129,288,429	(51,543)	1,778,831,097
Impacts from first time adoption of the new financial reporting standards		5	-	-	(138,251,894)	(138,251,894)
Opening balance at 1 January 2020 - restated		1,637,500,005	12,094,206	(8,963,465)	(51,543)	1,640,579,203
Total comprehensive income for the year		-	-	40,972,824	-	40,972,824
Transfer to Appropriated retained earnings - legal reserve		29	-	2,048,641	(2,048,641)	-
Balances at 31 December 2020		1,637,500,005	14,142,847	29,960,718	(51,543)	1,681,552,027

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements 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		40,772,109	56,606,616	40,972,824	56,422,492
Adjustments for:					
Depreciation and amortisation		17,278,380	8,649,253	17,278,380	8,649,253
Expected credit losses		128,321,695	-	128,321,695	-
Bad debts and doubtful accounts		-	50,123,584	-	50,123,584
Reversal on allowance for impairment of foreclosed assets		(53,494)	(3,742,289)	(53,494)	(3,742,289)
Gains from changes in fair value of financial assets	13	(849,577)	-	(849,577)	-
Fair value gain on trading investments	13	-	(2,710,198)	-	(2,710,198)
Gains from disposals of foreclosed assets		(8,489,077)	(1,515,308)	(8,489,077)	(1,515,308)
Gains from disposals of investment property		(147,510)	-	(147,510)	-
Gains from investment in subsidiaries		-	-	-	(69,633)
Gains from sale of subsidiary	20	(1,303,842)	-	(1,300,300)	-
Losses (gains) from disposals of equipment		1,645,427	(80,790)	1,645,427	(80,790)
Gains on lease termination		(192,966)	-	(192,966)	-
Employee benefit expenses		1,979,656	3,360,371	1,979,656	3,360,371
Interest income		(373,678,326)	(324,892,347)	(373,678,321)	(324,891,282)
Finance costs		43,666,664	40,479,317	43,753,254	40,802,911
Loss from operations before changes in working capital		(151,050,861)	(173,721,791)	(150,760,009)	(173,650,889)
Changes in working capital:					
Factoring receivables		300,000	50,014	300,000	50,014
Mortgaged loan receivables		(3,657,336)	-	(3,657,336)	-
Hire purchase receivables		(111,147,152)	(549,715,112)	(111,147,152)	(549,715,112)
Car for cash loans receivables		(2,078,280)	(2,650,305)	(2,078,280)	(2,650,305)
Personal loans receivables		112,402	678,124	112,402	678,124
Loans		33,211,806	263,113,356	33,211,806	263,113,356
Finance lease receivables		-	1	-	1
Other current assets		1,816,883	(4,761,067)	1,819,501	(4,334,664)
Loan receivables from purchase of receivables		-	96,373	-	96,373
Foreclosed assets		(9,052,141)	(13,845,409)	(9,052,141)	(13,845,409)
Other non-current assets		1,093,754	(2,373,052)	1,093,754	(2,373,052)
Deposit payables		-	(15,684,115)	-	(15,684,115)
Employee benefit obligations		(1,052,801)	(38,006)	(1,052,801)	(38,006)
Other current liabilities		2,321,578	(3,089,481)	2,360,004	(3,038,411)
Cash flows used in operating activities		(239,182,148)	(501,940,470)	(238,850,252)	(501,392,095)
Interest received		365,755,364	340,688,900	365,755,359	340,687,835
Interest paid		(41,274,739)	(28,390,941)	(41,506,371)	(28,699,060)
Income tax paid		(115,611)	(7,816,181)	(115,551)	(7,791,731)
Net cash generated from (used in) operating activities		85,182,866	(197,458,692)	85,283,185	(197,195,051)

The accompanying notes are an integral part of these consolidated and separate financial statements.

SGF Capital Public Company Limited
Statements of Cash Flows (Cont'd)
For the year ended 31 December 2020

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2020	2019	2020	2019
		Baht	Baht	Baht	Baht
Cash flows from investing activities					
Proceeds from disposals of short-term investments	13	302,686,191	295,917,693	302,686,191	295,917,693
Cash paid for purchase of short-term investments	13	(360,000,000)	(285,000,000)	(360,000,000)	(285,000,000)
Cash paid for investing in restricted cash		627,135	(16,740)	627,135	(16,740)
Cash paid for purchase of plant, property and equipment		(342,786)	(3,962,549)	(342,786)	(3,962,549)
Cash paid for purchase of intangible assets		(2,784,194)	(4,111,573)	(2,784,194)	(4,111,573)
Cash received from disposals of investment property		200,000	-	200,000	-
Cash received from investment in subsidiaries		-	-	-	15,068,133
Proceeds from disposals of investment in subsidiaries		1,271,794	-	1,300,000	
Proceeds from disposals of equipment		871,048	1,013,991	871,048	1,013,991
Net cash generated from (used in) investing activities		(57,470,812)	3,840,822	(57,442,606)	18,908,955
Cash flows from financing activities					
Cash paid to borrowings from subsidiaries		-	-	-	(15,000,000)
Cash paid to short-term borrowings from other company		-	(75,000,000)	-	(75,000,000)
Cash received from long-term borrowings from other company		269,200,000	284,390,995	269,200,000	284,390,995
Cash paid to long-term borrowings from other company		(290,005,782)	(37,581,803)	(290,005,782)	(37,581,803)
Cash paid for finance lease		(9,622,227)	(1,522,249)	(9,622,227)	(1,522,249)
Net cash generated from (used in) financing activities		(30,428,009)	170,286,943	(30,428,009)	155,286,943
Net decrease in cash and cash equivalents					
Cash and cash equivalents at the beginning of the year		39,464,877	62,795,804	39,333,329	62,332,482
Cash and cash equivalents at the end of the year	11	36,748,922	39,464,877	36,745,899	39,333,329
Non-cash items					
Payables from purchase of intangible asset		2,931,800	-	2,931,800	-
Transfer of borrowing from subsidiaries to external party as agreed in sale and purchase agreement		25,000,000	-	25,000,000	-
Acquisition of right-of-use assets		34,573,195	-	34,573,195	

The accompanying notes are an integral part of these consolidated and separate financial statements.

1 General information

SGF Capital Public Company ('the Company') is a public limited company which is listed on the Market for Alternative Investment (MAI). The Company is incorporated and domiciled in Thailand. The address of the Company's registered office is as follows:

121 4th floor WTH Building, Vibhavadi Rangsit Road, Sam sen Nai, Payathai District, Bangkok 10400.

The principal business operations of the Company and its subsidiaries (together "the Group") are providing funds in the forms of hire purchase, car for cash, mortgaged loan, loans, personal loans and factoring.

These consolidated and separate financial statements were authorised by the board of directors on 25 February 2021.

2 Significant events during the current period

The outbreak of Coronavirus Disease 2019 ("COVID-19 pandemic") in early 2020 has caused the economic slowdown which affected the Group's the new credit amount approvals and debt collections. Therefore, the Group has issued stricter policies for new credit approvals that causes the amount of new hire purchase loans to be decreased. Existing account receivables also have affected from their repayment ability; however, the Group has closely tracked the status of accounts receivable. Moreover, management closely monitors the progress of the situation and assesses the financial impacts on the value of assets and contingent liabilities on a regular basis with additional guidelines and strategies to continually cope with the problems which may occur.

The Group has developed guidelines for financial aids during the COVID-19 pandemic in accordance with Bank of Thailand relief measures starting from April 2020. The measurement is to relief principal repayment and interest according to the Group's conditions and terms.

As at 31 December 2020, the Group has receivables who participated in relief measures phase 1 and phase 2 total 1,400 receivables and 30 receivables, respectively.

From the aforementioned situation, the Group applies the temporary exemption guidance to relieve the impact from COVID-19 (temporary measures to relieve the impact from COVID-19) and Thai accounting guidance on the temporary relief measures for entities assisting debtors affected by the situation impacting the Thai economy announced by the Federation of Accounting Professions (TFAC) as described in Note 6.

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. The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas that are more likely to be materially adjusted due to changes in estimates and assumptions are disclosed in Note 8.

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 have significant impacts to the Group

a) Financial instruments

The new financial standards related 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 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) - clarified 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) 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 or after 1 January 2021 and have significant impacts 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 are as follows.

a) Revised Conceptual Framework for Financial Reporting added the following key principals 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 maybe 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 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.

c) 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.

d) Amendment to TFRS 16, Leases amended to provide a practical expedient where lessees are exempted from having to consider individual lease contracts to determine whether rent concessions occurring as a direct consequence of

the COVID-19 pandemic are lease modifications. It applies to rent concessions that reduce lease payments due from 1 June 2020 to 30 June 2021. The amendment is effective for the annual accounting period beginning on or after 1 June 2020 where early application is permitted.

The Group has chosen not to early apply the exemption for the current reporting period.

4.3 Amended financial reporting standards that are effective for accounting period beginning or after 1 January 2022 and have significant impacts 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 is as follows.

a) 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 THBFIX 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 has chosen not to early apply the exemption for the current reporting period.

5 Impacts from first time adoption of the new 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 Group's separate financial statements. The new accounting policies applied from 1 January 2020 were disclosed in Note 6.1.

The Group has 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.

The impact of first-time adoption of new financial reporting standards on the consolidated and separate statements of financial position are as follows:

	Notes	Consolidated financial statements			
		As at 31 December 2019 Previously reported Baht	TAS 32 and TFRS 9 Reclassifications and adjustments Baht	TFRS 16 Reclassifications and adjustments Baht	As at 1 January 2020 Restated Baht
Assets					
Current assets					
Financial assets measured at fair value through profit or loss	B	-	152,343,293	-	152,343,293
Short-term investments	B	152,343,293	(152,343,293)	-	-
Current portion of hire purchase receivables, net		289,591,019	-	-	289,591,019
Current portion of car for cash loans receivables, net		1,066,451	-	-	1,066,451
Current portion of personal loans receivables, net		1,293,289	-	-	1,293,289
Current portion of loans receivables, net		10,995,461	-	-	10,995,461
Non-current assets					
Factoring receivables, net	A	3,164,206	(3,164,206)	-	-
Hire purchase receivables, net	A	1,309,504,652	(44,463,118)	-	1,265,041,534
Car for cash receivables, net	A	1,610,365	(61,742)	-	1,548,623
Personal loans receivables, net	A	883,205	(25,064)	-	858,141
Loans receivables, net	A	384,232,926	(90,537,764)	-	293,695,162
Loan receivables from purchase of receivables, net		85,538	-	-	85,538
Property, plant and equipment, net	C	32,069,849	-	34,740,692	66,810,541
Deferred income tax		28,099,265	-	-	28,099,265
Liabilities and equity					
Current liabilities					
Current portion of lease liabilities due within one year	C	1,519,581	-	8,120,184	9,639,765
Non-current liabilities					
Lease liabilities	C	2,518,937	-	26,620,508	29,139,445
Equity					
Retained earnings (Deficits)	A	129,479,223	(138,251,894)	-	(8,772,671)
Other components of equity		(51,543)	-	-	(51,543)

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		Separate financial statements			
		As at 31 December 2019 Previously reported Baht	TAS 32 and TFRS 9 Reclassifications and adjustments Baht	TFRS 16 Reclassifications and adjustments Baht	As at 1 January 2020 Restated Baht
	Notes				
Assets					
Current assets					
Financial assets measured at fair value through profit or loss	B	-	152,343,293	-	152,343,293
Short-term investments	B	152,343,293	(152,343,293)	-	-
Current portion of hire purchase receivables, net		289,591,019	-	-	289,591,019
Current portion of car for cash loans receivables, net		1,066,451	-	-	1,066,451
Current portion of personal loans receivables, net		1,293,289	-	-	1,293,289
Current portion of loans receivables, net		10,995,461	-	-	10,995,461
Non-current assets					
Factoring receivables, net	A	3,164,206	(3,164,206)	-	-
Hire purchase receivables, net	A	1,309,504,652	(44,463,118)	-	1,265,041,534
Car for cash receivables, net	A	1,610,365	(61,742)	-	1,548,623
Personal loans receivables, net	A	883,205	(25,064)	-	858,141
Loans receivables, net	A	384,232,926	(90,537,764)	-	293,695,162
Loan receivables from purchase of receivables, net		85,538	-	-	85,538
Property, plant and equipment, net	C	32,069,849	-	34,740,692	66,810,541
Deferred income tax		28,099,265	-	-	28,099,265
Liabilities and equity					
Current liabilities					
Current portion of lease liabilities due within one year	C	1,519,581	-	8,120,184	9,639,765
Non-current liabilities					
Lease liabilities	C	2,518,937	-	26,620,508	29,139,445
Equity					
Retained earnings (Deficits)	A	129,288,429	(138,251,894)	-	(8,963,465)
Other components of equity		(51,543)	-	-	(51,543)

Note:

- A) Adjustments on impairment of financial assets (Note 5.1)
B) Impacts from changes in classification and measurement of financial assets (Note 5.1)
C) Recognition of right of use assets and lease liabilities under TFRS 16 (Note 5.2)

The adoption of the new financial reporting standards mainly affects the Group's accounting treatment as follows;

5.1 Accounting policies relating to financial instruments

The total impact on the Group's unappropriated retained earnings as of 1 January 2020 are as follows:

Notes	Consolidated financial statements	Separate financial statements
	Baht	Baht
Unappropriated retained earnings as of 31 December 2019 (as previously reported)	129,479,223	129,288,429
Adjustments in relation to recognised related expected credit loss	(138,251,894)	(138,251,894)
Total adjustments to opening unappropriated retained earnings from adoption of TFRS 9	(138,251,894)	(138,251,894)
Unappropriated retained earnings as of 1 January 2020 after reflecting TFRS 9 adoption	(8,772,671)	(8,963,465)

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

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	Notes	Consolidated and separate financial statements	
		Short-term investments Baht	FVPL Baht
Financial assets			
Balance as at 31 December 2019			
(Previously reported)		152,343,293	-
Reclassify short-term Investments to FVPL	a, b	(152,343,293)	152,343,293
Opening balance as at 1 January 2020			
- TFRS 9 adoption		-	152,343,293

- (a) Reclassification from trading investment to financial assets at fair value through profit or loss (FVPL)

On 1 January 2020, the Group reclassified short-term investment to financial assets at FVPL amounting to Baht 152.34 million. They do not meet the TFRS 9 criteria for classification at amortised cost, because their cash flows do not represent solely payments of principal and interest.

