

CHARTING THE NEW FUTURE AHEAD

ANNUAL REPORT 2018



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GROUP VISION OF RAIMON LAND



VISION BUILDING BETTER LIVES



MISSION

DEVELOPMENT

Provide homeowners satisfaction with award-winning quality development in terms of design and function

PORTFOLIO ASSETS

Provide tenants with top-notch space under the company's portfolio of investment assets

AFTER-SALES

Provide smooth homeownership and tenancy experience by delivering excellent property management and after-sales services



CORE VALUES

COMMITMENT TO COMMUNITY

- Strive to become an exemplary member of the community and look to improve quality of life and education of local community
- Emphasize on environment sustainability

COMMITMENT TO STAFF

- Provide staff with sustainable working environment
- Provide staff with equal opportunity to grow within and support every initiative that would create loyalty toward organization

COMMITMENT TO CUSTOMERS

- Always creates products and services that truly meet and exceed customers' expectation
- Continuously look to improve the quality of construction, project planning, and property management
- Reasonable product pricing while maintaining maximum returns to stakeholders

COMMITMENT TO SHAREHOLDERS

- Manage the business with utmost fairness, transparency and honesty to all stakeholders
- Maintain and improve financial strength of the Company with an aim to enlarge market share and subsequent profits in order to maximize shareholders' values

THE
ESTELLE
PHROM PHONG

"Draft Version"



Tai 12

ENGRAVE YOUR AUTOGRAPH
ONTO THE WORLD

"Draft Version"





THE
LOFTS
SILOM

"Draft Version"









MESSAGE FROM THE CHAIRMAN



PROFESSOR DR. SURAKIART SATHIRATHAI
Chairman of the Board of Directors

DEAR STAKEHOLDERS

I am pleased to have taken on my new role as Chairman of Raimon Land ("The Company") in late 2018. Raimon Land is a company which I believe represents excellence: It has the ambition and track record in providing exclusive services for our customers, and luxury residential property developments that Build Better Lives for the communities and stakeholders that we serve.

The macro-economic horizon has been uncertain. Trade tensions including the Sino-US relations, as well as a general property market showing mixed signals has created an environment of risk for our business. In response, Raimon Land has embarked on a successful diversification strategy into the recurring income portfolio. One of the first major projects under this plan was a mixed-use development: the One City Center ("OCC"). Adding to that, the Company has also ventured into the Food and Beverage ("F&B") business, through a joint venture with the Baan Ying Group. Beyond its existing two restaurants in Singapore, the Company is actively preparing to expand its F&B franchise into China, Cambodia and Taiwan. I am confident that the diversification strategy undertaken by the Company will help us ride through the uncertainties surrounding the general property market.

In addition to the Company's diversification plans, part of Raimon Land's expansion and investment strategy is to work with established industry partners and allies. We have successfully replicated our partnership model from our luxury residential segment towards our recurring income and commercial projects, and will continue to adopt this strategy going forward.

We have the ambition to grow Raimon Land steadily into a medium-to-large size company, developing the best in luxury and high-end residential projects in Bangkok and the region, as well as providing grade-A modern office space for leading Thai and international corporations. We will consider our risks and opportunities in all our investment decisions, to ensure that we maximise returns and benefits for all our shareholders and stakeholders.

On behalf of the Board of Directors, I wish to extend my sincerest gratitude to all shareholders, customers and all stakeholders for your confidence and support given to Raimon Land throughout these years. I would like to thank the management and all the employees for your contributions to Raimon Land, in providing the crucial pillars of growth and sustainability for our Company. We look forward to your continued support in the future.

Professor Dr. Surakiart Sathirathai
Chairman of the Board of Directors

RML OVERVIEW

Raimon Land is the high-end real estate developer of Thailand. We are the first developer in the country to provide such levels of exclusivity for customers within the luxury and super-luxury

segment, with numerous outstanding projects to its name. The company's philosophy is encapsulated by its vision statement – "Building Better Lives"

1987-1990	1993	1994-1999
<ul style="list-style-type: none"> - Initially incorporated as a garment manufacturing "Piazza Garment Co., Ltd." - Renamed as "Raimon Land Co., Ltd.", after a successful development of commercial building projects 	<ul style="list-style-type: none"> - Became a "Public and Listed Company" in The Stock Exchange of Thailand, under security symbol "RAIMON" 	<ul style="list-style-type: none"> - Continuously launched and completed successful housing project "Raimon Park" - Completed first batch of condominium projects in Bangkok "City Villa" and "Raintree Villa"
2004-2008	2012	2013-2014
<ul style="list-style-type: none"> - Raimon Land successfully and continuously launched and completed condominium projects in Bangkok and major touristic cities such as "The Lakes", "Northshore", "Kata Gardens", "The Lofts Yennakat", "The Heights Phuket" and etc. 	<ul style="list-style-type: none"> - Completed "The River", the first mega project and tallest premium riverside residential condominium and Raimon Land's highest project value of all time - Changed security symbol to "RML" 	<ul style="list-style-type: none"> - JS Asset became the new principal shareholder of Raimon Land. - Record breaking net profit of THB 1,225 million - Completed 2 award winning projects which are "185 Rajadamri" the super-luxury residential condominium in Bangkok and "Zire Wongamat" residential condominium in Pattaya
2015-2016	2017	2018
<ul style="list-style-type: none"> - Developed 2 projects in "The Lofts" series "The Lofts Ekkamai" and "The Lofts Asoke" - Developed limited edition of super-luxury housing projects "Mews Yen Akat by Raimon Land" 	<ul style="list-style-type: none"> - Raimon Land 30th Anniversary - Launch and start construction of "The Lofts Silom" - Initiated development plan for the first Raimon Land's office building and retail space in Ploenchit area, which will be officially launch in 2018 - Expand our business boundaries and diversify into Food and Beverage business with expert partner "Baan Ying" 	<ul style="list-style-type: none"> - Charting new future ahead - Accelerated growth of the company by purchasing complete-built projects, The Diplomat - Entered into a joint-venture agreement with Asia long-established company "Tokyo Tatemono"



Total Condominium & Housing
from 2004-2018:

20 PROJECTS



Total Project Value:

THB 63,800MN

PROJECT HIGHLIGHTS (BY PROJECT VALUE)

THB 13,900mn

THE RIVER



THB 10,000mn

185
RAJADAMRI
Living Your Legacy

THB 5,100mn

THE
ESTELLE
PHONG PHONG

THB 4,300mn

tai12



THB 3,600mn

THE
LOFTS
SILOM

THB 3,200mn

THE
LOFTS
ASOKE

Market Share* 14%

Raimon Land has developed residential and commercial space more than 1 million square meters. Since 2004, Raimon Land has developed 4,354 units with additional 656 units currently under construction.

* Includes units in projects that average selling price above THB 10mn per unit and scheduled to complete from 2018 onward.

MAJOR EVENTS IN 2018



Launched first branch of "Baan Ying" Thai restaurant and "Dink Dink" noodle store at Royal Square @ Novena, Singapore.

MARCH

APRIL

Signed the joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. to develop 2 luxury condominium projects in Sathorn 12 and in Prom Phong area, combined value of THB 9,000mn.

RAIMON LAND  TOKYO
TATEMONO





1. Completion of the entering into the investment in the assets of KPNL
2. 597,000,000 Newshares of RML to be traded on December 18, 2018
3. The Lofts Asoke started transfer ownership

Announced the plan to invest in assets of KPN Land Co., Ltd. ("KPNL") through Entire Business Transfer (EBT) and to allocate newly issued ordinary shares of the Company to KPNL.

AUGUST

OCTOBER

DECEMBER

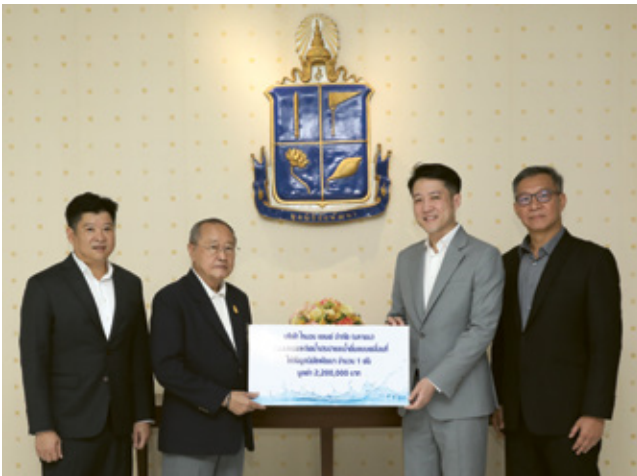


Launched 2 super luxury condominium projects, "The Estelle Phrom Phong" and "TAIT 12", which closed first week pre-sale of more than 40% and 60% of the project value, respectively.

SOCIAL ACTIVITIES

PASSES OVER PORTABLE WATER PLANTS AND WATER TREATMENT SYSTEMS TO THE CHAIPATTANA FOUNDATION

Mr. Lionel Lee and Mr. Waroon Warawanisha – Directors of Raimon Land Public Company Limited Passes over portable water plants and water treatment systems worth 2,200,000 Baht to the Chaipattana Foundation.



DONATE TO LET'S BE HEROES FOUNDATION

Raimon Land donates 100,000 Baht to Let's be heroes foundation which promote and support the rights of medical treatment, provide mobile specialized healthcare services as well as to educate and provide specialized medical to the people and communities in need.



TIME OF GIVING

The Sisters of Providence runs an orphanage for hill tribe girls. These girls, of Mon, Akha and Karen origin, have had troubled lives, being abandoned, orphaned or come from broken homes. The foundation provides and support for their education and life necessities.

This is the 2nd year that management and staff of Raimon Land participated in selecting and providing of gifts, educational equipment and various necessary items to all children as a Christmas gifts.

MESSAGE FROM THE CEO



MR. LEE CHYE TEK LIONEL

Chief Executive Officer

DEAR STAKEHOLDERS

2018 has been a formative year, as we continue to execute our ambitious but steady diversification plan to grow Raimon Land ("The Company")'s business. The Company has made significant in-roads with our recurring income portfolio and at the same time, we have successfully expanded our footprint in our core luxury residential property segment as well. I had the opportunity to be indirectly involved as EXCO Chairman with the growth momentum of Raimon Land over the last 2 years, and since taking over as CEO in November 2018, witnessing the team's unwavering commitment and execution has made me confident of our future ahead.

OPERATIONAL REVIEW

We have further entrenched our position as Thailand's leading luxury residential property developer with several milestone achievements in the past year. Partnership with leading and established companies has been part of our strategy to take Raimon Land to the next level.

Our Joint-Venture ("JV") partnership with one of the most established Japanese property developers, Tokyo Tatemono, has yielded much success. Two of our first projects, The Estelle Phrom Phong and Tait 12, achieved a combined first week pre-sales amounting to about 50% of the total project value of 9 billion baht when they were launched in Q4 2018. The strong



showing had marked the highest first week pre-sales achieved by Raimon Land. It also showcases the success brought about by our partnership model in terms of deriving complementary synergies, as we look forward to delivering more projects with our partner. As of 28 February 2019, The Estelle Phrom Phong and Tait 12 are 41% and 66% sold, respectively. I am also pleased to welcome them to a third project on Sukhumvit 38.

The past year has also seen us acquire KPN Land's assets, including The Diplomat 39 and Diplomat Sathorn, SHAA Asoke, and Sukhumvit 28. The backlog¹ from The Diplomat projects are worth approximately 2.5 billion baht and we are recognizing revenue since 2018. Besides increasing the portfolio and scale of our business, I want to take the opportunity to warmly welcome KPN Land as our 19% shareholder in the Company.

RECURRING INCOME AND OVERSEAS EXPANSION

Diversification through Raimon Land's recurring income portfolio has been part of our plan to generate a stable income base and create sustainable value for our shareholders. There will be several exciting initiatives and strategic partnerships the Company will be embarking on this year for our Commercial, Food & Beverage (F&B) and Hospitality segments.

The Company has launched the One City Centre ("OCC"). Situated opposite the Central Embassy in the prime location of Ploenchit Road, OCC is a commercial development spanning

over 6-rai and will have a total rental area of approximately 65,000 square meters. On top of office and F&B spaces, we will be collaborating with a medical partner to establish a fertility-related medical facility boasting state-of-the-art technology. The project is expected to recognise income from 2022 onwards.

In addition, we will also be looking at developing more Medical and Wellness Centre projects at main tourist locations where medical tourism is expected to pick up. The Company will work with medical and wellness experts on the projects, with innovation and technology playing a key role in delivering high-tech health and wellness facilities. For example, amongst facilities that will be developed include the "Fertility Wellness Centre" to enhance and optimise fertility and "Ageless Centre" to personalize wellness programmes. I am excited – watch this space as we believe technology will be a key enabler in transforming and value-adding to our projects and developments.

On the F&B front, we will continue to partner with the Baan Ying Group to expand its restaurant business beyond its existing establishments in Singapore. The Company has plans to expand its restaurant franchise into new markets including Taiwan, Cambodia and China this year. We are confident that with our prudent regionalisation of our F&B business, we will be able to reap economies of scale in our operations and deliver a stream of sustainable revenue for our shareholders when the businesses come on-stream.

ACCOLADES

I am also proud to share that our development, The Lofts Silom, won the Residential High-Rise Development Thailand 2018 Award at the prestigious Asia Pacific Property Awards that took place in May 2018.

The Asia Pacific Property Awards are the most coveted in the industry, with a host of independent panellists judging each project on design, quality, service, innovation, originality and commitment to sustainability.

As part of the highly acclaimed Lofts series, The Lofts Silom was designed by local architects TADAH Collaboration, and epitomises spacious living in the heart of the city – with green spaces, natural ventilation, high ceilings and high window-to-wall ratios. Located in Soi Pramuan, between Silom and Sathorn Road, the project sits on two rai of lush land. The Lofts Silom is expected to complete construction in 2020, and is already 85% sold.

LOOKING AHEAD

While I have mentioned at the start of my message that 2018 was a formative year, it was nonetheless a very busy year characterised by tremendous growth momentum and initiatives. We ended the year with a backlog¹ of 11,082 million baht. While the macro-economic outlook remains uncertain with trade-war risks and geo-political tensions on the horizon, I am confident of Raimon Land's strategy and the team that will be delivering on our projects. Prudence and steadiness will be important mantras even as we continue to pursue growth.

We will replicate our successful partnership model in our luxury residential segment towards our recurring income businesses and join forces with industry experts and leaders to achieve success in our Commercial, F&B and Hospitality segments. Our target is to establish our recurring income businesses and grow its revenue to 20% of our Company's income within the next 5 years. We will also continue to explore income generating opportunities across our business and market segments to drive growth. Technology will play an increasingly important role in optimising our operations and interactions with our customers and stakeholders.