- (b) Reclassifications of financial instruments on adoption of TFRS 9

On 1 January 2020, the date of initial application, the measurement categories and carrying amounts of financial assets and financial liabilities were as follows.

Consolidated financial statements					
Measurement categories			Carrying amounts		
Previously reported (TAS 105 and other TAS)	New (TFRS 9)	Previously reported Baht	New Baht	Difference Baht	
Current financial assets					
Cash and cash equivalents	Amortised cost	Amortised cost	39,464,877	39,464,877	-
Restricted cash	Amortised cost	Amortised cost	10,000,000	10,000,000	-
Short-term investments	Trading	FVPL	152,343,293	152,343,293	-
Hire purchase receivables	Amortised cost	Amortised cost	289,591,019	289,591,019	-
Car for cash receivables	Amortised cost	Amortised cost	1,066,451	1,066,451	-
Personal loans receivables	Amortised cost	Amortised cost	1,293,289	1,293,289	-
Loans receivables	Amortised cost	Amortised cost	10,995,461	10,995,461	-
Non-current financial assets					
Restricted cash	Amortised cost	Amortised cost	14,127,135	14,127,135	-
Factoring receivables	Amortised cost	Amortised cost	3,164,206	-	(3,164,206)
Hire purchase receivables	Amortised cost	Amortised cost	1,309,504,652	1,265,041,534	(44,463,118)
Car for cash receivables	Amortised cost	Amortised cost	1,610,365	1,548,623	(61,742)
Personal loans receivables	Amortised cost	Amortised cost	883,205	858,141	(25,064)
Loans	Amortised cost	Amortised cost	384,232,926	293,695,162	(90,537,764)
Current financial liabilities					
Current portion of long-term borrowing	Amortised cost	Amortised cost	309,864,194	309,864,194	-
Current portion of lease liabilities	Amortised cost	Amortised cost	1,519,581	1,519,581	-
Non-current financial liabilities					
Long-term borrowing	Amortised cost	Amortised cost	207,832,255	207,832,255	-
Lease liabilities	Amortised cost	Amortised cost	2,518,937	2,518,937	-

Separate financial statements					
Measurement categories			Carrying amounts		
Previously reported (TAS 105 and other TAS)	New (TFRS 9)	Previously reported Baht	New Baht	Difference Baht	
Current financial assets					
Cash and cash equivalents	Amortised cost	Amortised cost	39,333,329	39,333,329	-
Restricted cash	Amortised cost	Amortised cost	10,000,000	10,000,000	-
Short-term investments	Trading	FVPL	152,343,293	152,343,293	-
Hire purchase receivables	Amortised cost	Amortised cost	289,591,019	289,591,019	-
Car for cash receivables	Amortised cost	Amortised cost	1,066,451	1,066,451	-
Personal loans receivables	Amortised cost	Amortised cost	1,293,289	1,293,289	-
Loans receivables	Amortised cost	Amortised cost	10,995,461	10,995,461	-
Non-current financial assets					
Restricted cash	Amortised cost	Amortised cost	14,127,135	14,127,135	-
Factoring receivables	Amortised cost	Amortised cost	3,164,206	-	(3,164,206)
Hire purchase receivables	Amortised cost	Amortised cost	1,309,504,652	1,265,041,534	(44,463,118)
Car for cash receivables	Amortised cost	Amortised cost	1,610,365	1,548,623	(61,742)
Personal loans receivables	Amortised cost	Amortised cost	883,205	858,141	(25,064)

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	Separate financial statements				
	Measurement categories		Carrying amounts		
	Previously reported (TAS 105 and other TAS)	New (TFRS 9)	Previously reported Baht	New Baht	Difference Baht
Loans receivables	Amortised cost	Amortised cost	384,232,926	293,695,162	(90,537,764)
Current financial liabilities					
Current portion of long-term borrowing	Amortised cost	Amortised cost	309,864,194	309,864,194	-
Borrowings from subsidiaries	Amortised cost	Amortised cost	26,000,000	26,000,000	-
Current portion of lease liabilities	Amortised cost	Amortised cost	1,519,581	1,519,581	-
Non-current financial liabilities					
Long-term borrowing	Amortised cost	Amortised cost	207,832,255	207,832,255	-
Lease liabilities	Amortised cost	Amortised cost	2,518,937	2,518,937	-

(c) Impairment of financial assets

The Group has following financial assets that are subject to the expected credit loss model:

- cash and cash equivalents
- restricted cash
- factoring receivables, mortgaged loan receivables, hire purchase receivables, car for cash loans receivables, personal loans receivables and loans receivables

The Group was required to revise its impairment methodology under TFRS 9. The impact of the change in impairment methodology on the Group's retained earnings at 1 January 2020 was Baht 138.25 million.

While cash and cash equivalents and restricted cash are subject to the new impairment requirement, the identified impact was immaterial.

5.2 Leases

On adoption of TFRS 16, the Group recognised lease liabilities in relation to leases which had previously been classified as 'operating leases' under the principles of TAS 17 Leases. 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 applied to the lease liabilities was 6.57.

The associated right-of-use assets for property leases were measured on a retrospective basis as if the new rules had always been applied in which the incremental borrowing rate for the whole lease term is applied. Other right-of-use assets were measured at the amount equal to the lease liability in which the incremental borrowing rate for the remaining lease terms from the initial application date is applied, 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. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

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

	Consolidated and Separate financial statements Baht
Operating lease commitments disclosed as at 31 December 2019	6,358,149
(Less): Impact from the lessee's incremental borrowing rate of at the date of initial application	(5,347,878)
Add: Adjustments as a result of a different treatment of extension options	35,776,763
(Less): Short-term leases recognised on a straight-line basis as expense	(16,000)
(Less): Low-value leases recognised on a straight-line basis as expense	(2,030,342)
Add: Finance lease liabilities recognised as at 31 December 2019	4,038,518
Lease liability recognised as at 1 January 2020	38,779,210
Current lease liabilities	9,639,765
Non-current lease liabilities	29,139,445

The recognised right-of-use assets relate to the following types of assets:

	Consolidated and Separate financial statements	
	31 December 2020	1 January 2020
	Baht	Baht
Buildings	26,104,237	34,740,692
Vehicles	2,638,212	5,152,823
Total right-of-use assets	28,742,449	39,893,515

In applying TFRS 16 for the first time, the Group has used the following practical expedients permitted by the standard:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics
- the accounting for operating leases with a remaining lease term of less than 12 months as at 1 January 2020 as short-term leases, and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease

6 Accounting policies

6.1 Accounting policies is effective for the year ended 31 December 2020

6.1.1 Principles of consolidation

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.

6.1.2 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from acquisition date.

6.1.3 Factoring receivables, mortgaged loan receivables, hire purchase receivables, car for cash loan receivables, personal loan receivables, and loans receivables

Factoring receivables, mortgaged loan receivables, hire purchase receivables, car for cash loan receivables, personal loan receivables and loans receivables would initially be recognised at an amount equal to the net investment in the contract. Subsequently, they are stated at net realisable value from the contract value net of unearned interest income plus accrued interest income and deferred commission and fee expenses and deducted by allowance for expected credit losses.

6.1.4 Loan receivables from purchase of receivables

The Group acquired secured assets from credit facility companies. The Group has no rights to claim the repayment from the seller when the debts cannot be collected.

The loan receivables from purchase of receivables are classified as non-current assets unless management has expressed the intention of holding the loans for less than 12 months from the statement of financial position date, in which case they are included in current assets, except management has intention to sell the loans for financing cash in the operation, in which case they are included in current assets.

The loan receivables from purchase of receivables are presented at their acquisition cost less amortised costs using the effective interest rate less allowance for impairment (if any).

The Group recognised loss on impairment of loan receivables from purchase of receivables are when it anticipates discounted cash flows to the present values of receivables are lower than carrying value.

6.1.5 Financial asset

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.

b) Recognition and derecognition

Regular way purchases, acquires 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.

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 interest income and 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 line 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.

e) Impairment

From 1 January 2020, the Group assesses on a forward looking basis the expected credit loss associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

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.

Classification and measurement of financial assets for the year ended 31 December 2019 is disclosed in Note 5

f) Interest revenue and expense recognition

The concept of interest recognition will be changed to recognise at effective interest rate. The exception is made for financial assets that are not purchased or originated credit-impaired but have subsequently becomes credit-impaired (a stage 3), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (net of allowance for expected credit losses).

For hire purchase, car for cash loan and personal loan, there will be no longer discontinuance for accrued interest income on loan when its principal or interest payment has become over 3 installments past due which recognise interest income on cash basis. For factoring, and loan, there will be no longer discontinuance for accrued interest income on loan when its principal or interest payment has become over 6 months past due which recognise interest income on cash basis.

The Group chose to apply the temporary exemption guidance for entities assisting debtors affected by the situation impacting the Thai economy announced by the Federation of Accounting Professions (TFAC) in accordance with the relief measures issued by Bank of Thailand in No. Wor 276/2563 guidelines to assist debtors affected by the situation impacting the Thai economy, dated 28 February 2020 and in No. Wor 380/2563 additional measures to assist debtors affected by COVID-19, dated 26 March 2020. The Group applied this temporary exemption for the reporting periods ending between 1 January 2020 and 31 December 2021.

- In the event that the debt restructuring causes an original effective interest rate to no longer reflect the estimated cash flow to be received from the loans, the Group uses a new effective interest rate for the calculation of the current value of the restructured loans under the Bank of Thailand's circular assistance guidelines.
- For measuring the expected credit losses by general approach, the Group can consider the weight of the data that is anticipated in the future, caused by a temporary crisis such factors relevant to future expectations, less than the data that reflects debtors' ability to pay from the past experience.

6.1.6 Foreclosed assets

Foreclosed assets are properties seized from default debtors. They are initially recognised lower of the outstanding debt and the fair value of assets less cost to sell and subsequently stated at cost less allowance on impairment (if any).

The asset's carrying amount is written-down to its recoverable amount at the end of reporting period if the asset's carrying amount is greater than its estimated recoverable amount.

Gains (losses) on disposal of properties foreclosed are recorded as income or expenses in profit or loss when the disposal is made. Impairment loss (if any) is recognised as expense in profit or loss.

6.1.7 Investment property

Investment properties, principally freehold land, are held for long-term rental yields or for capital appreciation or both - amend as appropriate and are not occupied by the Group.

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

After the initial recognition, investment properties are recorded at cost less accumulated depreciation and allowance for impairment loss.

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. capitalised where there is future economic benefits. The carrying amount of the replaced part is derecognised.

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

Buildings	20 years
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6.1.8 Property, plant and equipment

All other property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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. capitalised where there is future economic benefits. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation on other assets 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
Building improvement	10 years
Furniture, fixture and equipment	5 years
Vehicles	5 years

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

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

6.1.9 Intangible assets

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and the amortisation is calculated using the straight-line method over their estimated useful lives 10 years.

Cost associated with maintaining computer software programmes are recognised as an expense as incurred.

6.1.10 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.

6.1.11 Leases

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)
- variable lease payment 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
- 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 small office equipments.

6.1.12 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 the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It 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 and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

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 which causes uncertainty when considering the sufficiency of future taxable profit for the purpose of assessing the utilisation of deductible temporary differences. Instead, the Group writes down the carrying amount of the deferred tax assets when it's not probable that the future taxable profit will be available for utilising the deductible temporary differences.

6.1.13 Financial liabilities

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/modified, 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.

6.1.14 Borrowings

Borrowings are recognised initially at the fair value, net of directly attributable transaction costs incurred. Borrowings are subsequently stated at amortised cost.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it will be drawn down. The fee is deferred until the drawn down occurs and included in effective interest calculation. However, if it is probable that facility will not be drawn down, that portion of the fee paid is recognised as a prepayment and amortised over the period of related facility.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled, or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as finance costs.

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.

6.1.15 Employee benefits

Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries, bonuses, and contribution 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.

Defined contribution plan

The Group pays contributions to a separate fund on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

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.

Termination benefits

The Group recognises termination benefits at the earlier of 1) when the Group can no longer withdraw the offer of those benefits; and 2) when the entity recognises costs for the related restructuring. Benefits due more than 12 months are discounted to their present value.

6.1.16 Provisions

Provisions are recognised when 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.

6.1.17 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

6.1.18 Recognition of revenue and expenses

a) Interest income

The interest recognition will be changed to recognised based on the effective interest rate as mentioned in Note 6.1.5 f).

b) Fee and service income

Fee and service income e.g. late-payment fee is recognised on an accrual basis when services are rendered and it has a probability of cash collection.

c) Other income

Other income will be considered as income when completed the obligation according to the contract which the amount of revenue recognised may be recognised at point in time or point overtime. For the case that the obligation must be completed for a period of time, the Group recognises income over the aforementioned period by selecting the appropriate method for measuring the progress of the completed obligation. The Group will recognise income when there is a probability of cash collection.

d) Expenses

Expenses are recognised on accrual basis.

6.1.19 Dividend distribution

Dividend distributed to the Group'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.

6.1.20 Segment reporting

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 those make strategic decisions.

6.2 Accounting policies that is effective for the year ended 31 December 2019

6.2.1 Investment classification

Investments other than investments in subsidiaries, associates and joint ventures are initially recognised at fair value of consideration paid plus direct transaction cost.

Trading and available-for-sale investments

Trading investments and available-for-sale investments are subsequently measured at fair value. The unrealised gains and losses of trading investments are recognised in profit or loss. The unrealised gains and losses of available for sale investments are recognised in other comprehensive income and are subsequently reclassified to profit or loss when the investment is disposed.

Held-to-maturity investments

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

General investments

General investments are carried at cost less impairment.

Disposal of investments

On a disposal of an investment, the difference between the net disposal proceeds and the carrying amount (including cumulative changes in fair value recognised in equity) is recognised to the profit or loss. When the Group disposes an investment partially, the carrying amount of the disposed part is determined by the weighted average method.

6.2.2 Allowance for doubtful accounts

Factoring receivables, finance lease receivables and loans, the Group sets up fully allowance for doubtful accounts from outstanding receivables, after netting unearned interest income and collateral value (if any) when the aging period of outstanding receivables are overdue more than 6 months or the Group recognise that there is no chance of debt collectability.

Personal loan receivables, the Group sets up fully allowance for doubtful accounts from outstanding receivables, after netting unearned interest income and collateral value (if any) when the aging period of outstanding receivables are overdue more than 3 months or the Group recognise that there is no chance of debt collectability.

Hire purchase receivables and car for cash loan receivables, the Group sets up fully allowance for doubtful accounts from outstanding receivables, after netting unearned interest income and collateral value (if any). The basis of allowance for doubtful is as follows:

Aging months	Percentage of allowance for doubtful accounts (%)
Current or overdue less than 30 days	1
Overdue between 31 days and 60 days	1
Overdue between 61 days and 90 days	2
Overdue between 91 days and 120 days	80
Overdue more than 121 days	100

Based on past experience, management made judgement to set additional allowance for doubtful accounts for uncollectible receivables. In addition, the Group sets aside further provision for loan receivables based on the consideration of the risk of chance of debt collectability more than normal.

6.2.3 Leases

Leases - where a Company is the lessee

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor 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.

Leases of property, plant or equipment where the Group 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 property and the present value of the minimum lease payments.

Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to profit or loss over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant or equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset and the lease term.

6.2.4 Recognition of Interest income and fee and service income from loan receivables

Interest income, front-end fee, back-end fee and service income from loan receivables are recognised using the effective interest rate over the period of the contracts until the maturity date.

The Group discontinues recognition of accrued income for loan receivables overdue more than three months since the due date or there is uncertainty of collectability and a collection basis is applied. On 30 April 2004, the Institute of Certified Accountants and Auditors of Thailand, with the approval of the Office of the Securities and Exchange Commission, stipulated an accounting guideline for the consumer finance business, whereby recognition of revenue is to cease for loan receivables which are overdue by more than 3 installments. Such interest income and fee and service income are recognised on cash basis when received. The Group will recognise income on an accrual basis again when there are no past due in principal and interest.

6.2.5 Troubled debt restructuring where the Group is the creditor

The Group records assets or equities received in settlement of debts at the lower of the fair values of the assets or equities, less estimated selling expenses (if any), and the amount of investment in receivables (including accrued interest income).

Where the debt restructuring involves modification of the terms of receivables, the fair value of investment in receivables after restructuring is based on the net present value of the expected future cash flows, discounted by effective interest rate prevailing at the restructuring date.

Losses arising from restructuring, less recorded allowance for doubtful accounts, are recognised in profit or loss when incurred.

Legal fees and other direct costs due to debt restructuring are expensed when incurred.

7 Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (consisting of foreign currency risk, fair value risk from changes in interest rate, and cash flow risk from changes in interest rate), credit risk and liquidity risk. The Group's overall risk management program focuses on the fluctuation of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

7.1 Market risk

a) Foreign currency risk

Foreign currency risk is the risk that the value of financial instrument will fluctuate because of changes in foreign exchange rates.

The Group operates in Thailand and in Thai Baht currency. Thus, the Group has not exposed to foreign currency risk.

b) Cash flow and fair value interest rate risk

The Group's income and operating cash flows are not substantially independent of changes in market interest rates. The contract rates of the Group's hire-purchase receivables and loan receivables are fixed at contractual rate. Meanwhile, the contract rates of the Group's long-term borrowings from financial institutions include floating rate and fixed rate which the Group decide not to use interest rate swaps as cash flow hedges of future interest payments for floating rate borrowings. Due to small insignificant portion of long-term borrowing with floating rate, the Group

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considers that it is unnecessary to use derivative instruments to hedge such risk since market interest rate volatility will not materially affect the Group's operating results.

The interest rate exposure on the borrowings is as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Borrowings:				
at fixed rates	470,726,483	480,911,950	471,726,483	506,911,950
at floating rates	27,804,017	36,784,499	27,804,017	36,784,499
Total borrowings	498,530,500	517,696,449	499,530,500	543,696,449

The effective interest rates at the statement of financial position date were as follows:

	Consolidated and Separate financial statements	
	2020	2019
Debentures	8.65% - 9.21%	8.65% - 9.21%
Long-term borrowings from a financial institution	3.68% - 7.23%	6.91% - 7.22%

The carrying amount and fair value of long-term borrowings are as follows:

	Consolidated and Separate financial statements			
	Carrying amounts		Fair values	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Borrowing	498,530,500	517,696,449	489,063,131	527,055,339
	498,530,500	517,696,449	489,063,131	527,055,339

The fair value of current borrowings approximates their carrying amount as the impact of discounting is not significant.

The fair values are based on discounted cash flows using a discount rate based upon the market interest rate of MLR per annum from 5 largest commercial banks as at financial statement date (2019: MLR per annum) and are within level 2 of the fair value hierarchy.

As at 31 December 2020, financial assets and liabilities are classified by interest rate type and remaining maturity as follows

	Consolidated financial statements						
	2020						
	Earlier of remaining maturity date or contractual repricing						
Floating Interest rate Baht 000'	At Call Baht 000'	< 1 year Baht 000'	1 - 5 years Baht 000'	> 5 years Baht 000'	No interest 000'	Total 000'	
Financial assets							
Cash and cash equivalents	34,108	-	-	-	2,641	36,749	
Financial assets measured at fair value through profit or loss	-	-	-	-	210,507	210,507	
Factoring receivables, net	-	-	-	111,298	-	111,298	
Mortgaged loan receivables, net	-	-	3,681	-	-	3,681	
Finance lease receivables, net	-	-	-	18,174	-	18,174	
Hire purchase receivables, net	-	-	725,250	1,617,186	14,832	2,357,268	
Car for cash receivables, net	-	-	1,753	3,017	-	4,770	
Personal loans receivables, net	-	-	1,142	1,306	-	2,448	
Loans receivables, net	-	-	8,936	371,702	-	380,638	
Restricted cash	-	-	23,500	-	-	23,500	
Loan receivables from purchase of receivables, net	-	-	86	-	-	86	
	34,108	-	764,348	2,122,683	14,832	213,148	3,149,119

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Financial liabilities

Long-term borrowings from others	27,804	-	257,723	213,003	-	-	498,530
Finance lease liabilities, net	-	-	8,254	20,736	-	-	28,990
	27,804	-	265,977	233,739	-	-	527,520

Separate financial statements

2020

Floating	Earlier of remaining maturity date or contractual repricing					No interest	Total
	Interest rate	At Call	< 1 year	1 - 5 years	> 5 years		
	Baht	Baht	Baht	Baht	Baht	Baht	Baht
	000'	000'	000'	000'	000'	000'	000'
Cash and cash equivalents	34,105	-	-	-	-	2,641	36,746
Short-term investment	-	-	-	-	-	210,507	210,507
Factoring receivables, net	-	-	-	111,298	-	-	111,298
Mortgaged loan receivables, net	-	-	3,681	-	-	-	3,681
Finance lease receivables, net	-	-	-	18,174	-	-	18,174
Hire purchase receivables, net	-	-	725,250	1,617,186	14,832	-	2,357,268
Car for cash receivables, net	-	-	1,753	3,017	-	-	4,770
Personal loans receivables, net	-	-	1,142	1,306	-	-	2,448
Loans receivables, net	-	-	8,936	371,702	-	-	380,638
Restricted cash	-	-	23,500	-	-	-	23,500
Loan receivables from purchase of receivables, net	-	-	86	-	-	-	86
	34,105	-	764,348	2,122,683	14,832	213,148	2,374,902

Financial liabilities

Borrowings from subsidiaries	-	1,000	-	-	-	-	1,000
Long-term borrowings	27,804	-	257,723	213,003	-	-	498,530
Finance lease liabilities, net	-	-	8,254	20,736	-	-	28,990
	27,804	1,000	265,977	233,739	-	-	528,520

As at 31 December 2019, financial assets and liabilities are classified by interest rate type and remaining maturity as follows

Consolidated financial statements

2019

Floating	Earlier of remaining maturity date or contractual repricing					No interest	Total
	Interest rate	At Call	< 1 year	1 - 5 years	> 5 years		
	Baht	Baht	Baht	Baht	Baht	Baht	Baht
	000'	000'	000'	000'	000'	000'	000'
Cash and cash equivalents	29,629	-	-	-	-	9,836	39,465
Short-term investments	-	-	-	-	-	152,343	152,343
Factoring receivables, net	-	-	-	111,598	-	-	111,598
Finance lease receivables, net	-	-	-	18,174	-	-	18,174
Hire purchase receivables, net	-	-	289,597	1,264,284	70,690	-	1,624,571
Car for cash receivables, net	-	-	1,066	1,611	-	-	2,677
Personal loans receivables, net	-	-	1,291	1,978	-	-	3,269
Loans receivables, net	-	-	10,973	406,202	-	-	417,175
Restricted cash	10,000	-	14,127	-	-	-	24,127
Loan receivables from purchase of receivables, net	-	-	86	-	-	-	86
	39,629	-	317,140	1,803,847	70,690	162,179	2,393,485

Financial liabilities

Long-term borrowings from others	36,784	-	293,156	187,756	-	-	517,696
Finance lease liabilities, net	-	-	1,520	2,519	-	-	4,039
	36,784	-	294,676	190,275	-	-	521,735

	Separate financial statements							
	2019							
	Floating Interest rate Baht 000'	Earlier of remaining maturity date or contractual repricing					No interest 000'	Total 000'
		At Call Baht 000'	< 1 year Baht 000'	1 - 5 years Baht 000'	> 5 years Baht 000'			
Financial assets								
Cash and cash equivalents	29,497	-	-	-	-	9,836	39,333	
Short-term investment	-	-	-	-	-	152,343	152,343	
Factoring receivables, net	-	-	-	111,598	-	-	111,598	
Finance lease receivables, net	-	-	-	18,174	-	-	18,174	
Hire purchase receivables, net	-	-	289,597	1,264,284	70,690	-	1,624,571	
Car for cash receivables, net	-	-	1,066	1,611	-	-	2,677	
Personal loans receivables, net	-	-	1,291	1,978	-	-	3,269	
Loans receivables, net	-	-	10,973	406,202	-	-	417,175	
Restricted cash	10,000	-	14,127	-	-	-	24,127	
Loan receivables from purchase of receivables, net	-	-	86	-	-	-	86	
	39,497	-	317,140	1,803,847	70,690	162,179	2,393,353	
Financial liabilities								
Borrowings from subsidiaries	-	26,000	-	-	-	-	26,000	
Long-term borrowings	36,784	-	293,156	187,756	-	-	517,696	
Finance lease liabilities, net	-	-	1,520	2,519	-	-	4,039	
	36,784	26,000	294,676	190,275	-	-	547,735	

7.2 Credit risk

a) Risk management

The Group has no significant concentrations of credit risk. The Group has policies in place to ensure that contracts are made with customers who have an appropriate credit history, limiting customers' credit limit as well as obtaining appropriate guarantees from customers.

b) Security

The Group employs a range of policies and practices to mitigate credit risk. The most common of these is accepting collateral for funds advanced. The Group has internal policies on the acceptability of specific classes of collateral or credit risk mitigation.

The Group prepares a valuation of the collateral obtained as part of the loan origination process.

The Group's policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the Group since the prior period.

c) Impairment of financial assets

The Group has 2 types of financial assets that are subject to the expected credit loss model:

- Cash and cash equivalents
- Factoring receivables, mortgaged loan receivables, hire-purchase receivables, car for cash receivables, personal loans receivables and loan receivables

While cash and cash equivalents are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

The Group applies general approach to measure expected credit losses. The Group always accounts for expected credit losses which involves a three-stage expected credit loss impairment model. The stage dictates how the entity measures impairment losses and applies the effective interest rate method. In which, the three-stage expected credit loss impairment will be as the following stages:

- Stage 1 - from initial recognition of a financial assets to the date on which the credit risk of the asset has not increased significantly relative to its initial recognition, a loss allowance is recognised equal to the credit losses expected to result from defaults occurring over the next 12 months.
- Stage 2 - following a significant increase in credit risk relative to the initial recognition of the financial assets, a loss allowance is recognised equal to the credit losses expected over the remaining life of the asset.
- Stage 3 - When a financial asset is considered to be credit-impaired, a loss allowance equal to full lifetime expected credit losses is to be recognised.

Under the three-stage expected credit loss impairment model for significant exposures in hire purchase receivables and car for cash receivables, the impairment will be assessed by using collective approach model with forward looking information adjustment. The impairment of some significant exposures in factoring receivables, mortgaged loan receivables, loan receivables and personal loans receivables will be assessed by using individual assessment approach.