We will also not forget about the communities we work in. Raimon Land is always looking for new and innovative ways in which we can support and improve local communities as we move towards our vision of Building Better Lives.

Lastly, I would like to thank all our shareholders, partners and stakeholders for their continuous support for the Company over the past year. We will continue to Build Better Lives and strive for growth and excellence for our shareholders.

Mr. Lee Chye Tek Lionel
Chief Executive Officer

1. Backlogs include sold units with sale and purchase agreements and booking

FINANCIAL HIGHLIGHTS

(CONSOLIDATED FINANCIAL STATEMENTS)

(Unit: million baht, except share, per share data and ratio)

	2018	2017	2016
Statement of Income			
Sales of residential condominium units	2,933.32	2,866.26	5,073.58
Total revenues	3,326.86	3,015.90	5,206.43
Cost of residential condominium units sold	2,193.18	1,934.26	3,181.42
Total expenses	3,095.42	2,688.66	4,037.05
Gross profit from core business	740.14	932.00	1,892.17
Net profit (loss)	(6.03)	191.19	850.60
Net profit (loss) - Equity holders of the Company	8.60	192.92	850.65
Statement of Financial Position			
Total assets	14,329.74	10,457.97	9,700.13
Total liabilities	8,607.87	5,391.25	4,592.24
Issued and paid up share capital	4,172.48	3,575.48	3,575.48
Total shareholders' equity	5,721.87	5,066.72	5,107.89
Equity attributable to owners of the Company	5,716.66	5,049.48	5,105.38
Liquidity Ratios (times)			
Current ratio	1.25	2.19	3.01
Quick ratio	0.29	0.29	0.52
Profitability Ratios (%)			
Gross profit margin ¹	25.23%	32.52%	37.29%
Net profit margin ²	0.26%	6.40%	16.34%
Return on equity ³	0.16%	3.80%	17.81%
Return on assets	0.07%	1.91%	8.66%
Efficiency Ratios (times)			
Total assets turnover	0.24	0.28	0.52
Leverage Ratios (times)			
Debt to equity ratio	1.50	1.06	0.90
Interest-bearing debt to Equity	1.15	0.80	0.58
Net debt to Equity ⁴	0.99	0.67	0.35
Interest coverage ratio ⁵	1.36	4.25	12.42

(Unit: million baht, except share, per share data and ratio)

	2018	2017	2016
Percentage of Growth (% per year)			
Total asset growth	37.02%	7.81%	-2.48%
Total liabilities growth	59.66%	17.40%	- 16.44%
Total shareholder's equity growth	12.93%	-0.81%	14.76%
Total revenues growth	10.31%	-42.07%	1.18%
Total expenses growth ⁶	18.65%	-33.83%	4.03%
Per Share Ratios (Baht)			
Earning per share	0.002	0.054	0.238
Book value per share ⁷	1.371	1.417	1.429
Other Financial Data			
Net cash flows from operating activities	(849.78)	(904.69)	1,592.35
Net cash flows from investing activities	(1,358.86)	(458.26)	(795.84)
Net cash flows from financing activities	2,455.52	877.08	(148.99)

1. Gross profit margin = (total sales - cost of sales) / total sales, whereas total sales consists of sale of residential condominium units

2. Net profit margin = Net profit (loss) - Equity holders of the Company / Total revenues

3. Return on equity = Profit (loss) - Equity holders of the Company / the average of total shareholders' equity of this year and last year










4. Net debt to equity = Total debt less cash and cash equivalent / total shareholders' equity

5. Interest coverage ratio = Profit (loss) before finance cost and income tax / finance cost, finance cost means interest and other charges associated with financing eg. front end fee, etc.

6. Exclude the impairment loss of investment properties and reduction of project development cost to net realisable value

7. Book value include non-controlling interests of the subsidiaries

OPERATION HIGHLIGHTS

PRE-SALES THB 6,035mn  + 49% YoY	TOTAL REVENUE THB 3,327mn  + 10% YoY	F&B / OTHERS¹ THB 244mn  + 63% YoY
TRANSFER THB 2,933mn  + 2% YoY	GPM (REAL ESTATE) 25%  2017 = 33%	BACKLOG² THB 11,08mn  + 107% YoY
D/E³ 0.96X  as of 31 Dec 2017 = 0.67X	GPM (REAL ESTATE)⁴ (Exclude UNIXX and The Diplomat 39) 35%  2017 = 33%	INVENTORY THB 7,409mn  + 60% YoY

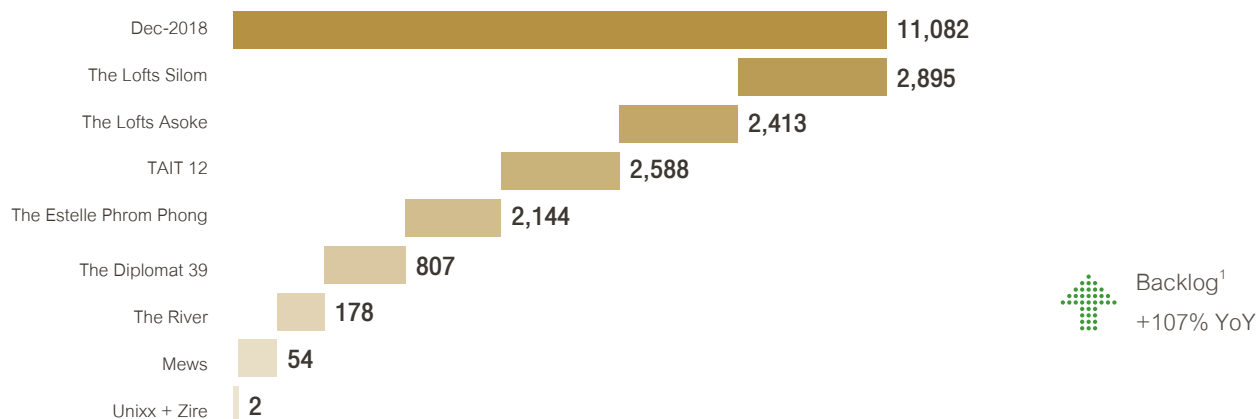
1. Including rental and service income, marketing commission income, project management fee, interest and F&B

2. As of 31 Dec 2018 including secured backlog and booking

3. Net interest-bearing debt

4. Excluding sales at low margin of UNIXX South Pattaya and project purchased for sale - The Diplomat 39

BACKLOG¹ & INVENTORIES as of 31 Dec 2018 (THB mn)



1. Including secured backlog and booking

UNSOLD INVENTORIES - TOTAL OF THB 7,409MN



REPORT OF THE EXECUTIVE COMMITTEE

DEAR STAKEHOLDERS

Raimon Land ("the Company") endorses the importance of good corporate governance and has set out policies that adhere to the 'Principles of Good Corporate Governance for Listed Companies' promoted by the Stock Exchange of Thailand, of which transparency, integrity and accountability are the most significant elements. These are also the key elements by which the Company establishes its relationship of trust with all its stakeholders: employees, customers, suppliers and shareholders. Raimon Land's objective therefore is to keep its high standards of good corporate governance about its structure, financial reporting, internal controls and decision-making procedures and process.

For 2018, I'm proud to say that the Company has maintained its Corporate Governance ("CG") rating at 4 stars, by the Thai Institute of Directors Association ("IOD"), in collaboration with the Stock Exchange of Thailand. In addition, the Company also participates in and is certified with Thailand's Private Sector Collective Action Coalition Against Corruption programme ("Thai CAC"), under the IOD.

Raimon Land will continually monitor and assess initiatives, recommendations, regulations, and adopt best practices to ensure good corporate governance. Even though 2019 is expected to be a challenging year for Thailand's real estate market, I am confident with the Company's business strategy, efforts in diversification to recurring income model, and prudence in operations and delivering on our projects and targets.

I would like to thank all our shareholders, partners and stakeholders for their continuous support for the Company. I would also like to take this opportunity to express my appreciation to Raimon Land's Board members and management team for your invaluable advice and contribution to the growth of the Company.

Mr. Lee Chye Tek Lionel
Chairman of Executive Committee

BOARD OF
DIRECTORS



1	2	3
4	5	6
7	8	9

1

PROF. DR. SURAKIART SATHIRATHAI

Chairman of the Board,
Independent Director

2

DR. RATHIAN SRIMONGKOL

Vice Chairman of the Board,
Chairman of the Audit Committee,
Member of Nomination and
Remuneration Committee,
Independent Director

3

MR. LEE CHYE TEK LIONEL

Chairman of Executive Committee,
Member of Nomination and
Remuneration Committee,
Member of Enterprise Risk
Management Committee,
Chief Financial Officer

4

MR. LEE CHYE CHENG ADRIAN

Executive Director,
Member of Enterprise Risk
Management Committee,
Chief Operating Officer

5

MR. SATAPORN AMORNVORAPAK

Executive Director,
Member of Enterprise Risk
Management Committee,
Chief Financial Officer,
Company Secretary

6

MS. NUCH KALYAWONGSA

Non-Independent Director

7

MR. WAROON WARAWANISHA

Executive Director,
Executive Vice President
of Corporate Finance and
Merger & Acquisition

8

MR. KRIS THIRAKAOSAL

Chairman of Nomination and
Remuneration Committee,
Member of Audit Committee,
Independent Director

9

MR. BANCHA WUDHIPRECHA

Member of Audit Committee,
Independent Director

PROJECTS IN 2018

PROJECTS UNDER DEVELOPMENT



TAIT12

SATHORN 12 ALLEY, NORHT-SATHORN ROAD, BANGKOK
AS END OF 2018



Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2019
Expected Construction Completion:	2021
Approximate no. of Units:	238
Approximate Total Project Value:	THB 4,327mn
Sold Value to date:	THB 2,588mn
Units Sold:	69%
Units Unsold:	31%

TAIT12 is situated on Sathorn 12 alley which connects Silom road and Sathorn road, within minutes from Bangkok's mass transit - BTS Chongnonsri station. The project design was inspired by the lifestyle of Bangkokian and adapted to suit the vibrant activities and new demand of living conditions. For the common spaces of more than 15,000 square meters, TAIT12 is drawing beautiful scenery of Bangkok to invigorate the architectural design of gym, stadium-style lounge and other facilities.



THE ESTELLE PHROM PHONG

SUKHUMVIT 26 ALLEY, SUKHUMVIT ROAD, BANGKOK
AS END OF 2018

THE
ESTELLE
PHROM PHONG

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2019
Expected Construction Completion:	2021
Approximate no. of Units:	150
Approximate Total Project Value:	THB 5,078mn
Sold Value to date:	THB 2,144mn
Units Sold:	45%
Units Unsold:	55%

“Cherish the Character of Serenity”, set within the ultra-luxury class condominium in the very front of soi Sukhumvit 26, the Estelle Phrom Phong is elegantly simple, unpretentious, and full of connotation. A superb and generous sized common area of more than 3,000 square meters and large open green space, within the total project area of approximately 2 rai, welcomes you like an oasis in the heart of the city. Here is a beautifully simple, practical, likable and well-crafted building, an escape place within the busy district of Phrom Phong. The project is designed for a degree of privacy throughout the premise, with flexible floor plan and plentiful options available to the residents to customize layout of the units without the loss of architectural structure and aesthetics. Further facilities include Salt Water Floatation Pool, which create feeling of relaxation by floating on the water surface, a new standard in luxury. Subtle beautiful decor and furnished to an impeccable ultra-luxury standard, the Estelle Phrom Phong offer 3 types of basic layout, Simplex, Duplex, and Penthouse. Each unit is characterized by high ceilings-between 3.15-6 meters (depending on the format of the room).



THE LOFTS SILOM

PRAMUAN ROAD, SILOM, BANGKOK
AS END OF 2018

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2018
Expected Construction Completion:	2019
Approximate no. of Units:	268
Approximate Total Project Value:	THB 3,461mn
Sold Value to date:	THB 2,322mn
Units Sold:	75%
Units Unsold:	25%

The Lofts Silom is situated on Pramuan Road, connected between Silom road and Sathorn road. The project is in the business district, surrounded by shopping complex and others such as Central Silom, office building, prestigious schools and international hospitals as well as easy accesses to Bangkok mass transit network which just 400 metres from BTS Surasak and just 600 metres to the entrance of toll road. The Loft Silom offers 4 format of units - Simplex, High Ceiling Hybrid, Duplex and Penthouse. Each unit is characterized by high ceilings-between 3-5.6 meters (depending on the format of the room).

THE
LOFTS
SILOM



THE LOFTS ASOKE

ASOKE ROAD, BANGKOK
AS END OF 2018

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2016
Construction Completion:	2018
Total Units:	211
Total Project Value:	THB 3,195mn
Sold Value to date:	THB 2,641mn
Transferred Value to date:	THB 228mn
Units Sold:	85%
Units Unsold:	15%

The Lofts Asoke enjoys a prime location in Sukhumvit 21 road, so called Asok Montri Road, only 300 meters away from MRT-Phetchaburi station, 800 meters away from Airport Rail Link-Makkasan Station and nearest entrance to toll road. Being in one of the capital's business district, the Lofts Asoke surrounded by modern office building complex, leading public university-Srinakharinwirot University as well as shops and fine dining places. Moreover, within 2 kilometers, it can be reached to ASEAN-famous shopping centers such as the Terminal 21, Central Grand rama 9, IT Mall Fortune Town and Makkasan Complex. The Lofts Asoke comprise with units ranging from 1 & 2 loft simplexes (35-87 sq.m.) up to sky loft duplexes (76-145 sq.m.), with raw and bold living spaces. In 2016, the Lofts Asoke was the award-winning residential property for Property Development Product Leadership Award from Frost & Sullivan. The Lofts Asoke now is ready to move in.