The Group determines appropriate grouping when expected credit loss is measured on a collective basis.

The expected credit loss (ECL) is measured on either a 12-month or lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit loss is the discounted product of the probability of default (PD), exposure at default (EAD), and loss given default (LGD), defined as follows:

- Probability of default (PD) represents the likelihood of a borrower defaulting on its financial obligation (as per definition of default and credit-impaired), either over the next 12 months (12-month PD) or over the remaining lifetime (lifetime PD) of the obligation.
- Loss given default (LGD) represents the Group's expectation of the extent of the loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default (EAD). LGD is calculated on a 12-month or lifetime basis, where 12-month LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.
- Exposure at default (EAD) is based on the amounts that the Group expects to be owed at the time of default, over the next 12 months (12-month EAD) or over the remaining lifetime (lifetime EAD).

The expected credit loss is determined by projecting the PD, LGD, and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together. This effectively calculates an ECL for each future month, which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof. The 12-month and lifetime EADs are determined based on the expected payment profile as follows

- For amortising products and bullet repayment loans, this is based on the contractual repayments owed by the borrower over a 12month or lifetime basis.

Forward-looking economic information is also included in determining the 12-month and lifetime.

Forward-looking information incorporated in the ECL models

The Group has performed historical analysis and identified the key economic variables impacting credit risk and expected credit losses for each debtors portfolio.

7.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. At the end of the reporting period the Group held deposits at call of Baht 36.26 million (2019: Baht 39.24 million) that are expected to readily generate cash inflows for managing liquidity risk. Due to the dynamic nature of the underlying businesses, the Group Treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors i) rolling forecasts of the Group's liquidity reserve (comprising the undrawn borrowing facilities below); and ii) cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary, monitoring balance sheet liquidity ratios and maintaining financing plans.

a) Maturity of financial liabilities

The tables below analyse the maturity of financial liabilities grouping based on their contractual maturities.

	Consolidated financial statements					Carrying amount Thousand Baht
	On demand Thousand Baht	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	
As at 31 December 2020						
Deposit payables	-	1,170	-	-	1,170	1,170
Long-term borrowings	-	305,996	211,339	-	517,335	498,531
Lease liabilities	-	9,949	23,544	-	33,493	28,989
Accrued interest expenses	-	45,789	-	-	45,789	4,567
Total financial liabilities		362,904	234,883	-	597,787	533,257

	Separate financial statements					Carrying amount Thousand Baht
	On demand Thousand Baht	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	
As at 31 December 2020						
Borrowings from subsidiaries	1,000	-	-	-	1,000	1,000
Deposit payables	-	1,170	-	-	1,170	1,170
Long-term borrowings	-	305,996	211,339	-	517,335	498,531
Lease liabilities	-	9,949	23,544	-	33,493	28,989
Accrued interest expenses	-	45,789	-	-	45,789	4,567
Total financial liabilities	1,000	362,904	234,883	-	598,787	534,257

7.4 Capital management

7.4.1 Risk management

The objectives when managing capital are to:

- safeguard their ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders, and
- 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, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital based on gearing ratio which is determined by dividing net debt with equity.

During the year 2020, the Group's strategy, which remains unchanged, was to maintain the ratio of debt to equity gearing ratio not more than 2.50 percent.

	2020 Thousand Baht	2019 Thousand Baht
Net debt	579.39	568.41
Equity	1,681.54	1,779.02
Net debt to equity ratio	0.35%	0.32%

Debt covenants

Under the terms of the major borrowing facilities, the Group is required to comply with the following financial covenants:

- the ratio of debt to equity must be not more than 2.50%.

8 Critical accounting estimates, assumptions and judgements

Preparation of financial statements in conformity with the Thai Financial Reporting Standards requires management to make estimates and assumptions in certain circumstances, affecting reported amounts of revenue, expenses, assets and liabilities, the disclosure of contingent assets and liabilities. Actual results could differ from these estimates. The significant areas requiring management to make judgments and estimates that affect reported amounts and disclosures in the financial statements are as follows:

8.1 Estimates and assumptions which were effective for year ended 31 December 2020

8.1.1 Impairment of financial assets - Allowance of expected credit losses

The Group assesses expected credit loss on a forward-looking basis for its financial assets classified as debt instrument carried at FVOCI and at amortised cost.

Expected credit losses are a probability-weighted estimate of credit losses over the expected life of the financial instrument. A cash shortfall is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive discounted at the original effective interest rate for the financial assets that are not purchased or originated credit-impaired financial assets or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets. The Group estimates cash flows by considering all contractual terms of the financial assets through the expected life of that financial assets.

The cash flows that are considered shall include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. There is a presumption that the expected life of a financial assets can be estimated

reliably. However, in those rare cases when it is not possible to reliably estimate the expected life of a financial assets, the Group uses the remaining contractual term of the financial assets.

The Group measures expected credit losses of a financial instrument in a way that reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

Significant increase in credit risk

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. To make that assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available increases in credit risk since initial recognition.

TFRS 9 contains a rebuttable presumption that the risk of financial assets is deemed to have increased significantly when more than 30 days past due. The Group uses this 30 day backstop for all its products. In addition, the Group considers a range of qualitative and quantitative events to assess whether a significant increase in credit risk since initial recognition has occurred. These events include for example, changes in credit risk ratings, payment delinquency, past payment patterns, behavioral scores, and watch-lists. Exposures with significant increase in credit risk are transferred from Stage 1 to Stage 2. Exposures will move back to Stage 1 once they no longer meet the criteria.

Definition of default and credit-impaired financial assets

The Group defines a financial instrument as default or credit-impaired which is considered to have occurred when there is evidence that the customer is experiencing financial difficulty which is likely to significantly affect the ability to repay. Exposures are considered to be credit-impaired if they are past due for 90 days or more or possesses signs indicating weaknesses which are likely to impact ability to meet future financial obligations. The default definition is consistent with that used for risk management purposes. Exposures that are credit-impaired are classified as Stage 3 and could be upgraded to Stage 2 if the customer no longer meet credit impaired definition, and exposures are classified as Stage 1 if significant increase in credit risk since initial recognition is no longer significant.

8.1.2 Allowance for impairment loss of foreclosed assets and investment property

The Group assesses the allowance for impairment of foreclosed assets and investment property when the recoverable value of the property is lower than its book value. Management uses judgment to estimate impairment losses based on the most recent appraised value of the property, type and characteristics of the property. However, the use of different estimates and assumptions may influence the allowance for impairment. Therefore, an adjustment for impairment may be made in the future.

8.1.3 Deferred tax assets

Deferred tax assets are recognised in respect of temporary differences only to the extent that it is probable that taxable profit will be available against which these differences can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimated future taxable profits.

8.1.4 Determination of lease terms

Critical judgement in determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). For leases of properties, the most relevant factors are historical lease durations, the costs and conditions of leased assets.

Most extension options on offices and vehicles leases have not been included in the lease liability, because the Group considers i) the underlying asset condition and/or ii) insignificant cost to replace the leased assets.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstance affecting this assessment occur, and that it is within the control of the Group.

8.1.5 Determination of discount rate applied to leases

The Group determines the incremental borrowing rate as follows:

- Where possible, use recent third-party financing received by the individual lessee as a starting point, adjusting to reflect changes in its financing conditions.
- Make adjustments specific to the lease, e.g. term, country, currency and security.

8.1.6 Post-employment benefits under defined benefit plans

Post-employment benefit costs (Defined benefit plan) are determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, staff turnover rate and mortality rate.

8.2 Estimates and assumptions which were effective for the year ended 31 December 2019

8.2.1 Allowance for doubtful accounts of receivables

The Group maintains an allowance for doubtful accounts to reflect impairment of receivables relating to estimated losses resulting from the inability of receivables to make required payments. The allowance for doubtful accounts is significantly impacted by the Group's assessment of future cash flows, such assessment being based on consideration of historical collection experience, known and identified instances of default and consideration of market trends.

9 Fair value estimation

Fair values are categorised into hierarchy based on inputs used as follows:

Level 1: The fair value of financial instruments is based on the current bid price by reference to the Stock Exchange of Thailand.

Level 2: The fair value of financial instruments is determined using significant observable inputs and, as little as possible, entity-specific estimates.

Level 3: The fair value of financial instruments is not based on observable market data.

As at 31 December 2020 and 2019, the Group has financial assets measured at fair value through profit or loss which is mutual fund (Note 13). The fair value is included in level 2.

There were no transfers between levels 1 and 2, and there were no changes in valuation techniques during the year.

a) Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the statement of financial position date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the group is the current bid price. The instrument is included in level 1.

b) Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include the following:

- The fair value of short-term investments is net assets value per share which was quoted by the Asset Management Group at the last business day of financial position date.
- The fair value of factoring receivables, hire purchase receivables, car for cash receivables, personal loan receivables, loans receivables, and loan receivables from purchase of receivable are estimated future cash flows under agreements discounted by using the default market interest rate of 5 largest commercial banks as at financial statement date or estimated future cash flows from disposal of collateral in order that the recoverable amount is from disposal of collateral discounted by using the default market interest rate of 5 largest commercial banks.
- The fair value of financial assets and liabilities with short-term maturity and high liquidity, including short-term borrowings from subsidiaries, deposit payables and accrued interest expenses is their carrying amounts in the statements of financial position.
- The fair value of finance lease liabilities and borrowings are calculated by discounting cash outflows by using the market interest rate of MLR per annum from five 5 big commercial banks as at financial statement date.

c) Financial instruments in level 3

The fair value of loans to non-performing assets is calculated by estimating cash flows to be received from debtors or disposal of collateral in the future discounted at the default rate. The estimated cash flows to be received from debtors used significant unobservable inputs such that the Group classified the fair value measurement as Level 3 of fair value hierarchy

Group's valuation processes

The Group's finance department includes a team that performs the valuations of financial assets required for financial reporting purposes, including fair values. The team reports directly to the Managing Director of Retail Customers. Discussions of valuation processes and results are held between a team at least three times per quarter, in line with the Group's quarterly reporting dates.

10 Segment information

The Group presents segment information by presenting business segment as the primary reporting format based on the type of business in determining business segment.

The main operation of the Group are financial service specifically purchase of account receivable, leasing and hire purchase and loan segment.

Income from business segment operation is from domestic customers.

The consolidated financial statement by segments for the years ended 31 December 2020 and 2019 are as follows:

	Consolidated financial statements		
	Leasing and hire purchase segment Baht'000	Loan segment Baht'000	Total Baht'000
As at 31 December 2020			
Revenues			
Interest income	333,265	40,414	373,679
Fees and services income	13,366	2	13,368
Other income	8,489	-	8,489
	355,120	40,241	395,431
Expenses			
Expected credit losses	(91,702)	(36,620)	(128,322)
Reversal on other expenses	53	-	53
Finance costs	(41,268)	-	(41,268)
	(132,917)	(36,620)	(169,537)
Unallocated income and expenses:			
Other income			3,384
Administrative expenses			(174,279)
Directors remuneration			(2,092)
Management remuneration			(9,841)
Finance costs			(2,399)
Profit before corporate income tax			40,772
Income tax			-
Profit for the year			40,772
Timing of revenue recognition under TFRS 15			
At a point in time			24,893
Over time			374,027

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	Consolidated financial statements		
	Leasing and hire purchase segment Baht'000	Loan segment Baht'000	Total Baht'000
As at 31 December 2019			
Revenues			
Interest income	301,747	22,614	324,361
Fees and services income	14,570	-	14,570
	316,317	22,614	338,931
Expenses			
(Reversal on) bad debts and doubtful accounts	(96,769)	46,645	(50,124)
(Reversal on) other expenses	1,516	-	1,516
Finance costs	(40,263)	-	(40,263)
	(135,516)	46,645	(88,871)
Unallocated income and expenses:			
Other interest income			531
Other income			2,837
Administrative expenses			(182,795)
Directors remuneration			(2,303)
Management remuneration			(11,507)
Finance costs			(216)
Profit before corporate income tax			56,607
Income tax			(982)
Profit for the year			55,625
Timing of revenue recognition under TFRS 15			
At a point in time			17,407
Over time			324,892

11 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Cash on hand	114,125	144,567	114,125	144,567
Current accounts	2,150,691	9,461,911	2,150,691	9,461,911
Saving accounts	33,993,622	29,629,461	33,990,599	29,497,913
Fix deposits	490,484	228,938	490,484	228,938
Total	36,748,922	39,464,877	36,745,899	39,333,329

As at 31 December 2020, the interest rate on deposits at banks was 0.05% to 1.50% per annum (2019: 0.10% to 1.80% per annum).

12 Restricted cash

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Current		
Saving accounts	-	10,000,000
Non-current		
Saving accounts	10,000,000	-
Fixed deposits	13,500,000	14,127,135
Total	23,500,000	24,127,135

As at 31 December 2020, saving account of Baht 10 million and fixed deposit of Baht 12.5 million (2019: Saving account of Baht 10 million and fixed deposit of Baht 12.5 million) are pledged as collaterals to secure long-term borrowings from financial institutions, while fixed deposit of Baht 1 million (2019: Baht 1.6 million) is pledged as a collateral to a bank for bank facilities. The interest rate on deposits at banks was 0.13% to 1.50% per annum (2019 : 0.22% to 1.80% per annum).

13 Financial assets measured at fair value through profit or loss

Movement in financial assets measured at fair value through profit or loss (2019: short-term investments) during the years is as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
At 1 January	152,343,293	160,550,788
Additions	360,000,000	285,000,000
Disposals	(302,686,191)	(295,917,693)
Gains on fair value measurement during the year	849,577	2,710,198
At 31 December	210,506,679	152,343,293

As at 31 December 2020 and 2019, information related to in financial assets measured at fair value through profit or loss (2019: short-term investments) is as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Mutual fund	210,000,000	150,000,000
Add Gains on fair value adjustment	506,679	2,343,293
Fair value	210,506,679	152,343,293

14 Mortgaged loan receivables

a) Classified by product

As at 31 December 2020, outstanding mortgaged loan receivables is as follows:

	Consolidated and Separate financial statements		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Mortgaged loan receivables	3,643,440	-	3,643,440
Add Accrued interest income	37,345	-	37,345
Total Mortgaged loan receivables, and accrued interest income	3,680,785	-	3,680,785
Less Allowance for expected credit losses	-	-	-
Mortgaged loan receivables, net	3,680,785	-	3,680,785

b) Classified by staging

As at 31 December 2020, mortgaged loan receivables were classified by staging as follows:

	Consolidated and Separate financial statements	
	Mortgaged loan receivables, and accrued interest income Baht	Allowance for expected credit loss Baht
Staging		
Performing financial assets	3,680,785	-
Total	3,680,785	-

15 Hire purchase receivables, net

a) Classified by product

As at 31 December 2020 and 31 December 2019, outstanding hire purchase receivables is as follows:

	Consolidated and Separate financial statements		
	31 December 2020		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Hire purchase receivables	725,249,663	1,632,017,996	2,357,267,659
Less Deferred interest income	(279,092,412)	(438,591,159)	(717,683,571)
Total hire purchase receivables, net from deferred interest income	446,157,251	1,193,426,837	1,639,584,088
Less Allowance for expected credit losses	(14,761,922)	(51,848,785)	(66,610,707)
Hire purchase receivables, net	431,395,329	1,141,578,052	1,572,973,381

	Consolidated and Separate financial statements		
	31 December 2019		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Hire purchase receivables	591,705,893	1,881,050,544	2,472,756,437
<u>Less</u> Deferred interest income	(302,108,662)	(546,077,054)	(848,185,716)
Total hire purchase receivables, net from deferred interest income	289,597,231	1,334,973,490	1,624,570,721
<u>Less</u> Allowance for doubtful accounts	(6,212)	(25,468,838)	(25,475,050)
Hire purchase receivables, net	289,591,019	1,309,504,652	1,599,095,671

b) Classified by staging

As at 31 December 2020, hire purchase receivables were classified by staging as follows:

	Consolidated and Separate financial statements	
	Hire purchase receivables, net from deferred interest income Baht	Allowance for expected credit loss Baht
Staging		
Performing financial assets	1,166,960,396	(21,473,362)
Under-performing financial assets	399,201,884	(30,274,006)
Non-performing financial assets	73,421,808	(14,863,339)
Total	1,639,584,088	(66,610,707)

As at 31 December 2019, hire purchase receivables were classified by aging as follows:

	Consolidated and Separate financial statements	
	Hire purchase receivables, net from deferred interest income Baht	Allowance for doubtful account Baht
Current or overdue not over than 1 month	1,209,463,903	(27,180)
Overdue more than 1 month to 3 months	349,194,437	(17,661)
Overdue more than 3 months to 6 months	50,365,541	(9,883,369)
Overdue more than 6 months to 12 months	14,016,486	(14,016,486)
Overdue more than 12 months	1,530,354	(1,530,354)
Total	1,624,570,721	(25,475,050)

On 22 April 2019, the Group was alleged as a joint defendant in the act of forgery. The plaintiff filed a complaint stating that the defendant had fabricated a false document to transfer car ownership before pledged the vehicle title as a collateral with the Group in exchange for car title loan. The case relates to 2 hire-purchase receivables with book values amounting to Baht 611,146. Although the trial is still ongoing, the Group's lawyer considers that a civil court will hold in favour of the Group. Moreover, both parties have already settled the case out of court by agreeing to make full repayment of vehicle, so the plaintiff will abandon the complaints. As a result, management agrees not to set up any provision for doubtful account of related receivables.

As at 31 December 2020, hire purchase receivables totalling 2,427 contracts (2019: 841 contracts) with total book value amounting to Baht 515.65 million (2019: Baht 301.37 million) have been pledged as collateral for debentures and hire purchase receivables totalling 887 contracts (2019: 418 contracts) with total book value amounting to Baht 174.68 million (2019: Baht 55.87 million) have been pledged as collateral for borrowings from financial institutions.

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During the year ended 31 December 2020, the Group sold 132 hire purchase receivables contracts to other company with total book value before net allowance for expected credit losses amounting Baht 35.11 million. This loans receivable has already recorded full expected credit, and additional hire purchase receivables of Baht 12.26 million is already written off.

16 Car for cash receivables, net

a) Classified by product

As at 31 December 2020 and 31 December 2019, outstanding car for cash receivables is as follows:

Consolidated and Separate financial statements			
31 December 2020			
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Car for cash receivables	1,701,524	2,998,209	4,699,733
<u>Add</u> Accrued interest income	51,926	18,362	70,288
Total car for cash receivables, and accrued interest income	1,753,450	3,016,571	4,770,021
<u>Less</u> Allowance for expected credit losses	(3,795)	(13,339)	(17,134)
Car for cash receivables, net	1,749,655	3,003,232	4,752,887

Consolidated and Separate financial statements			
31 December 2019			
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Car for cash receivables	1,023,206	1,598,910	2,622,116
<u>Add</u> Accrued interest income	43,245	11,455	54,700
Total car for cash receivables, and accrued interest income	1,066,451	1,610,365	2,676,816
<u>Less</u> Allowance for doubtful accounts	-	-	-
Car for cash receivables, net	1,066,451	1,610,365	2,676,816

b) Classified by staging

As at 31 December 2020, car for cash receivables were classified by staging as follows:

Consolidated and Separate financial statements		
	Car for cash receivables, and accrued interest income Baht	Allowance for expected credit loss Baht
Staging		
Performing financial assets	4,770,021	(17,134)
Under-performing financial assets	-	-
Non-performing financial assets	-	-
Total	4,770,021	(17,134)

As at 31 December 2019, car for cash receivables were classified by aging as follows:

	Consolidated and Separate financial statements	
	Car for cash receivables, and accrued interest income Baht	Allowance for doubtful account Baht
Current or overdue not over than 1 month	2,676,816	-
Overdue more than 1 month to 3 months	-	-
Overdue more than 3 months to 6 months	-	-
Overdue more than 6 months to 12 months	-	-
Overdue more than 12 months	-	-
Total	2,676,816	-

17 Personal loans receivables, net

a) Classified by product

As at 31 December 2020 and 31 December 2019, outstanding personal loans receivables is as follows:

	Consolidated and Separate financial statements		
	31 December 2020		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Personal loans receivables	1,135,964	1,299,208	2,435,172
<u>Add</u> accrued interest	5,918	6,688	12,606
Total personal loans receivables, and accrued interest income	1,141,882	1,305,896	2,447,778
<u>Less</u> Allowance for expected credit losses	(136,806)	(335,272)	(472,078)
Personal loans receivables, net	1,005,076	970,624	1,975,700
	Consolidated and Separate financial statements		
	31 December 2019		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Personal loans receivables	1,291,291	1,978,089	3,269,380
<u>Add</u> accrued interest	1,998	51,493	53,491
Total personal loans receivables, and accrued interest income	1,293,289	2,029,582	3,322,871
<u>Less</u> Allowance for doubtful accounts	-	(1,146,377)	(1,146,377)
Personal loans receivables, net	1,293,289	883,205	2,176,494

b) Classified by staging

As at 31 December 2020 personal loans receivables were classified by staging as follows:

	Consolidated and Separate financial statements	
	Personal loan receivables, and accrued interest income Baht	Allowance for expected credit loss Baht
Staging		
Performing financial assets	2,037,836	(62,136)
Under-performing financial assets	-	-
Non-performing financial assets	409,942	(409,942)
Total	2,447,778	(472,078)

As at 31 December 2019, personal loans receivables were classified by aging as follows:

	Consolidated and Separate financial statements	
	Personal loan receivables, and accrued interest income Baht	Allowance for doubtful account Baht
Current or overdue not over than 1 month	2,076,883	-
Overdue more than 1 month to 3 months	99,611	-
Overdue more than 3 months to 6 months	71,161	(71,161)
Overdue more than 6 months to 12 months	137,337	(137,337)
Overdue more than 12 months	937,879	(937,879)
Total	3,322,871	(1,146,377)

During the year ended 31 December 2020, the Group sold 18 personal loans receivables contract to other company with total book value before net allowance for expected credit losses amounting Baht 0.28 million. This loans receivable has already recorded full expected credit, and additional personal loans receivables of Baht 0.40 million is already written off.

18 Loans receivables, net

a) Classified by product

As at 31 December 2020 and 31 December 2019, outstanding loans receivables is as follows:

	Consolidated and Separate financial statements		
	31 December 2020		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Loans receivables	8,610,749	315,510,388	324,121,137
Add Accrued interest	325,557	56,191,069	56,516,626
Total loans receivables, and accrued interest income	8,936,306	371,701,457	380,637,763
Less Allowance for expected credit losses	-	(139,142,822)	(139,142,822)
Loans receivables, net	8,936,306	232,558,635	241,494,941

	Consolidated and Separate financial statements		
	31 December 2019		
	Portion due within 1 year Baht	Portion due Later than 1 year Baht	Total Baht
Loans receivables	10,972,914	406,202,221	417,175,135
Add Accrued interest	22,547	50,198,472	50,221,019
Total loans receivables, and accrued interest income	10,995,461	456,400,693	467,396,154
Less Allowance for doubtful accounts	-	(72,167,767)	(72,167,767)
Loans receivables, net	10,995,461	384,232,926	395,228,387

b) Classified by staging

As at 31 December 2020, hire purchase receivables were classified by staging as follows:

	Consolidated and Separate financial statements	
	Loans receivables, and accrued interest income Baht	Allowance for expected credit loss Baht
Staging		
Performing financial assets	8,936,306	-
Under-performing financial assets	-	-
Non-performing financial assets	371,701,457	(139,142,822)
Total	380,637,763	(139,142,822)

As at 31 December 2019, hire purchase receivables were classified by aging as follows:

	Consolidated and Separate financial statements	
	Loans receivables, and accrued interest income Baht	Allowance for doubtful account Baht
Current or overdue not over than 1 month	10,995,461	-
Overdue more than 1 month to 3 months	-	-
Overdue more than 3 months to 6 months	-	-
Overdue more than 6 months to 12 months	-	-
Overdue more than 12 months	456,400,693	(72,167,767)
Total	467,396,154	(72,167,767)

During the year ended 31 December 2020, the Group sold 1 loan receivable contract to other company with total book value before net allowance for expected credit loss amounting to Baht 8.95 million. This loans receivable has already recorded full expected credit loss.

19 Allowance for expected credit losses

	Performing financial assets (12-month ECL) Baht	Under- performing financial assets (Lifetime ECL - not credit impaired) Baht	Non- performing financial assets (Lifetime ECL - credit impaired) Baht	Total Baht
As of 1 January 2020 – previously reported	27,180	17,661	232,573,770	232,618,611
Amounts restated through opening retained earnings	36,632,750	27,213,203	77,745,003	141,590,956
As at 1 January 2020 - restated	36,659,930	27,230,864	310,318,773	374,209,567
Changes due to staging:				
Performing financial assets	4,283,240	(3,953,402)	(329,838)	-
Under-performing financial assets	(7,720,321)	7,906,188	(185,867)	-
Non-performing financial assets	(1,034,521)	(3,665,086)	4,699,607	-
Changes due to new estimation of credit loss	(12,916,990)	26,293,281	77,956,672	91,332,963
Newly acquired financial assets	10,098,031	-	-	10,098,031
Transfers to foreclosed assets	(2,761,883)	(4,438,640)	(1,319,302)	(8,519,825)
Write-off	(6,091,957)	(22,985,448)	(98,975,874)	(128,053,279)
	20,515,529	26,387,757	292,164,171	339,067,457
Management overlay				3,868,907
As of 31 December 2020				342,936,364

For the year ended 31 December 2020, management considered to recognise an additional expected credit loss by considering job occupancy of debtors that located in major tourism hub or operate business effected by government policy regarding to the COVID-19 pandemic as management overlay due to the Group's precautionary measure after assessing various conditions and economics uncertainties arising from the COVID-19 situation which could result in debtors quality deterioration in the coming periods along with applied relief measures to relief repayment could not reflect actual credit quality and expected credit loss.

20 Investments in subsidiaries

As at 31 December 2020 and 2019, the subsidiaries included in consolidated financial statements are listed below.

Company name	Country of incorporation	Business	Ownership interest %	Registered capital		Paid-up capital		Shareholding percentage %	Cost	
				2020 Baht	2019 Baht	2020 Baht	2019 Baht		2020 Baht	2019 Baht
SGF Asset Management Company Limited	Thailand	Purchase or transfer of loan receivables	100	-	25,000	-	25,000	100	-	24,999
SGF Service Management Company Limited	Thailand	Providing financial advice service	100	1,000	1,000	1,000	1,000	100	1,000	1,000
Company Limited									1,000	25,999

The subsidiaries have only ordinary 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.

On 15 May 2020, the Company disposed the whole investment in SGF Asset Management Company Limited of 249,997 shares at value of Baht 100 each amounting to Baht 26,300,000.

The Group ceased to consolidate financial statements of SGF Asset Management Company Limited since 15 May 2020 and recognised gain on a disposal of an investment amounting to Baht 1,303,842 in the consolidated financial statements and Baht 1,300,300 in the separate financial statements.