THE
LOFTS
ASOKE

COMPLETED AND READY TO TRANSFER PROJECTS

THE DIPLOMAT 39

SUKHUMVIT 39 ALLEY, SUKHUMVIT ROAD, BANGKOK
AS END OF 2018



THE DIPLOMAT
39

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2016
Year of Acquisition:	2018
Total Units ¹ :	107
Total Project Value ¹ :	THB 2,374mn
Sold Value to date ¹ :	THB 2,051mn
Transferred Value to date ¹ :	THB 1,223mn
Units Sold ¹ :	93%
Units Unsold ¹ :	7%

The Diplomat 39 was developed by KPN Land Co., Ltd. ("KPNL"). In August 2018, the Company acquired complete-built units of 107 units to be inventory of the Company. "In Search of Treasure Hidden in a Field, Only Someone Found and Possessed", set within the ultra-luxury class condominium, The Diplomat 39 is a 31-floor high-rise condominium comprise of only 156 units. One of Bangkok's rarest locations, amongst elite neighbourhood, the project is set on Sukhumvit 39 road, just 100 meters away from the Bangkok mass transit network, BTS Phrom Phong. With the artistic touches, the project is designed by the inspiration of "The Timeless Treasure", divisibly blending between Palladian and modern Architecture. Equipped with facilities such as fitness room, business center, common area for organizing special events etc. Surrounded by well-known landmark such as The EM District, the new landmark which is included The EmQuartier, The Emporium, The Emsphere, Samitivej Sukhumvit Hospital, Wattana Wittayalai School, Srinakharinwirot University, Benjasiri Park, and close to Ekkamai-Thonglor.

THE DIPLOMAT SATHORN

NORTH SATHORN ROAD, BANGKOK
AS END OF 2018

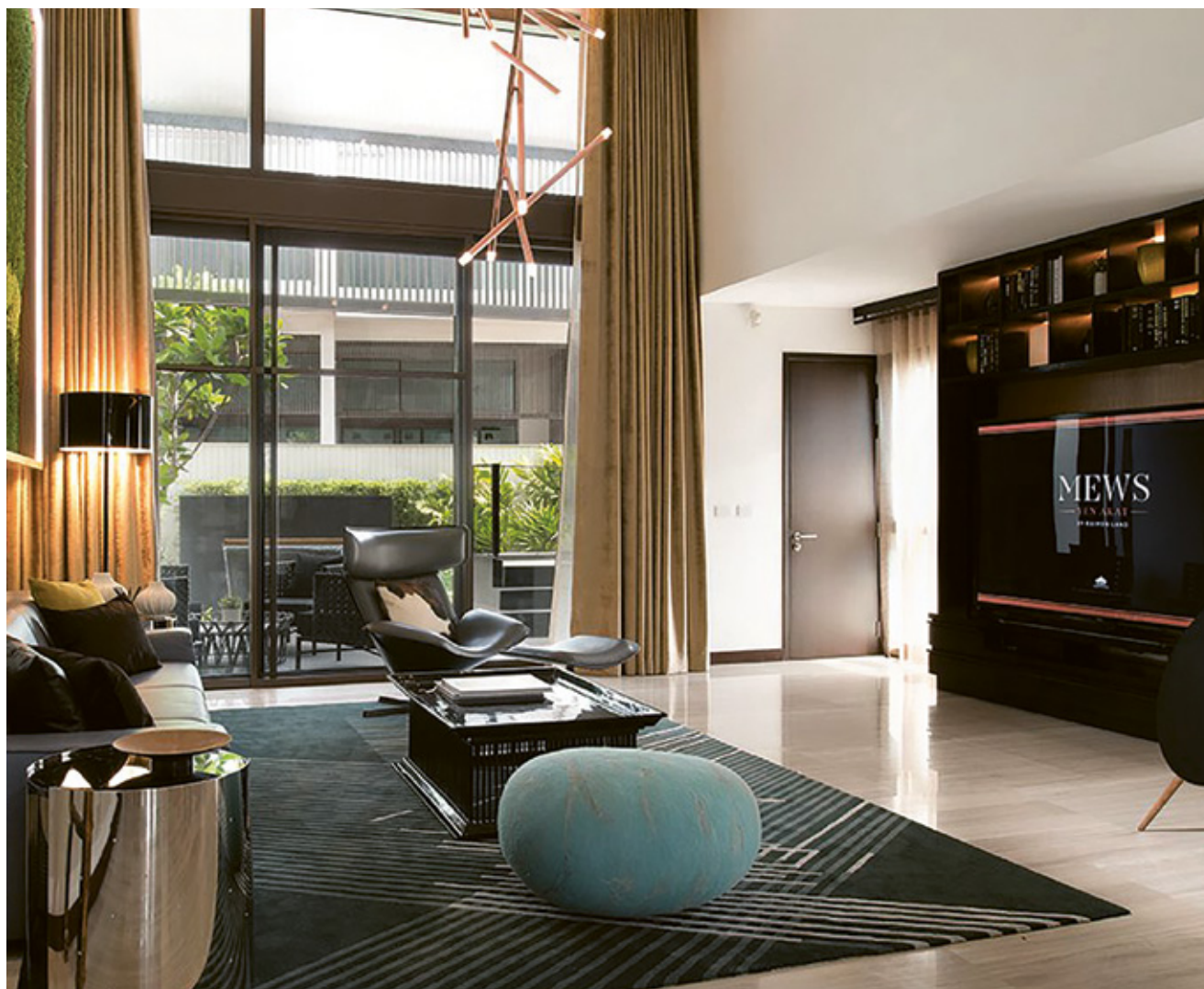


THE DIPLOMAT
SATHORN

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2013
Year of Acquisition:	2016
Total Units ¹ :	9
Total Project Value ¹ :	THB 165mn
Sold Value to date ¹ :	THB 10mn
Transferred Value to date ¹ :	THB 10mn
Units Sold ¹ :	11%
Units Unsold ¹ :	89%

The Diplomat Sathorn Project was originally a project developed by KPNL. In August 2018, Raimon Land acquired all the ready-to-sell units of the project to be inventory of the company. The Diplomat Sathorn located on prime location in the heart of the important business district (CBD: Central Business District) on Sathorn Road, just a few steps away from the project can access to the Surasak BTS station. The project has a 35-storey high-rise condominium, comprising of 192 units. Inspiration of the classic elegance combined with modern simplicity to be a masterpiece of architecture that remains eternalized under the concept of "Value Beyond Expectations", values beyond expectations, responding to the above residential lifestyle with various facilities such as a gym with a sky garden to experience the 360-degree view of the city, etc. Surrounded by leading department stores Central Silom, Silom Complex, Bangkok Christian School, Assumption Convent School, BNH Hospital, Bangkok Christian Hospital, and etc.

1. Count only ready-to-transfer units in The Diplomat Sathorn project which the Company acquired from KPNL



MEWS YEN AKAT

YEN AKAT, BANGKOK
AS END OF 2018

MEWS
— YEN AKAT —
BY RAIMON LAND

Tenure:	Freehold
Type:	5-bedroom, detached house
Main Contractor Commencement:	2015
Construction Completion:	2017
Total Units:	8
Total Project Value ¹ :	THB 501mn
Sold Value to date:	THB 257mn
Transferred Value to date:	THB 204mn
Units Sold:	56%
Units Unsold:	44%

Mews Yen Akat is the inaugural project of Limited Edition Series. The project is located on a freehold land plot of approximately 2 rai with 8 crafted home for sale, providing the ultimate in specifications, with ample living space and exquisite styling tailored to the needs of a refined, contemporary lifestyle.

1. The project includes 8 units of complete built house and 1 empty land plot

EXISTING PROJECTS FOR LEASE

THE VUE MALL

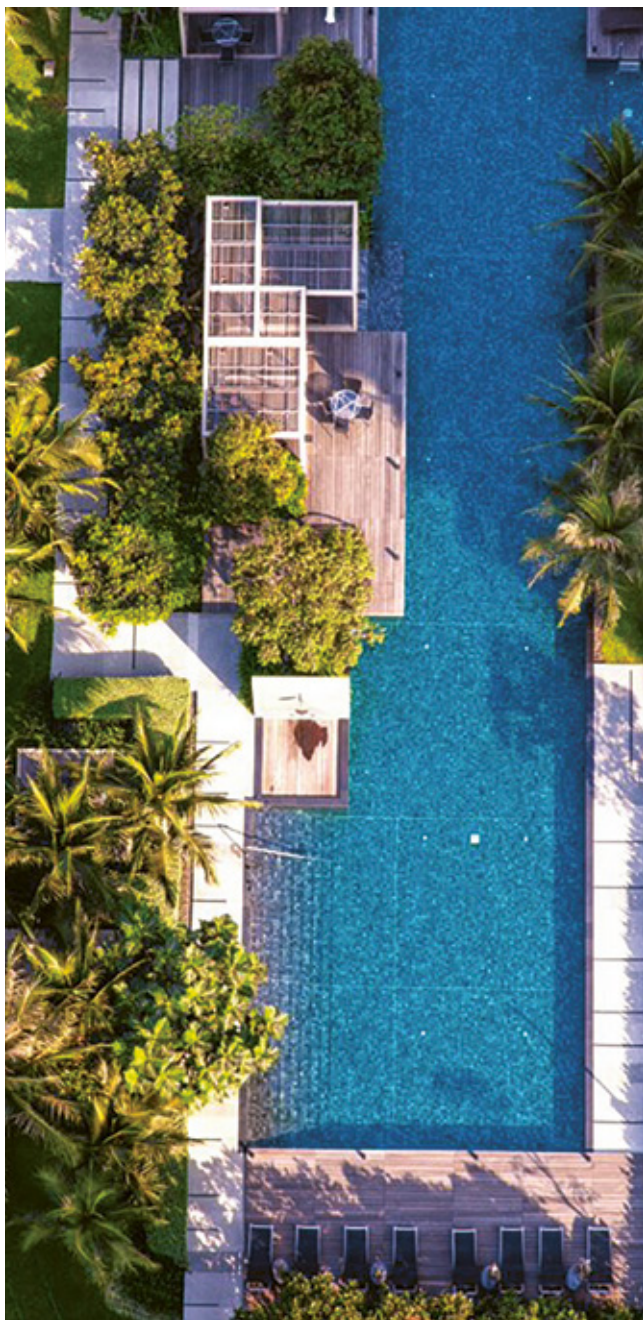
Vue is a lifestyle shopping centre of approximately 3,733 square meters, situated in front of The River condominium project, located on Charoen Nakorn Road. It sits on a land plot approximately 3 rai in size. The building has 4 above-ground and one underground floors, with a 'Max Valu' Supermarket as an anchor tenant. Other tenants include the well-known Korean coffeehouse brand Tom N Tom's, Shibuya Shabu, and King Kong Yakiniku, as well as other tenants such as fitness music school and beauty salon, for example.



SPACE 48 AT PREECHA COMPLEX OFFICE BUILDING

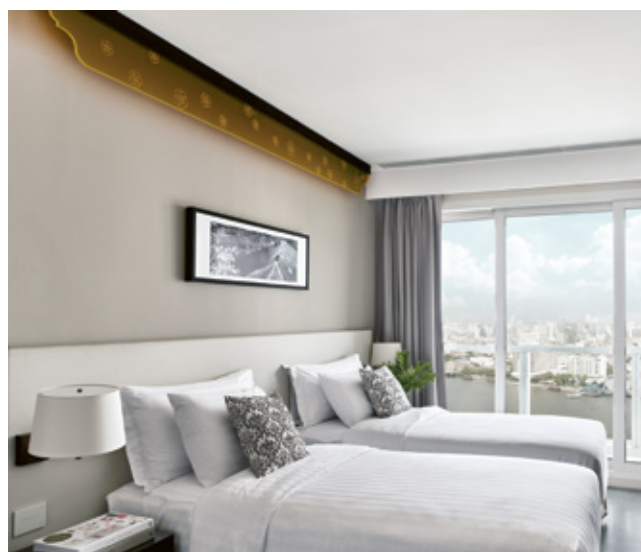
This office building, situated within the Preecha Complex, has a total area of 2,149 square meters and is located on Rachadaphisek Road approximately 260 meters from Suthisarn MRT Station. The building has 8 office floors and additional car parking floors. The Company has redesigned and refurbished the facilities in 2013.





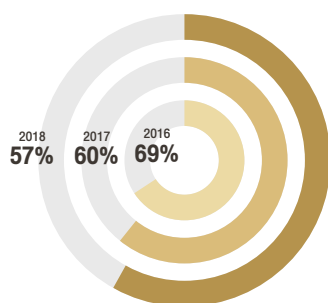
KLAPSONS PROJECT

Nestled inside the award-winning property, The River, situated at a prime waterfront location on the banks of the Chao Phraya River, klapsongs The River Residences features 69 stunning river-view rooms with intelligently designed living spaces and generous facilities like hotels. Unit size ranges from 58 to 232 sq.m.

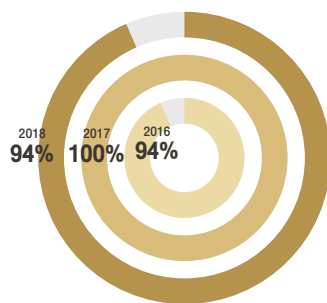


OCCUPANCY BY PROJECTS

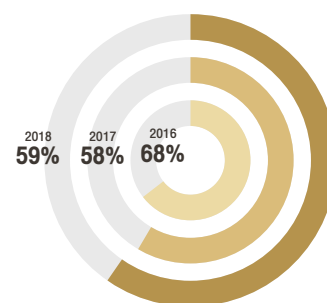
VUE MALL



SPACE 48



KLAPSONS



F&B BUSINESS

BAAN YING, THAI RESTAURANT

Baan Ying's first branch in Singapore is situated on 2nd floor of Royal Square @Novena. Baan Ying presents original and contemporary style of Thai food. Based on light tone, the layout of the restaurant is clear and open, suitable for a group meal amongst friends and family in any occasion. Total area in the restaurant is 257 square meters, with 122 seats. Average price per menu is approximately SGD 12-15.



DINK DINK, NOODLE STORE

Dink Dink's first branch in Singapore is situated on 1st floor of Royal Square @Novena. Dink Dink presents noodle dish with strong flavour, hot and spicy in Thai style. The restaurant is decorated in bright colour. Within total service area of 58 square meters, Dink Dink fits 58 seats in compactly and arrange the space to suit for serving quick meal in rush time, lunch time for example, or ordering take away to eat at work or at home. Average price per menu is approximately SGD 6-9.