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21 Foreclosed assets, net

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Foreclosed assets	53,618,325	36,077,107
<u>Less</u> Allowance for impairment	(41,506)	(95,000)
Foreclosed assets, net	53,576,819	35,982,107

As at 31 December 2020 and 2019, condominium which was foreclosed assets amount of Baht 500,000 has been mortgaged as collateral for borrowings from financial institutions (Note 25).

22 Property, plan and equipment, net

	Consolidated and Separate financial statements								
	Land Baht	Building Baht	Building improvement Baht	Furniture, fixtures and office equipment Baht	Vehicles Baht	Construction In progress Baht	Right of use		Total Baht
							Vehicles Baht	Buildings Baht	
At 1 January 2019									
Cost	4,880,000	8,557,264	12,469,223	24,208,134	12,373,423	1,017,527	-	-	63,505,571
Less Accumulated depreciation	-	(8,557,258)	(1,588,976)	(9,675,468)	(4,418,832)	-	-	-	(24,240,534)
Net book amount	4,880,000	6	10,880,247	14,532,666	7,954,591	1,017,527	-	-	39,265,037
For the year ended 31 December 2019									
Opening net book amount	4,880,000	6	10,880,247	14,532,666	7,954,591	1,017,527	-	-	39,265,037
Additions	-	-	8,280	1,551,211	-	-	-	-	1,559,491
Transferred in (out)	-	-	677,374	321,428	-	(998,802)	-	-	-
Disposals	-	-	(640,917)	(43,443)	(230,116)	(18,725)	-	-	(933,201)
Depreciation charge	-	-	(1,244,092)	(4,256,743)	(2,320,643)	-	-	-	(7,821,478)
Closing net book amount	4,880,000	6	9,680,892	12,105,119	5,403,832	-	-	-	32,069,849
At 31 December 2019									
Cost	4,880,000	8,557,264	12,425,142	26,022,673	11,962,207	-	-	-	63,847,286
Less Accumulated depreciation	-	(8,557,258)	(2,744,250)	(13,917,554)	(6,558,375)	-	-	-	(31,777,437)
Net book amount	4,880,000	6	9,680,892	12,105,119	5,403,832	-	-	-	32,069,849
	Consolidated and Separate financial statements								
	Land Baht	Building Baht	Building improvement Baht	Furniture, fixtures and office equipment Baht	Vehicles Baht	Construction In progress Baht	Right of use		Total Baht
							Vehicles	Buildings	
								Baht	
For the year ended 31 December 2020									
Opening net book amount	4,880,000	6	9,680,892	12,105,119	5,403,832	-	-	-	32,069,849
Adjustment from adoption of new financial reporting standards (note 5)	-	-	282,322	60,464	(5,152,823)	-	5,152,823	34,740,692	34,740,692
Additions	-	-	-	198,739	-	-	-	3,616,407	3,959,193
Disposals	-	-	(1,475,248)	-	-	-	(842,488)	-	(2,516,475)
Lease termination	-	-	-	-	-	-	-	(3,590,939)	(3,590,939)
Depreciation charge	-	-	(1,217,705)	(4,383,850)	(164,158)	-	(1,672,123)	(8,661,923)	(16,099,759)
Closing net book amount	4,880,000	6	7,270,261	7,582,994	86,851	-	2,638,212	26,104,237	48,562,561
At 31 December 2020									
Cost	4,880,000	8,557,264	10,670,307	25,650,857	10,152,094	-	8,189,025	32,783,871	92,694,393
Less Accumulated depreciation	-	(8,557,258)	(3,400,046)	(18,067,863)	(7,427,031)	-	(5,550,813)	(6,679,634)	(44,131,832)
Net book amount	4,880,000	6	7,270,261	7,582,994	2,725,063	-	2,638,212	26,104,237	48,562,561

As at 31 December 2020 and 2019, land and buildings amount of Baht 4,880,006 have been mortgaged as collateral for borrowings from financial institutions (Note 25).

23 Intangible assets

	Consolidated and Separate financial statements		
	Software Baht	Software under installation Baht	Total Baht
At 1 January 2019			
Cost	6,361,921	749,000	7,110,921
<u>Less</u> Accumulated amortisation	(717,105)	-	(717,105)
Net book amount	5,644,816	749,000	6,393,816
For the year ended 31 December 2019			
Opening net book amount	5,644,816	749,000	6,393,816
Additions	775,535	3,336,038	4,111,573
Transferred in (out)	3,712,892	(3,712,892)	-
Amortisation charge	(827,775)	-	(827,775)
Closing net book amount	9,305,468	372,146	9,677,614
At 31 December 2019			
Cost	10,850,348	372,146	11,222,494
<u>Less</u> Accumulated amortisation	(1,544,880)	-	(1,544,880)
Net book amount	9,305,468	372,146	9,677,614
For the year ended 31 December 2020			
Opening net book amount	9,305,468	372,146	9,677,614
Additions	168,418	5,547,576	5,715,994
Transferred in (out)	2,574,367	(2,574,367)	-
Amortisation charge	(1,178,621)	-	(1,178,621)
Closing net book amount	10,869,632	3,345,355	14,214,987
At 31 December 2020			
Cost	13,593,133	3,345,355	16,938,488
<u>Less</u> Accumulated amortisation	(2,723,501)	-	(2,723,501)
Net book amount	10,869,632	3,345,355	14,214,987

24 Deferred income tax

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Deferred tax assets:		
Deferred tax asset to be recovered within 12 months	7,211,421	8,187,118
Deferred tax asset to be recovered after more than 12 months	29,850,593	22,176,497
	37,062,014	30,363,615
Deferred tax liabilities:		
Deferred tax liabilities to be settled within 12 months	(744,498)	(487,443)
Deferred tax liability to be settled after more than 12 months	(8,218,251)	(1,776,907)
	(8,962,749)	(2,264,350)
Deferred tax asset, net	28,099,265	28,099,265

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The movement in deferred tax assets and liabilities during the year is as follows:

	Consolidated and Separate financial statements					
	Allowance for expected credit loss (2019: allowance for doubtful accounts) Baht	Diminution in value of foreclosed assets Baht	Employee benefit obligations Baht	Loan receivables from purchase of receivables Baht	Unused tax loss Baht	Total Baht
Deferred tax assets						
At 1 January 2019	29,125,178	767,458	1,100,114	85,280	-	31,078,030
Charged (credited) to total comprehensive income	(8,481,635)	7,121,533	651,588	26,742	-	(681,772)
Charged directly to equity	-	-	(32,643)	-	-	(32,643)
At 31 December 2019	20,643,543	7,888,991	1,719,059	112,022	-	30,363,615
At 1 January 2020	20,643,543	7,888,991	1,719,059	112,022	-	30,363,615
Charged (credited) to total comprehensive income	(513,023)	-	-	-	7,211,421	6,698,399
At 31 December 2020	20,130,520	7,888,991	1,719,059	112,022	7,211,421	37,062,014
	Consolidated and Separate financial statements					
				Prepaid arrange fee on borrowings Baht	Stop-Accrued interest income Baht	Total Baht
Deferred tax liabilities						
At 1 January 2019				(2,013,269)	-	(2,013,269)
Charged (credited) to total comprehensive income				(251,081)	-	(251,081)
Charged directly to equity				-	-	-
At 31 December 2019				(2,264,350)	-	(2,264,350)
At 1 January 2020				(2,264,350)	-	(2,264,350)
Charged (credited) to total comprehensive income				662,196	(7,360,595)	(6,698,399)
At 31 December 2020				(1,602,154)	(7,360,595)	(8,962,749)

The Group did not record deferred tax assets for the year 2020 other than the portion that could be offset against the increased deferred tax liabilities for the year since the realisation of the related tax benefit through the future taxable profit is not probable.

Deferred income tax assets are recognised for tax loss and carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group does not recognise deferred tax asset of Baht 5.1 million (from tax losses of Baht 25.95 million), to carry forward against future taxable income; these tax losses will expire in 2024.

25 Borrowings

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Current		
Debentures	193,100,539	267,854,744
Borrowings from financial institutions	82,022,252	42,009,450
Total current borrowings	275,122,791	309,864,194
Non - current		
Debentures	145,339,932	187,755,603
Borrowing from financial institutions	78,067,777	20,076,652
Total non - current borrowings	223,407,709	207,832,255
Total	498,530,500	517,696,449

The details of borrowings are as follows:

	Consolidated and Separate financial statements				
	Amount Baht	Prepaid arrange fee Baht	Maturity date	Interest rate %	Interest payment term
At 31 December 2020					
Debentures	344,100,000	(5,659,529)	26 April 2021 10 February 2022	6.25%	Quarterly
Borrowings from financial institutions	162,412,415	(2,322,386)	Monthly, from 25 March 2019 to 31 March 2025	2% to MLR - 1.47%	Monthly
	Consolidated and Separate financial statements				
	Amount Baht	Prepaid arrange fee Baht	Maturity date	Interest rate %	Interest payment term
At 31 December 2019					
Debentures	464,900,000	(9,289,653)	21 April 2020, 26 April 2020	6% to 6.25%	Quarterly
Borrowings from financial institutions	62,418,197	(332,093)	Monthly, from 25 March 2019 to 22 February 2022	2% to MLR- 1.47%	Monthly

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Movement in borrowings are analysed as follows:

	Consolidated and Separate financial statements Baht
Opening amount as at 1 January 2020	517,696,449
Proceed from borrowings	269,200,000
Repayment of borrowings	(290,005,782)
Increase in prepaid arrange fee on borrowings	(10,318,071)
Amortisation of prepaid arrange fee on borrowings	11,957,904
Closing amount as at 31 December 2020	498,530,500

Debentures and borrowings from financial institutions require the Group to maintain financial ratios. The Group have ability to maintain certain minimum financial ratio which comply with agreements.

The Group early redeems secured debentures on 26 January 2021, and issues additional secured debentures on 28 January 2021, as disclosed in Note 38.

Debentures

As at 31 December 2020, shareholders have pledged ordinary shares 180 million shares with par value amounting to Baht 225 million which collateral valued not more than Baht 54 million and hire purchase receivables 2,427 contracts with book value amounting to Baht 515.65 million (Note 15) in total have been pledged as collateral for debentures.

As at 31 December 2019, shareholders have pledged ordinary shares 180 million shares with par value amounting to Baht 225 million as collateral for debentures and hire purchase receivables 841 contracts with book value amounting to Baht 301.37 million (Note 15) in total have been pledged as collateral for debentures.

Borrowings from financial institutions

As at 31 December 2020, saving accounts and fixed deposits (Note 12), hire purchase receivables (Note 15), foreclosed asset (Note 21), and land and building (Note 22) have been pledged as collateral for borrowings from financial institutions.

As at 31 December 2019, saving accounts and fixed deposits (Note 12), hire purchase receivables (Note 15), foreclosed asset (Note 21), and land and building (Note 22) have been pledged as collateral for borrowings from financial institutions.

26 Lease liabilities

Movements of lease liabilities for the year ended 31 December 2020 are as follows:

	Consolidated and Separate financial statements Baht
Opening net book amount	4,038,518
Adjustment from the adoption of TFRS 16 (Note 5)	34,740,692
Opening amount after adjustment	38,779,210
Increase from lease extension	4,385,119
Decrease from lease termination	(4,552,616)
Repayment of lease	(12,054,015)
Amortisation of interest expense	2,431,788
Closing net book amount	28,989,486

The present value of lease liabilities is as follows:

	2020 Baht	2019 Baht
Representing lease liabilities:		
Not later than 1 year	8,253,629	1,519,581
Later than 1 year but not later than 5 years	20,735,857	2,518,937
Present value of lease liabilities	28,989,486	4,038,518

27 Other current liabilities

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Accrued personnel expenses	12,824,689	13,000,458	12,824,689	13,000,458
Accrued expenses	5,986,395	5,208,052	5,976,395	5,148,052
Dividend payable	-	373,537	-	373,537
Income tax payable	-	24,280	-	-
Insurance premium waiting to submit to insurance companies	4,917,660	3,894,692	4,917,660	3,894,692
Commission waiting to submit to dealer	401,168	694,880	401,168	694,880
Specific business tax payable	9,304	8,970	9,304	8,970
Output vat payable	4,642,021	3,729,164	4,642,021	3,729,164
Withholding tax payable	387,393	429,993	387,393	429,993
Suspense account waiting for repayment	43,063	156,070	43,063	156,070
Others	7,559,707	4,034,080	7,559,207	4,033,280
Total	36,771,400	31,554,176	36,760,900	31,469,096

28 Employee benefit obligations

For the year ended 31 December 2020 and 2019, the movement in the defined benefit obligation over the year is as follows:

	Consolidated and Separate financial statement	
	2020 Baht	2019 Baht
At 1 January	8,432,084	5,272,933
Current service cost	1,866,679	2,681,885
Past service cost	-	418,901
Interest expense	112,977	259,585
Benefit payment during the year	(1,052,801)	(38,006)
Remeasurements:		
Gain from change in demographic assumptions	-	2,247,818
Loss from change in financial assumptions	-	41,450
Loss from experience	-	(2,452,482)
At 31 December	9,358,939	8,432,084

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 day's pay to 400 day's pay. The effects of the amendment were recognised as past service cost during the year.