Actual images of The Lofts Asoke, construction is completed and ready to transfer

MARKET CONDITION AND COMPETITION

REAL ESTATE MARKET

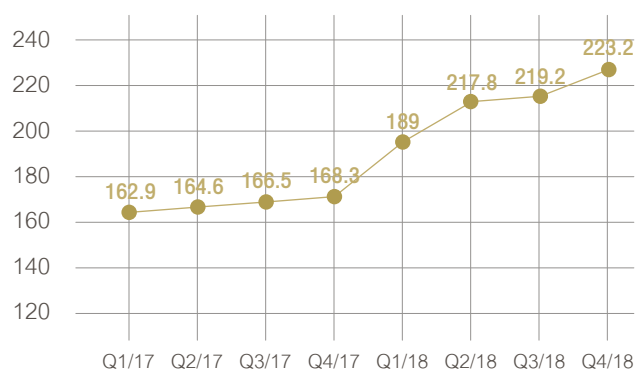
Krungsri research¹ summarized that in 2018, the market for residential accommodation in the Bangkok Metropolitan Region is expected to improve. Income for large developers will continue to grow. Small-and medium-sized developers will face greater levels of difficulty, encounter both stiff competition on the steadily increasing cost of land for development, which is becoming more difficult to find, especially in the heart of Bangkok. Developers will therefore tend to engage in joint ventures or mergers with both Thai real estate operators and foreign investors as a way of building competitiveness and the effect of this will then be to change the structure of the real estate market, which would shift from the current situation, where one large developer controls a significant market share to a situation where developers increasingly work in partnerships with other operators. In addition, the sector will employ a greater level of high technology in its construction operations, and this will help to build trust in businesses in the real estate market.

The major event in 2018 included the announcement from the Bank of Thailand, in 4th quarter, on new measures to regulate mortgage lending. The new regulation was set for reducing risks in property sector and create a credit culture of mortgage lending standard for financial institutions, to mitigate household debt problems, as well as to curb speculation in property market. This will be favorable for people who want to buy property to live can actually buy at a reasonable price. The principle of this regulation is requiring minimum of 20% down payment for second-home (10 per cent if the first mortgage exceeds three years) or the house price is more than THB 10 million. Credit standards for top-up loan is also adjusted by including the amount into the major home loan and must not over 100% of collateral value. The new measure is becoming effective for mortgage lending agreement from 1 April 2019 onward².

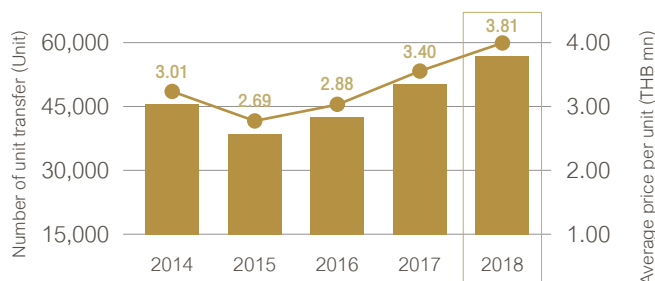
Regarding to a report from the Bank of Thailand², overall property sector continues to expand, particularly in Bangkok and vicinities and major tourist destination cities in the region. Demand for high-rise residential property, particularly in the heart of Bangkok along BTS line, grows mainly driven by mid-to upper-end group and foreign, especially the Chinese who absorb the supply in some areas such as Sukhumvit and Ratchadaphisek. Moreover, most of the developers are shifting their investments toward recurring income generation projects, such as apartments, mixed use or commercial project, instead of focusing only on

residential property because of the need to maximize usage of the high-price land. The price index for pre-development empty land in Bangkok and vicinities in 4Q18 was 223.2, rising 32.6% YoY from 168.3.

PRE-DEVELOPMENT EMPTY LAND INDEX, QUARTERLY FROM 2017-2018³



NUMBER OF BANGKOK'S CONDOMINIUM UNIT TRANSFER FROM LEGAL ENTITIES AND AVERAGE PRICE PER UNIT DURING 2014-2018³



In 2018, number of condominium transfer was 50,972 units, rise 10,907 units or 27.2% from 2017. The average price per unit also rise 12.0% from THB 3.40mn to THB 3.81mn. Number of new condominium projects launched along BTS Sukhumvit line is still amongst the highest in 2018, ranked in the top 3 locations. The majority of supply within the location is 1 bedroom with average selling price per unit above THB 10mn.

New complete luxury⁴ condominiums in 2018 were 2,119 units, increased from new completed 1,512 units in 2017. For new luxury project launch in 2018, although the number of new launch of luxury condominium projects was 10 projects, unchanged from 2017, however, total number of luxury condominium units increase

1. Krungsri Research (www.krungsri.com/bank/getmedia/fdff555e-51ae-4948-8c6b-6757eb531d2f/IO_Housing_181115_EN_EX.aspx)

2. Business Conditions in 2018 Q4 and Outlook report, the Bank of Thailand

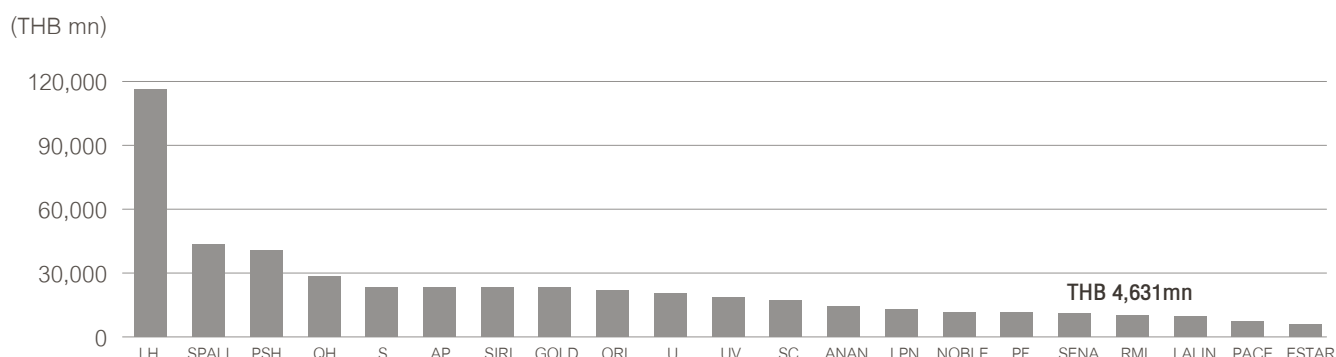
3. Real Estate Information Center, Government Housing Bank (www.reic.or.th)

4. Includes condominium projects in Bangkok and vicinities with averageselling price above THB 10mn per unit. (Data as of 31 Dec 2018)

to 2,512 new units from 1,907 units in 2017. The figures represented that property developers are paying more attention to mid-to high-income segment as this group also was not affected by economy slow down or tightening lending standards of domestic banks.

NUMBER OF COMPETITORS, SIZE OF THE COMPANY IN COMPARISON WITH OTHER PLAYERS, POSITION AND COMPETITIVENESS OF THE COMPANY

MARKET CAPITALIZATION OF PROPERTY COMPANIES LISTED IN THE STOCK EXCHANGE OF THAILAND UNDER PROPERTY DEVELOPMENT CATEGORY



Source: www.SetSmart.com (as of 31 December 2018)

Although being mid-size company listed in SET, the Company's market share is in the top 5 ranking for luxury¹ residential developers amongst large market cap companies. When compared to the estimated number of completed luxury condominium units in 2018 onward, the Company has a 14%² market share.

THE PROPORTION OF CONDOMINIUM UNITS OF THE COMPANY COMPARED TO TOTAL CONDOMINIUM UNITS IN THE MARKET³



MARKETING POLICY

The Company foresaw that demand trends of super luxury and luxury condominiums are remaining strong. Customers who look for super luxury condominiums are considering the potential of locations and the specialty of the projects while customers in luxury condominium markets consider the above factors adding in unit price and value for money factors when it comes to the decision-making process. The two target customer groups are buying condominium units as investments or second homes therefore familiar location is the key factor apart from useful functionality.

The Company remains focused on developing luxury and super luxury freehold condominiums in prime CBD in Bangkok. Another strategy to differentiate the Company from other competitors is Innovation. We apply new technology in most of the products/ processes possible starting from project design process and house management system up to financial management control system and customers relation management system to uplift the quality of life of residents. For example, we offer Smart Home System, which allow residents to control lighting, Communication

1. Condominium projects in Bangkok and vicinities with average selling price above THB 10mn per unit

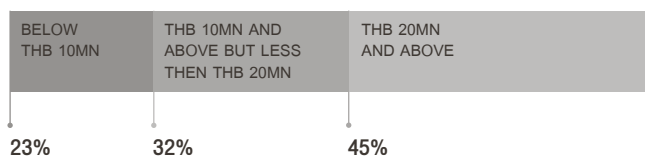
2. Include 4 projects of the Company, the Estelle Phrom Phong, TAIT12, the Lofts Asoke and the Lofts Silom, and 2 projects of KPNL, The Diplomat 39 and SHAA Asoke

3. Include only Condominium projects in Bangkok and vicinities with average selling price above THB 10mn per unit and expected to have completion date from 2018 onward (data as of 31 December 2018) (source: CBRE, JLL, REIC and company research)

system, Securities system as well as resources control system through touch screen monitoring control. We also initiate to replace traditional air conditioning system by hydro-power air conditioning system which can reduce noise pollution caused by heating equipment installed on the balcony of residents from within the house.

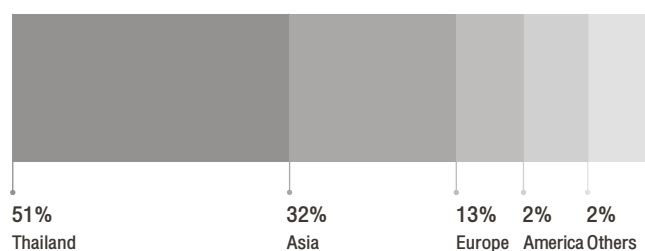
With the intention of creating the best, the Company's projects have been well received by customers and make the brand on the front position in the high-end residential market. In 2018, the Company's customers portfolio included existing customers and new customers which were friends and family of the existing ones. Referral marketing is the tool we use, and it has been successful for many years. Positioning ourselves in the high-end market, majority of our customers are those who do not need bank loan. Therefore, the Company has not been affected by the new measures from the Bank of Thailand to regulate mortgage lending loan.

UNIT VALUE OF RESIDENTIAL PROPERTIES SOLD BY THE COMPANY IN THE PAST 5 YEARS (2014-2018)



SALES CHANNELS

For residential property, the Company sold through two channels, by property agency and internal salesperson of the Company which each channel has percentage of total number of units sold of 48.1% and 51.9% respectively.



The Company has been seeking opportunities to develop commercial property and office buildings in Bangkok. As a result, in 2018, continuation from the entering into the long-term land lease agreement for a land plot on Ploenchit Road in the previous year, the Company had completed surface preparation process on the land plot. The Company targeted this building design and construction to achieve LEED¹ Gold rating. The rating can help us to tap into market of global and local corporations, domestically and internationally. The construction of this project will be completed in 2022. The project will provide long-term stable income and cash flow to the Company apart from the residential property for sales which is its existing core business.

FOOD AND BEVERAGE MARKET

Regarding to the Company's diversify strategy to non-real estate income and from the company's study on the world's mega trends, we realize that the shifting economic power is happening. Emerging markets, such as China, and developing economies have gone from being producers of goods and trading hubs for developed countries, to becoming an important destination for consumer goods and services in their own right. For Thailand, the trend reflects in significant growth in number of tourists and spending of tourists from China and others in ASEAN region in the past few years. Recently in 2018, number of tourist from ASEAN countries was over 10.3 million people, rise 12.8% from the previous year, however the spending during their trip grew beyond that, rising 23.0%. Looking at the number of tourist from China only, there were 10.5 million people, or over one fourth of total number of tourists visiting Thailand, rising at the similar digit as the ASEAN at 12.8%, while their spending grew over 10.7%. This can support the conclusion that spending power has also shifted from the west to the east and now Thailand is under the spotlight of tourists from ASEAN countries and China.

1. Leadership in Energy and Environmental Design : LEED by U.S. Green Building Council : USGBC

TABLE: NUMBER OF AND RECEIPTS FROM INTERNATIONAL TOURISTS IN COMPARISON BETWEEN 2017-2018¹

NATIONALITY / REGION	NUMBER OF INTERNATIONAL TOURISTS			RECEIPTS FROM INTERNATIONAL TOURISTS		
	2017 (PEOPLE)	2018 (PEOPLE)	CHANGE (%)	2017 (THB mn)	2018 (THB mn)	CHANGE (%)
ASEAN	9,119,941	10,284,050	12.8%	269,972	331,959	23.0%
Cambodia	854,431	882,015	3.2%	26,522	32,964	24.3%
Indonesia	574,764	644,043	12.1%	17,540	20,399	16.3%
Lao PDR	1,612,647	1,750,658	8.6%	41,928	53,028	26.5%
Malaysia	3,354,800	4,097,604	22.1%	87,132	114,897	31.9%
Singapore	1,028,077	1,067,309	3.8%	36,269	43,447	19.8%
China	9,805,753	10,535,955	7.4%	524,451	580,699	10.7%
Hong Kong	820,894	1,015,688	23.7%	33,713	42,485	26.0%
India	1,411,942	1,596,772	13.1%	62,404	66,005	5.8%
Europe	6,511,195	6,765,326	3.9%	480,776	502,462	4.5%
USA	1,056,124	1,123,248	6.4%	77,571	83,360	7.5%
Middle East	789,847	739,494	-6.4%	61,872	64,390	4.1%
Others	5,865,514	6,216,767	6.0%	313,283	332,476	6.1%
Total	35,381,210	38,277,300	8.2%	1,824,042	2,003,837	9.9%

Another mega trend is Rapid Urbanization^{2,3}, where the population and demographics are changed. 30 years ago, there were only 10 cities in the world with a population exceeding 10 million – the so-called ‘megacities’. Today the number of worldwide megacities has nearly tripled to 28 cities. It can be said that over half of total world’s population are living in urban area because urban areas tend to have better employment opportunities, education and access to social and cultural activities. Apart from growing of urban population, the world’s aging population is also growing which forecasts that, by 2050 or in about 30 years from now, global population aged over 65 will reach to 2,100 million people.

From the trends, the Company is seeing an opportunity in Food and beverage business as Consumers needs to adapt to a hectic city lifestyle therefore wanting their food to be more convenient. Eating out of home is becoming part of daily life. Moreover, workforce population, that are becoming aging in the future, are increasingly focused on what they eat. Products and drinks with specific health related benefits and good quality of food are being preferred.

COMPETITION

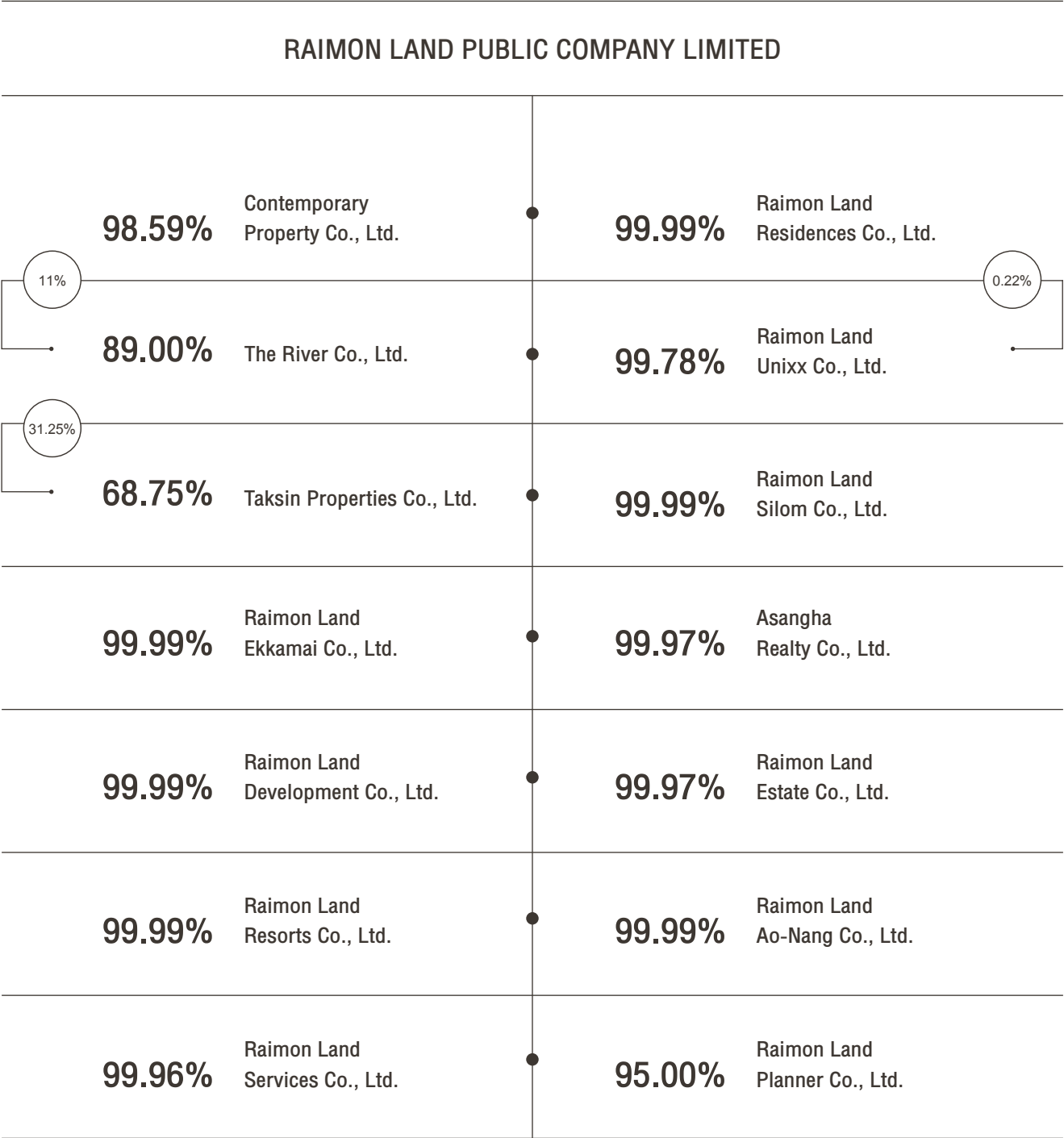
As of now, the Company has 2 restaurant branches/brands in Singapore, Baan Ying and Dink Dink. Over all, most of the restaurants in Singapore are situated in shopping malls which have high-traffic visitors. Major customers are office workers, Singaporean family as well as foreigners that move to Singapore. From a survey, we found that the customers in Singapore are spending averagely SGD 10-25 per meal. In the surrounding area of the Company’s restaurants, there are another 2 Thai restaurants which, in comparison, the Company’s Thai restaurant is competitive priced, given its quality.

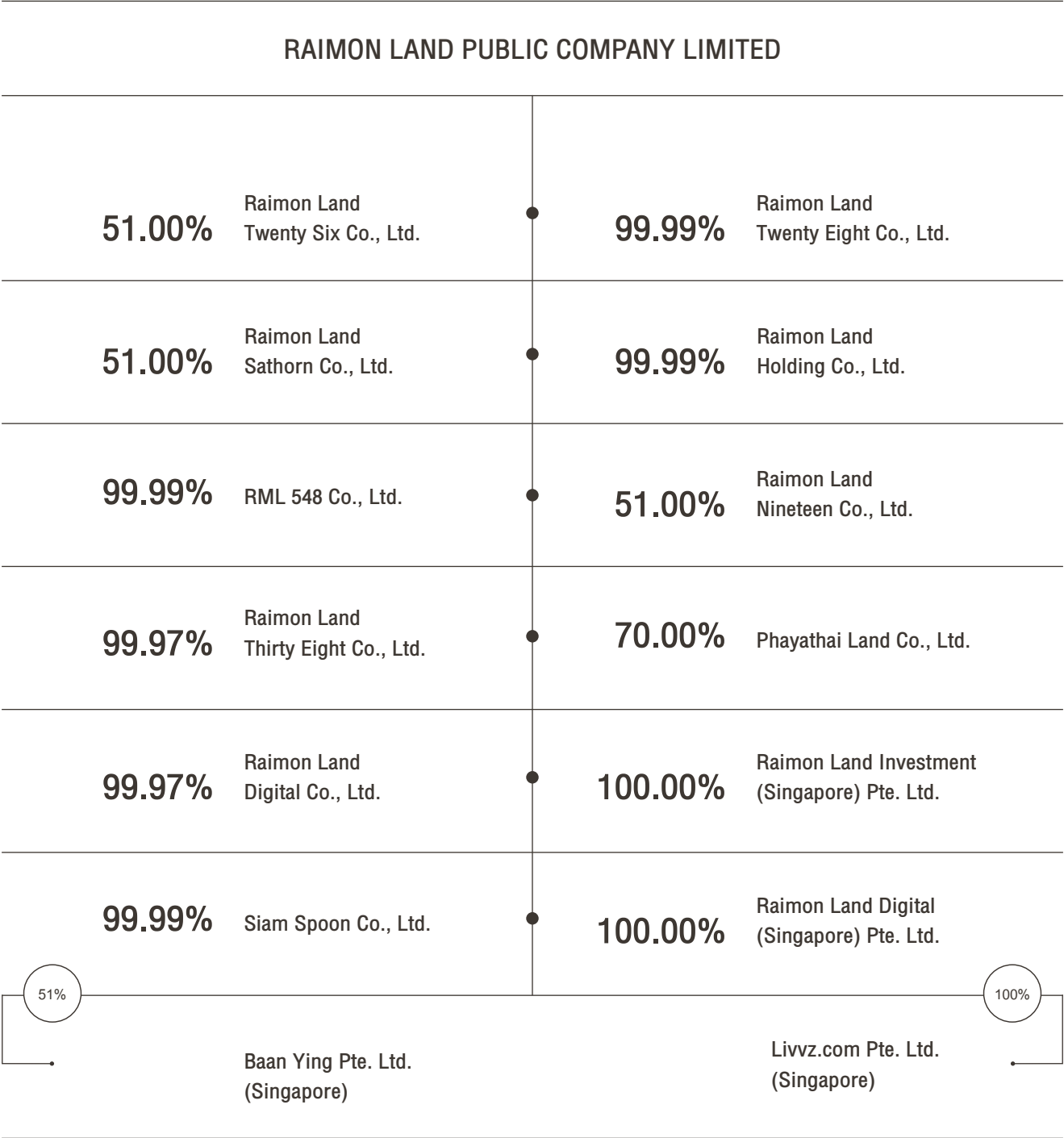
1. Source: Ministry of Tourism & Sports (www.mots.go.th)

2. Source: www.pwc.co.uk/issues/megatrends.html

3. Source: www.blackrock.com/sg/en/literature/whitepaper/megatrend-hk-sg-whitepaper.pdf

CORPORATE
STRUCTURE





GENERAL INFORMATION OF THE COMPANY, SUBSIDIARIES AND OTHER RELATED COMPANIES

NAME OF COMPANY (REGISTRATION NUMBER)	ADDRESS	BUSINESS TYPE	AUTHORIZED CAPITAL (THB)	PAID-UP CAPITAL (THB)	% HELD
Raimon Land Public Company Limited (0107536001508)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892 E-mail: ir@raimonland.com Website: www.raimonland.com	Property Development	4,268,262,367	4,172,484,127	-

SUBSIDIARIES	ADDRESS	BUSINESS TYPE	AUTHORIZED CAPITAL (THB)	PAID-UP CAPITAL (THB)	% HELD
1. The River Co., Ltd. (0105534045182)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development and/or Investment in Subsidiaries for Property Development	1,232,030,000	1,232,030,000	89.00%
2. Taksin Properties Co., Ltd. (0105530057879)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	1,200,000,000	1,200,000,000	68.75%
3. Contemporary Property Co., Ltd. (0105526003476)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	200,000,000	200,000,000	98.59%
4. Raimon Land Resorts Co., Ltd. (0105550123958)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Investment for Property Rental	7,000,000	7,000,000	99.99%
5. Raimon Land Planner Co., Ltd. (0105543094441)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Plan and Manage the Rehabilitation Plan	2,000,000	2,000,000	95.00%
6. Raimon Land Development Co., Ltd. (0105549013966)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	500,000,000	500,000,000	99.99%

	SUBSIDIARIES	ADDRESS	BUSINESS TYPE	AUTHORIZED CAPITAL (THB)	PAID-UP CAPITAL (THB)	% HELD
7.	Raimon Land Residences Co., Ltd. (0105551069892)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development and/or Investment in Subsidiaries for Project Development	10,000,000	10,000,000	99.99%
8.	Raimon Land Unixx Co., Ltd. (0105551070491)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	2,300,000,000	2,300,000,000	99.78%
9.	Raimon Land Services Co., Ltd. (0105553005034)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development and/or Investment and/or Operation	500,000	500,000	99.96%
10.	Raimon Land Ekkamai Co., Ltd. (0105555172779)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	10,000,000	10,000,000	99.99%
11.	Asangha Realty Co., Ltd. (0105559129100)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Broker, Agent for Trading or Renting Real Estate	1,000,000	1,000,000	99.97%
12.	Raimon Land Silom Co., Ltd. (0105558173261)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	45,000,000	45,000,000	99.99%
13.	Raimon Land Estate Co., Ltd. (0105559074526)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	1,000,000	1,000,000	99.97%
14.	Raimon Land Twenty Six Co., Ltd. (0105560125767)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	1,073,720,000	1,073,720,000	51.00%

SUBSIDIARIES	ADDRESS	BUSINESS TYPE	AUTHORIZED CAPITAL (THB)	PAID-UP CAPITAL (THB)	% HELD
15. RML 548 Co., Ltd. (0105560145890)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	1,300,000,000	1,300,000,000	99.99%
16. Siam Spoon Co., Ltd. (0105560145881)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Investment	5,000,000	5,000,000	99.99%
17. Raimon Land Sathorn Co., Ltd. (0105560163871)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	547,370,000	547,370,000	51.00%
18. Raimon Land Ao-Nang Co., Ltd. (0105560163782)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development and Hotel Service	5,000,000	5,000,000	99.99%
19. Phayathai Land Co., Ltd. (0105561071075)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	577,000,000	577,000,000	70.00%
20. Raimon Land Thirty Eight Co., Ltd. (0105561192956)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	1,000,000	1,000,000	99.97%
21. Raimon Land Digital Co., Ltd. (0105561207180)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Real Estate Services Online	1,000,000	1,000,000	99.97%
22. Raimon Land Twenty Eight Co., Ltd. (0105561203770)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	512,410,300	512,410,300	99.99%

SUBSIDIARIES	ADDRESS	BUSINESS TYPE	AUTHORIZED CAPITAL (THB)	PAID-UP CAPITAL (THB)	% HELD
23. Raimon Land Holding Co., Ltd. (0105561187111)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Investment	159,662,400	159,662,400	99.99%
24. Raimon Land Nineteen Co., Ltd. (0105560198268)	Rajanakarn Building, 19 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2029 1889 Fax: 66 (0) 2029 1892	Property Development	50,000,000	50,000,000	51.00%
25. Raimon Land Investment (Singapore) Pte. Ltd.	28 Yan Kit Road #10-03, The Arris Singapore (088271)	Property Development	2 SGD	2 SGD	100%
26. Raimon Land Digital (Singapore) Pte. Ltd.	28 Yan Kit Road #10-03, The Arris Singapore (088271)	Property Development	2 SGD	2 SGD	100%
27. Baan Ying Pte. Ltd. (Singapore)	103 Irrawaddy Road, #02-07, Singapore 329566	Food & Beverage in Singapore	100 SGD	100 SGD	51%
28. Livvz.com Pte. Ltd. (Singapore)	28 Yan Kit Road #10-03, The Arris Singapore (088271)	Online Service for Sell or Rent of Property	100 SGD	100 SGD	100%

OTHER RELATED COMPANIES	ADDRESS	TYPE/RELATION
1. EY Company Limited	33 rd Floor, Lake Rajada Office Complex 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110 Tel: 66 (0) 2264 0777 Fax: 66 (0) 2264 0789-90 Website: www.ey.com	Auditor of Raimon Land and its Subsidiaries
2. The Capital Law Office Limited	44 Smooth Life Tower 16 th Floor, North Sathorn Road, Bangrak, Bangkok 10500 Tel: 66 (0) 2633 9088 Fax: 66 (0) 2633 9089 Website: www.thecapitallaw.com	Legal Advisor of Raimon Land
3. Hunton Andrews Kurth (Thailand) Limited	34 th Floor, Q.House Lumpini Building 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120 Tel: 66 (0) 2645 8800 Fax: 66 (0) 2645 8800 Website: www.huntonak.com/en	Legal Advisor of Raimon Land