Expense (Revenue) for employee benefits were recognised in the statements of comprehensive income as follows:

	Consolidated and Separate financial statement	
	2020 Baht	2019 Baht
Current service costs	1,866,679	2,681,885
Past service costs	-	418,901
Interest costs	112,977	259,585
Remeasurement for employee benefit obligations	-	(163,214)
	1,979,656	3,197,157

The principal actuarial assumptions used were as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Discount rate	1.71%	1.71%
Salary increase rate	6.00%	6.00%
Mortality rate	100% of TMO2017	100% of TMO2017
Turnover rate	7.64% - 45.84%	7.64% - 45.84%
Retirement age	Aged 60 year	Aged 60 year

Sensitivity analysis

	Increase (decrease) in provisions for post-employment benefits Consolidated and Separate financial statements	
	2020 %	2019 %
Financial Assumptions		
Discount rate		
Increase 1.00%	(4.44)	(7.29)
Decrease 1.00%	4.75	8.37
Salary increase rate		
Increase 1.00%	10.15	7.79
Decrease 1.00%	(9.02)	(6.95)
Demographic Assumptions		
Turnover rate		
Increase 20.00%	(16.32)	(12.51)
Decrease 20.00%	21.13	16.01

The above sensitivity analyses 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 employee 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) has been applied as when calculating the pension liability recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The weighted average duration of the defined benefit obligation are 12 years (2019: 13 years).

Analysis of the maturity of the payment of retirement benefits is as follows:

	Consolidated and Separate financial statements			
	Less than 1 year Baht	Between 1-5 years Baht	More than 5 years Baht	Total Baht
At 31 December 2020				
Pension benefits	1,538,463	2,172,428	5,514,433	9,225,324
Total	1,538,463	2,172,428	5,514,433	9,225,324

29 Legal reserve

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
At 1 January	12,094,206	9,319,724
Appropriation during the year	2,048,641	2,774,482
At 31 December	14,142,847	12,094,206

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Under the Public Limited Company Act., B.E. 2535, the Group is required to set aside as a legal reserve at least 5 % 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 non-distributable.

30 Interest income

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Hire purchase interest income	333,264,468	301,747,401	333,264,468	301,747,401
Loans interest income	38,786,150	20,228,470	38,786,150	20,228,470
Other interest income	1,976,200	2,916,476	1,976,194	2,915,411
Total	374,026,818	324,892,347	374,026,812	324,891,282

31 Finance costs

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Promissory notes	-	-	86,590	323,594
Bills of exchange	-	481,890	-	481,890
Debentures	23,981,336	24,509,949	23,981,336	24,509,949
Borrowing from financial institution	7,444,689	4,156,032	7,444,689	4,156,032
Lease liabilities	2,268,517	-	2,268,517	-
Arrangement fee for debenture and promissory notes	9,842,125	11,114,671	9,842,125	11,114,671
Other finance costs	129,997	216,775	129,997	216,775
Total	43,666,664	40,479,317	43,753,254	40,802,911

32 Expenses by nature

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Marketing expenses	2,803,639	3,712,241	2,803,639	3,711,941
Marketing incentives	20,842,514	19,324,895	20,842,514	19,324,895
Advisory and professional fee	11,442,417	9,139,088	11,160,848	9,073,888
Personnel expenses	104,803,335	114,075,293	104,803,335	114,075,293
Depreciation and amortisation expenses	17,278,380	8,649,253	17,278,380	8,649,253
Rental and services expenses	5,668,899	15,143,534	5,668,899	15,143,534
Specific business tax and other taxes	1,784,483	3,044,202	1,784,483	3,044,202
Utilities expenses	7,121,592	9,326,263	7,121,592	9,326,263
Fuel expenses	5,645,620	7,465,911	5,645,620	7,465,911
Other expenses	6,676,286	4,421,034	6,666,702	4,415,194
Total	184,067,165	194,301,714	183,776,012	194,230,374

33 Income tax expenses

Income tax expense for the year comprises the following:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Current tax	-	48,730	-	-
Adjustments in respect of prior year	-	-	-	-
Increase in deferred tax assets (Note 24)	6,698,399	932,853	6,698,399	932,853
Decrease in deferred tax liabilities (Note 24)	(6,698,399)	-	(6,698,399)	-
Total	-	981,583	-	932,853

The income tax expenses on profit before tax differ from the theoretical amount that would arise using the basic tax rate of as follows:

	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Profit before tax	40,772,109	56,606,616	40,972,824	56,422,492
Tax calculated at a tax rate of 20% (2019: 20%)	8,154,422	11,321,323	8,194,565	11,284,498
Tax effect of:				
Income not subject to tax	(112,020)	(173)	(112,020)	-
Addition income subject to tax	-	141,346	-	129,268
Expenses not deductible for tax purpose	20,348,357	11,084,216	20,348,357	11,084,216
Additional deductible expenses	(4,956,907)	(50,192,317)	(4,997,050)	(50,192,317)
Utilisation of previously unrecognised tax losses	(23,433,852)	-	(23,433,852)	-
Tax losses for which no deferred income tax asset was recognised	-	28,627,188	-	28,627,188
Income tax expenses	-	981,583	-	932,853

The weighted average applicable tax rate was 0% (2019: 1.65%- 1.73%).

34 Earnings per share

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Net profit attributable to shareholders (Baht)	40,772,109	55,625,033	40,972,824	55,489,639
Weighted average number of ordinary shares in issue (Shares)	1,310,000,000	1,310,000,000	1,310,000,000	1,310,000,000
Basic earnings per share (Baht)	0.0311	0.0425	0.0313	0.0424

There are no potential dilutive ordinary shares in issue for the years ended 31 December 2020 and 2019.

35 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.

SGF Capital Public Company Limited
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In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The Company is held 18.08% of shares by Thongtang family who is the majority shareholder.

The followings are relationships of the Company and related parties.

Name of entities	Country of incorporation/ nationality	Business	Nature of relationships
SGF Asset Management Company Limited	Thailand	Purchase or transfer of loan receivables	Subsidiary
SGF Service Management Company Limited	Thailand	Providing financial advice service	Subsidiary
WTH Holdings Company Limited	Thailand	Providing services related to building and place	Same shareholder
Wichaithongtang Law Office Company Limited	Thailand	Providing legal counsel	Same shareholder

The following transactions were carried out with related parties:

a) Outstanding balances

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	31 December 2019 Baht	31 December 2020 Baht	31 December 2019 Baht
<u>Other advance payment</u>				
SGF Asset Management Company Limited	-	-	15,100	15,100
<u>Accrued interest expense</u>				
SGF Asset Management Company Limited	-	-	-	151,002
SGF Service Management Company Limited	-	-	12,000	6,040

b) Borrowings from subsidiaries

	Consolidated financial statements		Separate financial statements	
	31 December 2020 Baht	31 December 2019 Baht	31 December 2020 Baht	31 December 2019 Baht
<u>Borrowing</u>				
SGF Asset Management Company Limited	-	-	-	25,000,000
SGF Service Management Company Limited	-	-	1,000,000	1,000,000

The loans from subsidiaries were provided interest rate 1.2% annually, and there were repayment at call.

c) Expenses to related parties

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2020 Baht	2019 Baht	2020 Baht	2019 Baht
Interest expenses				
SGF Asset Management Company Limited	-	-	74,590	224,359
SGF Service Management Company Limited	-	-	12,000	8,974
For the year ended 31 December	Pricing policies		Consolidated and Separate financial statements	
			2020 Baht	2019 Baht
Same shareholder companies				
Wichaitongtang law office Co., Ltd.				
Legal advisor fees	Agreed price, as discussed on the agreement		600,000	600,000
WTH Holding Limited				
Building rental and expenses	Agreed price, as discussed on the agreement		1,786,680	1,767,000
Service expenses	Agreed price, as discussed on the agreement		1,340,010	1,210,800

d) Remuneration of Directors and Executives

Remuneration of Directors and Executives for the Group for the year ended 31 December 2020 and 2019 are as follows:

For the year ended 31 December	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Short-term benefits		
- Directors remuneration	2,092,000	1,771,000
- Management remuneration	9,841,535	9,130,966
Post-employment benefits	252,447	1,004,239
Total	12,185,982	11,906,205

36 Commitments

36.1 Capital expenditure commitments

Capital expenditure contracted as at the statement of financial position date but not recognised in the financial statements is as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Software installation contract	12,109,621	382,421
Total	12,109,621	382,421

36.2 Non-cancellable operating leases - where a Group is the lessee

As at 31 December 2019, the Group leases office and branches under non-cancellable operating lease agreement expiring within 1 to 3 years, and the majority of the leases are renewable at the end of the lease period at market rate.

Commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

	Consolidated and Separate financial statements	
	2020 Baht	2019 Baht
Not later than 1 year	-	4,909,317
Later than 1 year but not later than 5 years	-	1,448,832
Total	-	6,358,149

37 Contingent liabilities

As at 31 December 2020, the Group has the following significant lawsuits;

- a) On 12 November 2018, the Group has been sued by 7 foreigners, third parties, on a juristic act to cancel the mortgages for land and buildings which was executed between the Group and the client. The plaintiffs argued that they had entered into a sale and purchase contract to buy a piece of land and building with the client; therefore, after the payment had already been made with the full amount, the ownership of assets must be transferred. However, since the client engaged in the mortgage encumbrance with the Group, such mortgage breached the announcement of the Land Development Central Committee. On 23 August 2019, the Court of First Instance has issued a judgment by ordering the Client and the Group to jointly registered to withdraw all such mortgages and the Client to register the transfer of title of the lands without mortgages to all 7 plaintiffs or their legal entities provided by the plaintiffs, while the plaintiff 3, 4 and 6 have to pay the outstanding amount to the client. On 14 July 2020, the Court of Appeal dismissed the request and ordered to refund court fee. As at 31 December 2020, the case is in the process for plaintiffs to request an appeal to the Supreme Court.
- b) On 2 August 2019, the Group was sued by a third party to revoke the mortgage of land and building, which has been done between the Group and the client. By claiming that he has entered into a contract to purchase and sell the said land and building with the client. He has made full payment and have already received possession of the said land and buildings from the client. However, the client created more encumbrance to the land, by mortgage it with the Group. Therefore, it is a violation of Announcement of the Central Land Development Board. This is a mortgage registration, while the Group knew that it would cause the disadvantage to the other creditors. The mortgages were not bona fide. On 12 March 2020, the Court of First Instance has issued a judgment by ordering the Client and the Group to jointly register to withdraw all such mortgages. However, on 29 October 2020, the Court of Appeal dismissed the request to withdraw all such mortgages.
- c) On 8 October 2020, the Group was sued by a third party to revoke the mortgage of land and building, which has been done between the Group and the Client by claiming that he has entered into a contract to purchase and sell the said land and building with the Client. He has made partial payment and already received possession of the said land and buildings from the Client. However, the Client created more encumbrance to the land, by mortgage it with the Group. Therefore, it is a violation of Announcement of the Central Land Development Board. This is not a bona fide mortgage as the Group knew that it would cause the disadvantage to the other creditors. The Court makes an appointment to hear the judgment on 19 March 2021.
- d) On 29 June 2020, the Group was sued by previous factoring client to demand the Group to repay the different portion of debt which has been collected according to the factoring agreement. The Group has submitted several objection petitions to defend the case to the Court on several grounds and is confident that the petitions can be used to defend the case. The Court makes an appointment for examination during 2 to 4 March 2021.

38 Events occurring after the reporting period

- a) On 26 January 2021, the Group early redeems secured debentures No.1/2019 for redemption on 26 April 2020 amounting to Baht 194.9 million.
- b) On 28 January 2021, the Group issues secured debentures No.1/2021 for redemption on 28 December 2022 amounting to Baht 300 million with an interest rate of 6.35% by pledging rights over hire purchase receivables amounting to Baht 450 million as collateral for debentures.



Corporate Social Responsibility

The Company has progressively supported and promoted the social development while adhering to the good corporate governance policy along with instilling good awareness in operating its business with respect to social and environment responsibility, the Company has therefore concentrated on aspects of social responsibility for example, treating employees, customers, competitors, etc. with fairness, utmost transparency and honesty, operating business in compliance with the Company's code of ethics and enhancing credibility in conducting business both inside and outside the organization in order to convince the investors and all stakeholders. The above-mentioned social responsibilities that the Company has undertaken have contributed to the growth of the Company which has grown sustainably along with the society and they have also raised the awareness in public participation resulting in the converting abstract strategy into concrete, measurable actions in business operation as well as developing the foundation of continuous and sustainable responsibility. The policies on social responsibility can be detailed as follows:

Fair Business Practices

The Company is determined to conduct business fairly and sincerely, adhering to ethical principles and refraining from unfair trade practices to contribute to the financial services with a clear focus on creating utmost benefits for the consumers through fair competition in the market. The Company does not tolerate any violation of applicable laws, social norms and refraining from unethical collaboration with competitors in order to gain personal benefit or benefit of its adherent which would deprive the consumers of their benefits. The Company admits in its codes of conduct that conflicts of interest are a threat to its efficiency, integrity and reputation so under no circumstances shall the Company have any relations with the circumstances where conflicts of interest exist. To ensure the fair treatment of consumers and competitor, the Company has treated customers and competitors with equality, without discrimination and resolutely refusing to carry out an unethical business assault, to execute competitor attacks, to provide false or misleading information in order to gain benefits without causes. The Company shall refuse to seek confidential information of competitors by means of dishonesty or impropriety that contrary to business ethics. The Company intends to be a leader in the retail hire purchase business by creating credibility for customers, investors and interested parties in business operations and adding value and promoting sustainable growth of the organization. The Company shall operate its business in accordance with the good corporate governance principles, social and environmental responsibility by establishing clear operational guidelines for executives and employees to abide by, in compliance with the good corporate governance, Business Ethics, transparency and accountability.