OTHER RELATED COMPANIES	ADDRESS	TYPE/RELATION
4. DLA Piper (Thailand) Limited	195 South Sathorn Road, Yannawa, Sathorn, 47 th Floor, Unit 4707 Empire Tower, Bangkok 10120 Tel: 66 (0) 2686 8500 Fax: 66 (0) 2670 0131 Website: www.dlapiper.com	Legal Advisor of Raimon Land
5. Weerawong, Chinnavat & Partners Ltd.	22 nd Floor, Mercury Tower 540 Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330 Tel: 66 (0) 2264 8000 Fax: 66 (0) 2657 2222 Website: www.weerawongcp.com	Legal Advisor of Raimon Land
6. Bangkok Jurist Ltd.	Paso Tower, 23 rd Floor, 88 Silom Road, Suriyawong, Bangrak, Bangkok 10500 Tel: 66 (0) 2267 2460 Fax: 66 (0) 2267 2464 Website: www.bangkokjurist.com	Legal Advisor of Raimon Land
7. Allen & Overy (Thailand) Co., Ltd.	23 rd Floor, Sindhorn Tower III 130-132 Wireless Road, Lumpini, Pathumwan, Bangkok 10330 Tel: 66 (0) 2263 7600 Website: www.allenoverly.com	Legal Advisor of Raimon Land
8. Siam City Law Offices Limited	Rajanakarn Building, 20 th Floor, 3 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 66 (0) 2676 6668 Website: www.siamcitylaw.com	Legal Advisor of Raimon Land
9. Baker & McKenzie Ltd.	25 th Floor, Abdulrahim Place 990 Rama IV Road, Bangkok 10500 Tel: 66 (0) 2636 2000 Website: www.bakermckenzie.com/Thailand	Legal Advisor of Raimon Land
10. Sitpracha and Associates Co., Ltd.	Moo 2, 352-353, Chumkhar Road, Sikhio Sub-district, Sikhio District, Nakhon Ratchasima Province 30140 Tel: 66 (0) 44 411 403	Legal Advisor of Raimon Land
11. South Asia Law Co., Ltd.	5 th Floor, Zuellig House 1-7 Silom Road, Silom, Bangrak, Bangkok 10500 Tel: 66 (0) 2636 0585	Legal Advisor of Raimon Land
12. Thailand Securities Depository Co., Ltd.	93 Ratchadaphisek Road, Dindaeng, Bangkok 10400 Tel: 66 (0) 2229-2800 Fax: 66 (0) 2654-5427 Call center: 0 2229-2888 Website: www.set.or.th/tsd	Legal Advisor of Raimon Land
13. TISCO Bank Public Company Limited	TISCO Tower, 48/2 North Sathorn Road, Bangrak, Bangkok 10500 Tel: 66 (0) 2633 6000 Fax: 66 (0) 2633 6800 Website: www.tisco.co.th	Financial Institution of Raimon Land

OTHER RELATED COMPANIES	ADDRESS	TYPE/RELATION
14. Thanachart Bank Public Company Limited	Tonson Tower, 1 st Floor, 900 Ploenchit Road, Lumphini, Pathum Wan, Bangkok 10330 Tel: 66 (0) 655 9066 Website: www.thanachart.co.th	Financial Institution of Raimon Land
15. Siam Commercial Bank Public Company Limited	9 Ratchadapisek Road, Jatujak, Bangkok 10900 Tel: 66 (0) 2544 1000 Website: www.scb.co.th	Financial Institution of Raimon Land
16. Bangkok Bank Public Company Limited	333 Silom Road, Silom, Bangrak, Bangkok 00000 Tel: 66 (0) 2230 1000 Website: www.bangkokbank.com	Financial Institution of Raimon Land
17. TMB Bank Public Company Limited	3000 Phahonyothin Road, Chom Phon, Chatuchak, Bangkok 10900 Tel: 66 (0) 299 2349 Website: www.tmbbank.com	Financial Institution of Raimon Land
18. United Overseas Bank (Thai) PCL	191 South Satorn Road, Satorn, Bangkok 10120 Tel: 66 (0) 2343 3000 Website: www.uob.co.th	Financial Institution of Raimon Land
19. Bank of Ayudhya Public Company Limited	1222 Rama III Road, Bang Phongphang, Yannawa, Bangkok 10120 Tel: 66 (0) 2296 2000 Website: www.krungsri.com	Financial Institution of Raimon Land
20. Land and Houses Bank Public Company Limited	1 Q.House Lumpini Building, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120 Tel: 66 (0) 2359 0000 Website: www.lhbank.co.th	Financial Institution of Raimon Land
21. Krungthai Bank Public Company Limited	Building 1 35 Sukhumvit Road, Klong Toey Nua, Wattana, Bangkok 10110 Tel: 66 (0) 2255 2222 Website: www.ktb.co.th	Financial Institution of Raimon Land
22. Kasikornbank Public Company Limited	1 Soi Rat Burana 27/1, Rat Burana Road, Rat Burana, Rat Burana, Bangkok 10140 Tel: 66 (0) 2222 0000 Website: www.kasikornbank.com	Financial Institution of Raimon Land

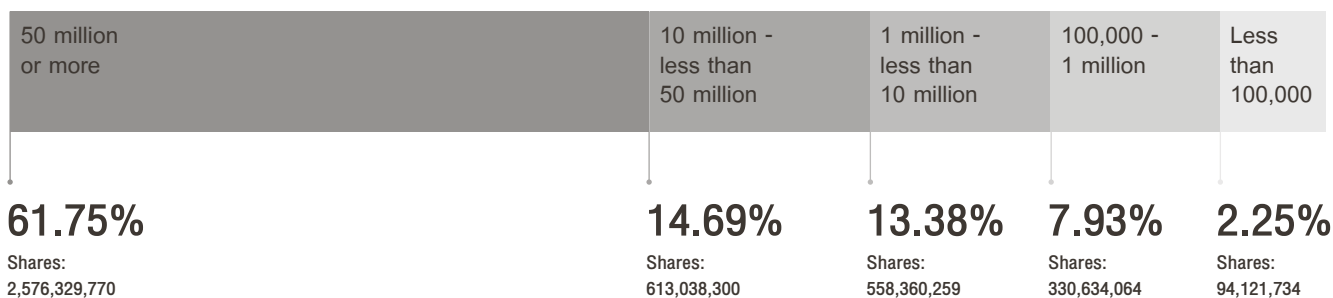
SHAREHOLDERS AND CAPITAL STRUCTURE (AS OF 5 FEBRUARY 2019)

COMMON STOCK

Registered Capital (THB)	4,268,262,367
Paid-up Share Capital (THB)	4,172,484,127
Par Value (THB)	1.00
Market	SET
Industry	Property & Construction
Sector	Property Development
First Trade Date	10 Sep 1993
Securities Code	RML
Number of Shareholders	6,743
Foreign Limit	49.0%
Foreign Holding	29.7%

TOP 10 MAJOR SHAREHOLDERS	SHARES	STAKE %
JS ASSET MANAGEMENT PTE. LTD.	893,000,000	21.40
KPN Land Co., Ltd.	828,000,000	19.84
Mr. Jirawut Kuvant	305,806,500	7.33
Mr. Mongkol Prakitchaiwattana	161,050,000	3.86
CREDIT SUISSE (SWITZERLAND) LTD.	150,000,000	3.60
Thai NVDR Co., Ltd.	143,473,270	3.44
RHB INVESTMENT BANK BERHAD (RETAIL)-KL MAIN	95,000,000	2.28
Mrs. Supranee Chaichukiat	47,100,000	1.13
Mr. Supachai Suthipongchai	43,803,900	1.05
Mr. Chuchart Chaichukiat	42,400,000	1.02
TOTAL	2,709,633,670	64.95

SHAREHOLDING BY SCALE (TOTAL OF 4,172,484,127 SHARES)



OTHER SECURITIES

1. WARRANTS

As of 31 December 2018, the Company has no outstanding warrants. However, during 2018, there are 2 warrant expired, detail as follows:

WARRANT OF RAIMON LAND PUBLIC COMPANY LIMITED NO. 4 (RML-W4)

NAME OF WARRANT	WARRANT OF RAIMON LAND PUBLIC COMPANY LIMITED (RML-W4)
Number of exercised warrants (units)	492
Number of unexercised warrants (units)	893,853,298
Ratio (warrant : shares)	1.00 : 1.06076
Exercise Price (baht/share)	1.857
Last Exercise Date	14 June 2018
Number of shares derived from exercised warrants (shares)	520
Number of remaining shares reserved (shares)	914,840,957
Expiration Date	15 June 2018

In this regards, the registered capital of the Company has been decreased by reducing the unsold shares of the Company which were allocated to accommodate the exercise of the RML-W4 which has expired on 15 June 2018, as per the resolution of the extraordinary shareholders meeting no. 1/2018, held on 11 October 2018.

ESOP WARRANT OF RAIMON LAND PUBLIC COMPANY LIMITED (RML-WB)

NAME OF WARRANT	WARRANT OF RAIMON LAND PUBLIC COMPANY LIMITED (RML-WB)
Number of exercised warrants (units)	0
Number of unexercised warrants (units)	89,000,000
Ratio (warrant : shares)	1.00 : 1.06076
Exercise Price (baht/share)	1.575
Last Exercise Date	14 November 2018
Number of shares derived from exercised warrants (shares)	0
Number of remaining shares reserved (shares)	95,778,240
Expiration Date	15 November 2018

2. BILL OF EXCHANGE

As of 31 December 2018, the Company has no outstanding bills of exchange.

3. DEBENTURES

As of 31 December 2018, the Company has following debentures outstanding:

DETAIL	VALUE (THB MN)	TERMS (YEAR)	INTEREST RATE*(%)	MATURITY
Debenture of Raimon Land PCL No. 1/2016, maturity in 2019	1,000	3	4.70	21 September 2019
Debenture of Raimon Land PCL No. 1/2017, maturity in 2020	711.7	3	4.70	20 June 2020
Debenture of Raimon Land PCL No. 1/2018, maturity in 2020	214	2	5.50	17 December 2020

* The interest is paid every 3 months.

The debenture agreement contains covenants as specified in the agreement and restrictions on the Company, related to such matters as the maintenance of a certain debt to equity ratio.

DIVIDEND POLICY

1. COMPANY'S POLICY

In the case the Company achieves a net profit and there is no existing accumulated loss carried forward, the Company shall pay out dividends, in the form of cash, of no more than 50% of total net profit after tax, net of allocation for any required legal reserves.

2. STATUTORY RESERVE FOR THE COMPANY

According to clause 116 of Public Company Limited Act (B.E. 2535), the Company is required to allocate at least 5 percent of its total net profit after tax (net of accumulated loss carried forward, if any) as statutory reserve. The Company is required to allocate for statutory reserve until such reserve has reached an amount equivalent to 10 percent of the Company's registered capital. This statutory reserve cannot be used for dividend payment purpose.

3. SUBSIDIARIES' POLICY

Board of directors of each respective subsidiary is authorized to provide resolutions for dividend payment. The dividend payment shall be paid out of total net profit after tax only. For interim dividend payment, the board of directors of each respective subsidiary may consider to affect such payment as long as it is deemed that such subsidiary has enough net profit after tax to do so.

4. STATUTORY RESERVE FOR THE SUBSIDIARIES

Upon each dividend payment, subsidiaries are required to allocate at least one twentieth of their respective net profit after tax for statutory reserve. The subsidiaries are required to allocate for their respective statutory reserves until such reserves have reached one tenth of the subsidiaries' respective capital.

REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE

TO THE SHAREHOLDERS,

The Nomination and Remuneration Committee comprises three directors, two of whom are Independent Directors and one of whom is Executive Director of the Company namely;

NAME	POSITION TITLE	NUMBER OF ATTENDANCE
1. Mr. Pradit Phataraprasit	(Independent Director) Chairman of Nomination and Remuneration Committee has resigned from the Office on July 25 th , 2018.	1/1
2. Mr. Lee Chye Tek Lionel	Member of Nomination and Remuneration Committee	5/5
3. Mr. Weidt Nuchjalearn	(Independent Director) has resigned from the Office on September 3 rd , 2018.	3/3
4. Mr. Chris Thirakaosal	(Independent Director) has been appointed as a Chairman of Nomination and Remuneration Committee on September 20 th , 2018.	2/2
5. Mr. Rathian Srimongkol	(Independent Director) has been appointed as a member of Nomination and Remuneration Committee on October 12 th , 2018.	2/2

In 2018, the Nomination and Remuneration Committee held 5 meetings to consider various agendas and proposed the report of meetings together with comments and recommendation to the Board of Directors' Meeting as follows;

1. To acknowledge 2019 Annual salary increment and bonus payment to staff.
2. To consider and approve 2018 Annual salary increment and bonus payment to CEO and CFO.
3. To consider and approve a new Nomination and Remuneration Committee Charter.
4. To consider the bonus payment to Directors
5. To acknowledge 2017 Report of the Nomination and Remuneration Committee.
6. To determine Directors' Remuneration for the year 2018.
7. To consider the reappointment of new directors replacing those retired by rotation.

8. To consider appointment of a Director to replace the resigned Director.
9. To consider appointment of a new Independent Director to replace the resigned Director.
10. To determine and approve the remuneration package for a new CEO.
11. To consider and approve amendments to the Nomination and Remuneration Committee Charter.

Yours sincerely,

Mr. Kris Thirakaosal
Chairman of Nomination and Remuneration Committee

DIRECTOR AND MANAGEMENT REMUNERATION

DIRECTOR REMUNERATION

The Company has established a transparent policy on Director Remuneration whether in the form of monetary or non-monetary benefits. Amount of remuneration is based on responsibility, duty, and benefits the Company expected to derive from a board member. In addition, such remuneration is required to be comparable with those of other publicly listed company on the Stock Exchange of Thailand; provided that such comparable companies are of similar industry and size. Finally, remuneration is required to be sufficiently attractive to retain and motivate board members to perform their duties with utmost transparency, with the aim to achieve the Company's goal. The Nomination and Remuneration Committee is required to define general guidelines for the Company's incentive pay to the Board of Directors, which must be ultimately approved by the general meeting of the Company every year.

MANAGEMENT REMUNERATION

The Board of Director takes into consideration responsibilities, duties, and performance of each individual executive when determining incentive pay for the management. The Nomination and Remuneration Committee is required to define guidelines for the Company's incentive pay to the management. Such pay is expected to be sufficiently attractive in order to retain and motivate the management of the Company.



Actual Images of The Lofts Silom

MONETARY REMUNERATION

DIRECTORS' REMUNERATION

NAME	REMUNERATION IN 2018 (THB)
Prof. Dr. Surakiart Sathirathai ⁽¹⁾	566,666.67
Mr. Pradit Phataraprasit ⁽²⁾	765,000.00
Dr. Siri Ganjarende ⁽²⁾	655,243.84
Mr. Weidt Nuchjalearn ⁽³⁾	806,882.19
Mr. Rathian Srimongkol ⁽⁴⁾	333,021.51
Mr. Kris Thirakaosal ⁽⁵⁾	215,466.67
Ms. Nuch Kalyawongsa	392,000.00
Mr. Lee Chye Tek Lionel	3,300,000.00
Mr. Bancha Wudhiprecha ⁽⁶⁾	72,066.67
Mr. Roland Pang Tze Vui ⁽⁷⁾	258,000.00
TOTAL	7,364,347.55

Remarks:

- (1) Prof. Dr. Surakiart Sathirathai was appointed to be director in place of Mr. Pradit Phataraprasit on 24 October 2018.
- (2) Mr. Pradit Phataraprasit and Dr. Siri Ganjarende has resigned from directorship, effective from 25 July 2018.
- (3) Mr. Weidt Nuchjalearn has resigned from directorship, effective from 3 September 2018.
- (4) Mr. Rathian Srimongkol was appointed to be director in place of Mr. Roland Pang Tze Vui on 15 May 2018.
- (5) Mr. Kris Thirakaosal was appointed to be director in place of Dr. Siri Ganjarende on 20 September 2018.
- (6) Mr. Bancha Wudhiprecha was appointed to be director in place of Mr. Weidt Nuchjalearn on 14 November 2018.
- (7) Mr. Roland Pang Tze Vui has resigned from directorship, effective from 28 April 2018.