Responsibility towards Customers

In conducting business, the Company adheres to customer responsibility on the basis of honesty and business ethics, which is the most essential to the business. Especially, since the Company is a financial service provider, building customer trust and confidence while enhancing sustainable growth is more than essential to the business, the Company therefore has established guideline on credit approval process in compliance with social responsibility as follows:

- Offering products and services that are accessible to the public along with details on conditions and fees with fairness, utmost transparency and honesty in consideration of maximizing customers' benefits.
- Providing comprehensive customer services.
- Evaluating an individual's ability to pay installment payments when considering a loan application. The company will evaluate and introduce an appropriate credit model for each customer while considering the basic needs of customers and the ability to repay debt, as well as cultivate financial awareness and discipline among customers.
- Respect for the satisfaction, rights and personal information of customers. The Company has had a privacy policy to properly secure and protect confidential business information by training employees in privacy issues intended to provide employees with an understanding of personal information and rights of privacy of the customers.

- Helping customers experiencing uncontrollable crises such as natural disasters. The Company will consider and introduce the measures to minimize or offset its effects as the Company deems appropriate.

Corporate Social Responsibility – in Employee's Perspective

The Company has designated an employ policy holding equal equality; stability; and professional advancement principles. Management and staff are obligated to comply with human rights principles and mustn't support any violation of human right. The Company prohibits the use of child labor; and human trafficking, and discourages engaging in or accepting any form of bribery or corruption. Employees are treated fairly and appropriate welfare such as:

1. The company provides fair remunerations appropriate to the responsibilities and work performance of each employee. Various benefits are depend on performance, such as bonus, reward, commission etc. and other benefits which more than requirement in the law such as provident fund, and uniform etc.
2. Adherence to Human Rights and recognition of diversity in the organization.
3. Maintaining and ensuring safety and hygiene in the workplaces and work processes.
4. Creating a learning society within the organization for the development skills and knowledge to employees, to provides competency development continuously. The Company is confident that personnel development is important to encourage people with potential and performance to maximize their knowledge and skills that will strengthen the competitiveness of the organization.
5. Development the communication channels within the organization and an appropriate, fair and transparent performance appraisal system.
6. The Company has a number of projects to enhance employees' health and employees' working stability. The Company provides health care project such as Annual medical check-up with check-up program that suitable for each staff. Medical assistance benefit to relieve employee's financial burden which related to medical treatment fees for both cases of in-patients and out patients. Moreover, there are various employee wellness program to relief employees from work and join the activities together, such as employees' sport activities, new year party etc.
7. The company has the project to enhance well-being of employees by setting up employees' loan and motor cycle hire purchase welfare for the company's employees etc.

Corporate Social Responsibility – in Business Partner's Perspective and Shareholder's Perspective

The company has operating policy under principle of ethics; transparency; and verifiable working process under good corporate governance so that the company is able to disclose entirely information to stockholders, and investors. However, the company has channel that stakeholders can inform in case of imperfect services or fraud trace by sending E-mail to “internal_audit@sgfcap.com” or “apinya.b@sgfcap.com”

The company has fair procedure of selection business partner and deals with business partner neutrally based on obtaining fair return in both the company and our partners.

The company holds policy that the company will act to the creditor according to condition or trading agreement. The company abides by loan condition, and doesn't intend to conceal information which causing any damage to creditor or financial institution.

Corporate Social Responsibility – in Society's Perspective

Since community engagement is one of the key pillars of corporate social responsibility, the Company then adheres to the significance of conducting their business in a way that is ethical, moral and beneficial to community along with jointly building sustainable Thai society. Therefore, the Company has participated in many activities detailed as follows:

1. The company collaborated with the Bank of Thailand to offer a debt payment deferment program to help customers who were affected by COVID-19 and the government's lockdown measure. In addition to the three-month debt deferment (on both principal and interest), the company also

- offered a debt restructuring program for customers who were continuously affected by COVID-19 to help them to repay their debt at a lower rate. There were 1,400 customers participated in the deferment program.
2. Providing assistance whether in the form of noncash items or money to individuals and families affected by the disaster or disasters that occur to many people such as fires, storms, floods as well as other disasters which continuously causing damage to life and property of people.

Corporate Social Responsibility – in Environment’s Perspective

The company emphasizes on worthy usage of resource and energy. In the previous time, the company has a plenty of projects which maximize worthy usage of resource and energy as follows.

1. The company initiated the paper consumption reduction project to reduce carbon footprint. It encouraged employees to store important documents in an electronic format to reduce paper consumption. In the past year, the company developed a system for delivering work from branches to the head office in the form of e-document, which reduced the amount of paper used in each department.
2. Waste recycling management promoted the reuse of used single-sided papers.
3. Promoted taking stairs to go up or down one floor instead of using elevators to save electricity and to get some exercise.
4. Promoted energy efficiency such as turning off the lights every time when not needed or during a lunch break.
5. Promoted disposable plastic reduction in the head office and branches.
6. Improved the procurement policy to choose environmentally-friendly products.

Personal Data Protection Policy

In response to the Personal Data Protection Act issued on 24 May 2019, the Company has established the personal data protection policy, which was approved by the Board of Directors and disclosed on the company’s website. Furthermore, the company has also informed employees about the risks associated with personal data protection and required all personnel of the company to comply with the personal data protection policy. The IT Department has also adopted modern data protection and search technologies to help reduce personal data risks.

For information security and prevention of cyberattacks, in 2020, the IT Department has adopted approach to prevent cyberattacks. It installed a server monitoring system to monitor server abnormalities for checking branch operations. Equipment was separate in order to keep information stored in separated areas safe and secure. The company also installed a backup system (DR site) and determined the rights to access data, as well as recording data access to systematically track and identify data users.

Policies and Practices for Non-Infringement of Intellectual Property

The Company is committed to conducting business policies in accordance with the laws relating to intellectual property rights, so the Company shall raise awareness to directors, executives, and all employees to honor and respect the Intellectual Property right of others. All employees of the Company are encouraged to perform their duties pursuant to laws or regulations relating to intellectual property rights, trademarks, patents, copyrights, trade secrets and other intellectual property rights. All employees of the Company are prohibited to infringe any Intellectual Property rights of others whether in a particular form of illegal copying or exploiting Intellectual Property rights of other without permission. The policies and practices concerning the non-infringement of Intellectual Property described as follows:

1. Every employee has a duty to protect and keep the confidentiality of the company's Intellectual Property. All employees must also be extremely careful to ensure the confidential information does not know to the third party. All employees must not use Intellectual Property of the Company whether for personal use or for other persons without permission.

2. All employees shall honor and respect the Intellectual Property right of others and shall not exploit Intellectual Property rights of other, in whole or in part, without permission.

Against Corruption and fraud

The company emphasizes on resisting any corruption and fraud in all methods. The company cultivates consciousness in management team and all level of employees, instructs right core value as mentioned below.

1. All employees mustn't propose returns, demands, agreements, or take a bribe from others in every form, both direct and indirect way, in order to sub serve benefit of each other or take an exploit of company's working.
2. If the company finds any fraud, the company won't consider that what the position of the fraud employee is being. Judgement; and punishment will be equal.
3. The company has repeatedly cultivated honesty working value, non-taking an exploit in the position value or non-sub serving the others value in all employees. The company allows employee to acknowledge punishment, as well as distress; and loss which the employee will be received from fraud.
4. All employees have to inspect circumstance in the company. If there is fraud event occurring in department, the employees have to report to the company immediately through commander or other channels which determined by the company or internal control department.



Branch and Reference

Head Office : 121 4th Floors, WTH Holding Building, Vibhavadi-Rangsit Road, Samsen – Nai, Phyathai, Bangkok 10400
Telephone : 0-2232-1789 **Fax** : 0-2232-1790

Now, the company had 31 branch offices, separate to region as follow:



North Region **Chiangmai**

: 38/7-8 Chaingmai-Lampang Rd., (Opposite Wat Jed Yod), Tambon Changpuek, Amphoe Muang, Chiangmai 50300
Telephone : 063-832-2908

Phitsanulok **Telephone**

: 8/18 Moo 5, Tambon Samo Khae, Amphoe Muang, Phitsanulok 65000
: 064-585-3510

Petchaboon **Telephone**

: 52/175 Thepha Phatthana Rd, Tambon Naimuang, Amphoe Muang, Petchaboon 67000
: 064-585-3463

North-East Region

Nakhon Ratchasima : 143/8 Sapasit Rd., Tambon Naimuang, Amphoe Muang, Nakhon Ratchasima 30000
Telephone : 064-585-3542

Loei : 87/4-5 Maliwan Rd., Tambon Kudpong, Amphoe Muang, Loei 42000
Telephone : 064-585-3527

Mukdahan : 39/2 Muangmai Rd., Tambon Mukdahan, Amphoe Muang, Mukdahan 49000
Telephone : 064-585-3517

U-don Thani Telephone	: 844/5 Tahan (Dongwat) Rd., Tambon Makkang, Amphoe Muang, U-don Thani 41000 : 064-585-3529
Khonkaen Telephone	: 588/41-42 Moo 5, Tambon Muang kao, Amphoe Muang, Khonkaen 40000 : 064-585-3524
Sakon Nakorn Telephone	: 85/33 Nitayo, Tambon That Choeng Chum, Amphoe Muang, Sakon Nakorn 47000 : 064-585-3519
Surin Telephone	: 147 Moo 22, Tambon Nok Muang, Amphoe Muang, Surin 32000 : 064-585-3520
Buriram Telephone	: 690/11 Moo 1, Tambon E-san, Amphoe Muang, Buriram 31000 : 064-585-3516
Ubon Ratchathani Telephone	: 569 Moo 18, Chayangkul Rd., Tambon Kamyai, Amphoe Muang, Ubon Ratchathani 34000 : 064-585-3518
Kalasin Telephone	: 1/10 Kut Yang Samakkhi Rd., Tambon Kalasin, Amphoe Muang, Kalasin 46000 : 093-395-4396
Roi Et Telephone	: 31 Tewapiban Rd., Tambon Nai Muang, Amphoe Muang, Roi Et 45000 : 096-845-7312
<u>Central Region</u> Mahachai Telephone	: 1240/3-4 Ekachai Rd., Tambon Mahachai, Amphoe Muang, Samutsakorn 74000 : 064-585-3548
Ayudhaya Telephone	: 199/354 Moo 3, Tambon Klongsuanpru, Amphoe Pranakorn Sriayudhaya, Ayudhaya 13000 : 064-585-3545
Chainat Telephone	: 88/7 Promprasert Rd., Tambon Ban Kluai, Amphoe Muang, Chainat 17000 : 063-832-2040
Pratumthani Telephone	: 56/3 Moo 7, Tambon Klong Sam, Amphoe Klong Luang, Pratumthani 12120 : 095-395-5121
<u>East Region</u> Chachoengsao Telephone	: 93/4 Moo 13, Tambon Bang Tin Pet, Amphoe Muang, Chachoengsao 24000 : 064-585-3509
Rayong Telephone	: 327/15 Sukhumvit Rd., Tambon Noen Phra, Amphoe Muang, Rayong 21000 : 064-585-3515
Chonburi Telephone	: 111/29 Moo 6, Tambon Don Hua Lo, Amphoe Muang, Chonburi 20000 : 063-847-8424
<u>West Region</u> Ratchaburi Telephone	: 3/11 Maen Ramluek Rd, Tambon Namuang, Amphoe Muang, Ratchaburi 70000 : 064-585-3561
<u>South Region</u> Surat Thani Telephone	: 88/15 Moo 5 Kanchanavithi Rd., Tambon Bangkung, Amphoe Muang, Surat Thani 84000 : 064-585-3512
Nakorn Srithamarat Telephone	: 61/8-9 Nakorn-pakpanang Rd., Tambon Naimuang, Amphoe Muang, Nakorn Srithamarat 80000 : 064-585-3513

Chumporn : 252/4 Moo 1, Chumporn-Ranong Rd., Tambon Wangpai, Amphoe Muang, Chumporn 86000
Telephone : 064-585-3514

Narathiwat : 143/12 Suriyapradit Rd., Tambon Bangnak, Amphoe Muang, Narathiwat 96000
Telephone : 064-585-3508

Pattani : 109/6 Moo 5, Tambon Rusamilae, Amphoe Muang, Pattani 94000
Telephone : 064-585-3506

Yala : 102/6 Sirorot Rd., Tambon Sateng, Amphoe Muang, Yala 95000
Telephone : 064-585-3507

Hadyai : 84/49 Lopburi Ramet Rd., Tambon Khlong Hae, Amphoe Hadyai, Songkla 90110
Telephone : 064-585-3505

Phatthalung : 230 Moo 2, Tambon Khao Chiak, Amphoe Muang, Phatthalung 93000
Telephone : 064-585-3504

Phuket : 100/5 Moo 5, Tambon Ratsada, Amphoe Muang, Phuket 83000
Telephone : 063-832-2712

Other References

Shares Registrar : Thailand Securities Depository Company Limited
93 Rachadapisek Road, Dindang, Dindang, 10400
Tel. 0-2009-9000 Fax. 0-2009-9991

Auditor : Mr. Boonlert Kamolchanokkul No.5339
Pricewaterhouse Coopers ABAS Limited
179/74-80 15th Floor, Bangkok City Tower Building, South Sathorn Road,
Khwaeng Thung Maha Mek, Sathorn, Bangkok 10120
Tel. 0-2824-5000

Legal Advisor : Wichai Thongtang Law Office
408/67 16th Floor, Phaholyothin Place Building, Phaholyothin Rd., Samsen-nai,
Phyathai, Bangkok 10400
Tel. 0-2619-0918 Fax. 0-2619-0111

Financial Advisor : None



SGF capital

Public Company Limited

บริษัท เอสจีเอฟ แคปปิตอล จำกัด (มหาชน)

เลขที่ 121 อาคารดับบลิวทีเอ โฮลดิ้งส์ ชั้น 4 ถนนวิภาวดีรังสิต แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
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