MANAGEMENT'S REMUNERATION

TYPE OF REMUNERATION	REMUNERATION IN 2018 (THB)
Salary	53,196,167.00
Bonus	27,994,095.00
Contribution to Provident Fund	2,596,225.00
Others	3,896,728.00
TOTAL	87,683,215.00

OTHER TYPES OF REMUNERATION

The Warrants to the Directors, Management and/or the Employees of the Company, under the ESOP Plan (RML-WB) has been expired on 15 June 2018. Throughout the period of the warrant, no one exercises the rights under the RML-WB warrants.

As of 31 December 2018, the Company has no other warrant issued to Directors, Management and/or the Employees of the Company left.

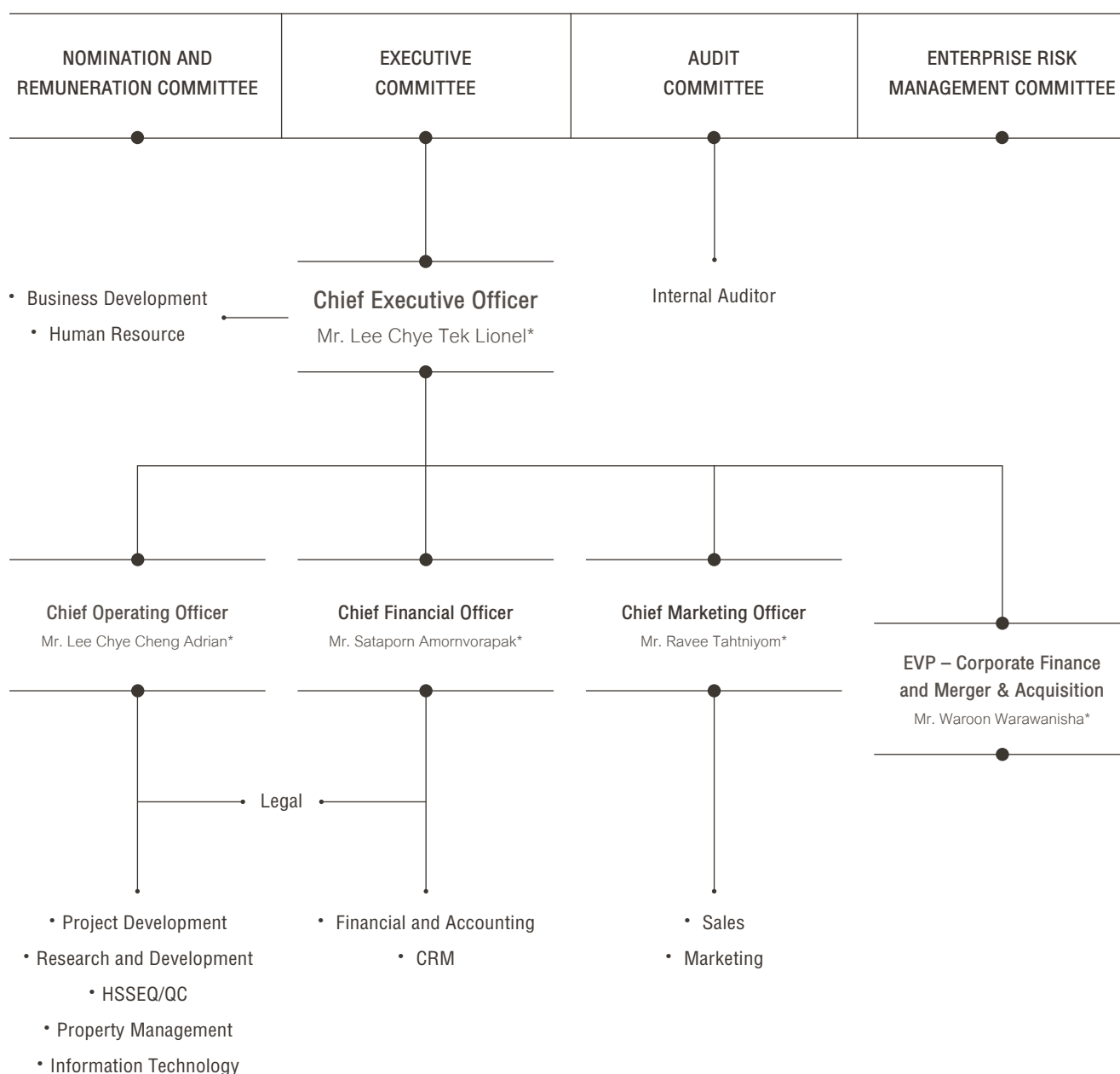


Actual images of The Lofts Silom

MANAGEMENT STRUCTURE

Management structure of Raimon Land Public Company Limited as of 31 December 2018

BOARD OF DIRECTORS



*Executive of Raimon Land under the Notification of Capital Market Supervisory Board TorChor 23/2551 (Article 89/1)

HUMAN RESOURCES

TOTAL EMPLOYEES, CATEGORIZED BY DEPARTMENTS

As of 31 December 2018, the Company had a total of 187 employees not including directors and executives. Details of employees as per departments as following:

DEPARTMENTS	NUMBER OF EMPLOYEES
Research & Business Development	6
Customer Relations Management	23
Project Development	23
Direct Marketing	6
Executive Office	2
Customer Relations Management - Post Handover	8
Finance & Accounting	23
Corporate Finance	2
Human Resources	4
Administration	16
Internal Audit	2
Information Technology	4
Legal	2
Marketing	11
Property Management	2
Property Management (Raimon Land Services Co., Ltd.)	25
Sales	25
Recurring Projects	3
TOTAL	187

EMPLOYEE REMUNERATION

TYPES OF REMUNERATION	TOTAL REMUNERATION IN 2018 (THB)
Salaries and Overtime	91,701,021.18
Bonus	16,995,186.00
Sales Commission	44,985,050.74
Contribution to the Employee provident fund	3,825,046.49
Others	5,498,477.17
TOTAL	163,004,781.58

POLICY FOR STAFF DEVELOPMENT

The Company greatly emphasizes on staff development. The Company has set up "Training and Development" as one criteria of the Key Performance Indicators (KPIs). Moreover, all employees will do Individual Development Plan (IDP) and consult with their supervisor on an annual basis to set the direction to

develop their potential to be consistent and support with the business operation of the Company. Details of such policy can be found on the Company's website: http://investor.raimonland.com/training_policy.html

SUMMARY OF STAFF TRAINING

ITEM	DETAILS	HOURS
1	Basic Network Infrastructure Attacking	10.00
2	Attacking on Layer 8 Assault (People): The art of attacking human	10.00
3	IA Day 2018	17.00
4	Preventing fraud in the organization, Class 14 (3rd course)	7.50
5	Feasibility study of the investment project, Class 8	7.00
6	Regulations on Tax invoice: preparing for options in E-Tax receipt and E-Tax invoice of revenue department	60.00
7	Preparation of financial statements and filling out PND 50	15.00
8	Preparation of financial statements and filling out PND 50	18.00
9	Revenue Department	6.00
10	The 33 rd ASEAN's largest building technology exposition	9.50
11	International Arbitration Training Course	54.00
12	Don't be late to the party! DMP-Data Management Platform	3.00
13	The Leader of The Future: Changing Yourself to Lead in a Changing World	4.00
14	Revenue Department: How to prepare withholding tax correctly.	12.00
15	Revenue Department: How to prepare withholding tax correctly.	4.50
16	Withholding Tax	3.00
17	Revenue Department	6.00
18	International Arbitration Training Course	18.30
19	NYC Management	8.15
20	Disclosure Guidelines under CG Code according to apply and explain method	2.00
21	Digital Marketing	8.00
22	Changes in accounting and financial reporting standards	7.50
23	The Era of digital disruption for the affluent loyal customers	3.00
24	Revenue Department	7.00

ITEM	DETAILS	HOURS
25	Revenue Department	7.00
26	Wealth Dynamics	7.50
27	Website Workshop	3.00
28	Design training & development course: How to create courses	14.00
29	New financial reporting standards	7.50
30	Company Secretary Program (CSP 92/2018)	8.50
31	IR Talk series#3 Cracking Secrets of IR Success for Mid-small Caps	4.15
32	TFRS in 2018 No.2/61 (minor course 404)	7.50
33	News on the corruption and incorrect accounting standards of listed companies	7.50
34	Compliance issues with Accounting Standards for Information Disclosure	7.50
35	IPO Step by step	7.50
36	Overview of Thai auditing standards, No. 4/61	7.50
37	Data Analytic for Internal Auditor	7.50
38	General Business English Communications	450.00
39	Financial Planning for True Wealth & Happy Living	150.00
40	Investing in Stock Exchange with Minimal Risk	150.00
41	Enterprise Risk Management	219.00
TOTAL		1,365.60

Remarks: Average training session for staff is 7.30 hours per person

CORPORATE GOVERNANCE POLICY

Board of Directors of Raimon Land Plc has set out policies for corporate governance that adhere to the 'Principles of Good Corporate Governance for Listed Companies' promoted by the Stock Exchange of Thailand. The Company ensures transparency, integrity and accountability in line with international standards by setting up an Audit Committee comprised of 3 qualified independent directors. These independent directors are tasked to independently audit and monitor performance of the Board of Directors. To further ensure good corporate governance and better supervision, the Company has appointed an internal auditor since the end of 2003. Structurally, the Audit Committee and internal auditor are completely independent from the Company's Executive Committee. The Board has committed itself to compliance with the 'Code of Best Practice for Directors of Listed Companies' and the 5 principles of 'Good Corporate Governance, 2012' as follows:

1. RIGHTS OF SHAREHOLDERS

- The Board of Directors acknowledges that good corporate governance is vital for the benefits of the Company and shareholders. Thus, the Board of Directors has set up policies and procedures to ensure transparency in accordance to relevant laws and business ethics, with the aim to maximize shareholders' benefits and to prevent any conflicts of interest. In addition, good corporate governance, along with internal control systems executed by independent directors and Audit Committee, is essential to sufficient risk management, and having proper internal control systems in place as well as having internal audit system reviewed by Independent Directors/Audit Committee Members.
- The Company shall disclose up-to-date information to the public via its corporate's profile, corporate's website and company's newsletter, all of which in English and Thai.
- Shareholders are notified at least 7 days in advance (14 days under the case of special agendas) of each shareholder meeting in a written letter that specifies the date, time and venue of the meeting. The letter shall also provide detailed agendas, each of which shall be accompanied by the Board of Directors' opinion on such matter. Such practice is to ensure that all shareholders shall receive adequate time and information for decision making process.
- The Company is fully aware of the right of shareholders to access information. The Company welcomes shareholders' comments and ideas. The Company has arranged for representatives of the Executive Committee,

management, Audit Committee and auditors to attend every meeting. Complete and accurate minutes are taken at each meeting and shall be submitted to the Stock Exchange of Thailand within 14 days following such meeting. Every meeting minute shall be presented to shareholders in subsequent meeting for shareholders' acceptance.

2. EQUITABLE TREATMENT OF SHAREHOLDERS

- All shareholders have equal rights to attend and vote at meetings as specified in the Articles of Association. Should a shareholder be unable to attend a meeting, the shareholder is encouraged to appoint a proxy to attend the meeting or assign an independent director to vote for his stead. All shareholders shall be treated equally with respect to their rights.
- The shareholders shall have an opportunity to propose additional agendas and questions concerning the Company prior to the shareholders' meeting date. The Company will notify shareholders in advance through SET's website. The Company shall published the criteria for shareholders to propose additional agenda on the company's website.
- The shareholders' meeting shall be convened in accordance with the agendas set out in the meeting notice. The Company will not add extra agendas without prior notice to shareholders to assure that shareholders an opportunity to study all necessary information before making decision.
- Chairman of the shareholders' meeting shall provide shareholders an opportunity to express opinions and ask questions related to the agenda or related to the Company in general.
- The Board of Directors provides an opportunity for shareholders to elect directors on an individual basis.
- The voting cards will be used during the shareholders' meeting for important agenda items such as election of directors, related party transactions, acquisitions or disposals of core assets, etc.

3. ROLE OF STAKEHOLDERS

1) Protection of stakeholders' rights

- The Company values the rights of stakeholders including shareholders, customers, employees, suppliers, competitors, official authorities, society and environment. The Company has published Code of Conduct to provide ethical guidelines for the Company's directors, management, and employees. The Company expects every person in the organization to strictly adhere to such Code of Conduct.

- The Board of Directors has established clear policies on fair treatment to each group of stakeholders for implementation and measurement of policy effectiveness in order to prevent infringement of stakeholder right and to redress violations of stakeholders' legal rights.

2) Policy and practice toward Competitors

- The Company sets a policy toward its business competitors in a way consistent with international practice and the legal framework for business competition with good business ethics, professionalism and transparency. The Company will not spy on or fraudulently obtain of its competitors' trade secrets. The Company practices are as following:
 - The Company will compete with professional integrity and shall treat competitors with fairness under the applicable rules and regulations of the competition.
 - Company shall not damage competitors' reputation by abusive accusation.
 - The Company shall not take any actions to create competitive disadvantage to its competitors such as abuse or wrongfully obtain competitor's confidential information and etc.

3) Policy and practice toward Trading Partners

- The Company believes in doing business with integrity, transparency, equality and fairness. Having great Trading Partner will help both parties to drive for sustainable growth. The Company has a policy and practice toward Trading Partners as one of the Company's stakeholders as detailed below:
 - Company shall operate in line with the terms and conditions of agreement. If not, Company shall inform the Trading Partners in advance to solving the problem together and try to prevent any damages that might happen.
 - Company shall not demand or receive or pay any improper benefits to its Trading Partners.
- The Company has a screening and selection of Trading Partners Policy with an emphasis on pricing, quality, service, delivery, expertise and experiences. The Company also considers about business ethics of the Trading Partner, reliability, financial status, past record and the Trading Partner must not have conflict/joint of interest with other Trading Partner/bidders which could obstruct the fairly price competition.

4) Policy and practice toward Creditors

- The Company will always aware that honesty is the fundamental of good relationship with creditors. The Company set policies and practices in order to reassure its Creditors as following:
 - Creditors should be treated with responsibility, honesty and fairness on the basis of the fair return to both parties.
 - Company shall strictly comply with all the terms and conditions agreed upon in an agreement especially the terms of guarantee and managing cash flow to be able to pay to the creditors according to the terms and conditions in the agreement.
 - The Company shall disclose any necessary and important information, conditions and restrictions or facts to its creditors in accordance with the legal framework of Consumer Protection Law and other relevant laws.
 - In the event that any particular condition cannot be met, the company shall notify the creditors in advance and seek a mutually acceptable solution.

5) Policy on Non-Infringement of Intellectual Property

- The Company emphasizes the importance of legally and proper use of intellectual properties and information technology. The Company has a policy to abide by intellectual property laws (copyright, trademark, patent and etc.). The usage of computer and information technology must be complied with the Computer-Related Crime Act and relevant laws. The company does not support any actions of its directors, managements and employees that violates intellectual property of others without authorization.
- The Company provided guideline for its directors, managements and employees on those policies above through the Company's site. In case of any complaints or the company finds out of any violation, the company will follow the rules set out in Code of Conduct Policy and other relevant regulations.

6) Policy and practice toward Employee

- The Company recognizes the value in human resources. The Company intends to create the pride in the organization and the participatory working environment as well as equal opportunities for career progression. Employees will be provided with skill and knowledge development thoroughly and continuously to create value and maintain business excellency.
 - The company will treat employees with respect to honor and dignity.

- The Company will conduct recruiting and hiring process with fairness by considering the qualifications, educations, experiences and other necessary requirements of each positions without discrimination on sex, age, race and religion.
- The Company sets out remuneration management policy based on fairness and suitability. The remuneration must be in line with the responsibilities, quality, achievement of each position, employee's attitude and potential, which could be comparable with other companies in the same industry.
- The Company has welfare & benefits policies for employees such as provident fund, social security fund, group life and health insurance, annual physical checkup and financial aid to employees in various occasions.
- The Company has policy to develop skill and knowledge of its employees and enhance their ability for career progression continuously.
- The Company recognizes that good communication brings efficiency and good working environment. Therefore, the Company continuously informs and updates its employees on relevant news and information as often as possible.
- The Company's Board of Directors has arranged for an efficient internal control system to ensure that financial information is recorded accurately, completely and adequately in order to safeguard the Company's assets; and to help identify any loopholes in order to establish preventive measures in relation to any significant fraud or operation irregularities.
- The Company has provided a transparent and appropriate guideline to determine directors' remuneration. Such guideline is required to be in accordance with market practices. Directors' remuneration is approved by shareholders at the general meeting, while management remuneration is approved by the Nomination and Remuneration Committee and Board of Directors. Executive remuneration shall take into account the Company's operating results as well as the performance of relevant executives.
- Directors and the first four Executives according to the definition in the Notifications of the Capital Market Supervisory No. TorJor. 23/2551, including the spouses and underage children of the Directors and Executives of the Company, are obliged to submit securities holding report to Securities and Exchange Commission (SEC) within 30 days after they have been appointed directors or executives and report of change in securities holding must also be filed within 3 business days from the date of purchase, sale, transfer or acceptance of transfer of securities and a copy of such report must be delivered to the Company on the same day as sending to the Securities and Stock Exchange Commission, in compliance with the Securities and Exchange Act B.E. 2535 (1992) and relevant regulations from SEC.

4. Disclosure and transparency

- The Company recognizes the importance of accurate, complete, transparent and timely disclosure of financial, general and other information that may affect the price of the Company's securities. Further, the Company has set up Investors Relation Department in order to handle communication with investors and analysts with an emphasis on complete, transparent and timely disclosures. Contact Information of Investor Relation is as follows:
 Telephone: +66 (0) 2029 1889
 Fax: +66 (0) 2029 1891
 E-mail: ir@raimonland.com
- The Company's Board of Directors is responsible for the accuracy of the Company's and its subsidiaries' consolidated financial statements and related information as shown in the annual reports, which are prepared in accordance with generally accepted Thai accounting principles. Conservative judgments and best estimates have been used to prepare the financial statements to ensure adequate and proper disclosure in the notes to the financial statements.

5. RESPONSIBILITIES OF THE BOARD OF DIRECTORS

1) Structure of the Board of Directors

- The Board of Directors of the Company consists of 9 directors as follows:

Directors	4 persons
Independent Directors	4 persons
Non-Independent Director	1 person

As of 31 December 2018, the detail of Board of Directors is as follows:

1. Prof. Dr. Surakiart Sathirathai (Date of Appointment: 24 October 2018)	
Position	- Chairman of the Board - Independent Director
Age	- 60
Education / Training	- Harvard Law School (LL.M., S.J.D.) - The Fletcher School of Law and Diplomacy (MALD) - Chulalongkorn University (LL.B.)
Current positions in other Listed Companies	- Chairman of Advisory Board, Power Line Plc. - Chairman of Advisory Board, AEC Securities Plc.
Current positions in Non-Listed Companies	- Chairman, Asian Peace and Reconciliation Council (APRC) - Advisory Vice Chairman, Friends in Need(of "PA") Volunteers Foundation, Thai Red Cross - Chairman of the Board, Siam Premier International Law Office Limited - Chairman of the Board, Lao Premier International - Chairman, Pepsi-Cola (Thai) Trading Co., Ltd. - International Strategic Board Member, SICPA S.A., Switzerland
Directorship in related Companies	- None
Shareholding Proportion	- RML: None
Family's relationship between management	- None
2. Mr. Lee Chye Tek Lionel (Date of Appointment: 1 February 2013)	
Position	- Chairman of Executive Committee - Member of Nomination and Remuneration Committee - Member of Enterprise Risk Management Committee - Chief Executive Director
Age	- 45
Education / Training	- Graduate Diploma in Business Administration, Western Sydney International College
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- Director, Jit Sun Investments Pte Ltd.
Directorship in related Companies	- Please see in "Details of Directors, Executives and control persons of the company, Holding positions as an executive in a subsidiary"
Shareholding Proportion	- RML: 893,000,000 shares (21.64%)
Family's relationship between management	- Older Brother of Mr. Lee Chye Cheng Adrian (Director, Chief Operating Officer)

3. Mr. Lee Chye Cheng Adrian (Date of Appointment: 4 February 2013)	
Position	- Executive Director - Member of Enterprise Risk Management Committee - Chief Operating Officer
Age	- 38
Education / Training	- Bachelor's Degree in Finance, University of Strathclyde Glasgow
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- Director, CWX Global Limited (Singapore) - Director, Interlink Petroleum Limited (Singapore)
Directorship in related Companies	- Please see in "Details of Directors, Executives and control persons of the company, Holding positions as an executive in a subsidiary"
Shareholding Proportion	- RML: 2,000,000 shares (0.05%)
Family's relationship between management	- Younger Brother of Mr. Lee Chye Tek Lionel (Director, Chief Executive Officer)

4. Mr. Sataporn Amornvorapak (Date of Appointment: 14 August 2014)	
Position	- Executive Director - Member of Enterprise Risk Management Committee - Chief Financial Officer - Company Secretary
Age	- 46
Education / Training	- Master's Degree of Business Administration Major Finance Kasetsart University - Bachelor's Degree of Business Administration Major Accounting Rajamangala University of Technology - Centre - Directors Certification Program: DCP 213/2015
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- None
Directorship in related Companies	- Please see in "Details of Directors, Executives and control persons of the company, Holding positions as an executive in a subsidiary"
Shareholding Proportion	- RML: None
Family's relationship between management	- None

5. Ms. Nuch Kalyawongsa (Date of Appointment: 4 February 2013)	
Position	- Director
Age	- 65
Education / Training	- Masters of Science in Accounting Thammasat University - Bachelor's Degree in Accounting Chulalongkorn University - Directors Certification Program: DCP 210/2015
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- Finance and Accounting Manager, Himedia Technology Co., Ltd.
Directorship in related Companies	- None
Shareholding Proportion	- RML: None
Family's relationship between management	- None

6. Dr. Rathian Srimongkol (Date of Appointment: 15 May 2018)	
Position	- Chairman of Audit Committee - Member of Nomination and Remuneration Committee - Independent Director
Age	- 59
Education / Training	- Master of Business Administration, Thammasat University - M.P.A. (General Administration), Suan Sunandha Rajabhat University - Medical Degree, Faculty of Medicine Siriraj Hospital, Mahidol University - Bachelor's degree in Medical Science, Mahidol University - Capital Market Academy Leadership Program (Class 11), Capital Market Academy - Financial Statements Demystified for Director Program, Class No.1/2009, Thai Institute of Directors (IOD) - Role of the Chairman Program, Class No. 19/2008 Thai Institute of Directors (IOD) - Director Certification Program Class No. 8/2001, Thai Institute of Directors (IOD)
Current positions in other Listed Companies	- Director, President and Member of Corporate Governance Committee, Krungthai Card Plc. - Independent Director, Chairman of the Audit Committee, Member of the Corporate Governance Committee and Member of the Nominating & Compensation Committee, One to One Contacts Plc. - Independent Director / Vice Chairman of the Board / Chairman of the Audit Committee / Member of the Sustainability and Risk Management Committee, Indorama Ventures Plc.
Current positions in Non-Listed Companies	- Vice President, Tobacco Authority of Thailand - Director, Thai Listed Companies Association
Directorship in related Companies	- None
Shareholding Proportion	- RML: 3,812,500 shares (0.09%)
Family's relationship between management	- None

7. Mr. Kris Thirakaosal (Date of Appointment: 20 September 2018)	
Position	- Chairman of Nomination and Remuneration Committee - Member of Audit Committee - Independent Director
Age	- 41
Education / Training	- Master of science in Electronic Commerce, Claremont Graduate University, CA, USA - Master of art in Economics, Claremont Graduate University, CA, USA - Bachelor of Engineering in Industrial Engineering Thammasat University - Thai Institute of Directors (IOD) B.E. 2556, Director Certificate Program 168
Current positions in other Listed Companies	- Independent Director / Member of Audit and Corporate Governance Committee / Member of Nomination Committee and Member of Remuneration Committee Christiani & Nielsen (Thai) Plc.
Current positions in Non-Listed Companies	- Chief Business Development Officer, BCPR Company Limited - VP Business Development, NIDO Petroleum Limited (Australia)
Directorship in related Companies	- None
Shareholding Proportion	- RML: None
Family's relationship between management	- None

8. Mr. Bancha Wudhiprecha (Date of Appointment: 14 November 2018)	
Position	- Member of Audit Committee - Independent Director
Age	- 48
Education / Training	- LL.M. Degree Cornell University - LL.B. (Honors) Chulalongkorn University
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- Partner / Lawyer, Siam Premier International Law Office Limited
Directorship in related Companies	- None
Shareholding Proportion	- RML: None
Family's relationship between management	- None

9. Mr. Waroon Warawanisha (Date of Appointment: 28 February 2018)	
Position	- Executive Director
Age	- 58
Education / Training	- Master of Management, Kellogg School of Management, USA - Bachelor of Electrical Engineering, King Mongkut's Institute of Technology
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- None
Directorship in related Companies	- Please see in "Details of Directors, Executives and control persons of the company, Holding positions as an executive in a subsidiary"
Shareholding Proportion	- RML: 1,480,000 Shares (0.04%) - RML: 580,000 Shares (0.01%) (Spouse)
Family's relationship between management	- None

- In 2018, there were a total of 12 Board of Directors meetings, whereby the attendance record of directors is as follows:

NAME	DATE OF APPOINTMENT	ATTENDANCE
1. Mr. Pradit Phataraprasit ⁽¹⁾	1 February 2013	0/5
2. Mr. Lee Chye Tek Lionel	1 February 2013	12/12
3. Mr. Lee Chye Cheng Adrian	4 February 2013	11/12
4. Miss Nuch Kalyawongsa	4 February 2013	12/12
5. Mr. Roland Pang Tze Vui ⁽²⁾	16 May 2014	3/4
6. Dr. Siri Ganjarerndee ⁽¹⁾	14 August 2014	4/5
7. Mr. Sataporn Amornvorapak	14 August 2014	12/12
8. Mr. Weidt Nuchjalearn ⁽³⁾	24 April 2017	7/8
9. Mr. Waroon Warawanisha	28 February 2018	11/11
10. Dr. Rathian Srimongkol	15 May 2018	7/7
11. Mr. Kris Thirakaosal	20 September 2018	3/3
12. Prof. Dr. Surakiart Sathirathai	24 October 2018	0/1
13. Mr. Bancha Wudhiprecha	14 November 2018	0/0

(1) Mr. Pradit Phataraprasit and Dr. Siri Ganjarerndee resigned from directorship, effective from 25 July 2018.

(2) Mr. Roland Pang Tze Vui resigned from directorship, effective from 28 April 2018.

(3) Mr. Weidt Nuchjalearn resigned from directorship, effective from 3 September 2018.

- Independent Directors shall constitute at least one third of the Board of Directors. Independent Directors is comprised of ⁽¹⁾ Chairman of the Board of Directors and ⁽²⁾ three Audit Committee members. The Independent Directors/Audit Committee are encouraged to express their views and maintain their independence when performing operation and transaction audit as well as evaluating internal control systems.
- **Separation of roles, duties and responsibilities**
The Company has made a clear outline defining the authority and responsibility of the Board of Directors, Executive Committee, Audit Committee, Nomination and Remuneration Committee, Enterprise Risk Management Committee and Chairman of the Board. In addition, Chairman of the Board of Directors shall act as an independent director and possess no relationship with management. Chairman of the Board of Directors shall not be representative of major shareholders, nor shall be the same person with Chief Executive Officer.
- 2) **Director Authorization and Restriction**
 - Any 2 of the following 3 Directors - Mr. Lee Chye Tek Lionel, Mr. Lee Chye Cheng Adrian and Mr. Sataporn Amornvorapak – signing together with the affixing of the official company seal.
 - Authorization of Board of Directors, Executive Committee and Executives, shall be in accordance with The Approval Limit No. 1/2017, in order to be able to perform their duties effectively and be in line with good internal control.
- 3) **Scope of Authority of the Company's Board of Directors**
 - The Company's directors are required to perform their duties in compliance with all relevant laws and regulations; the Company's objectives and articles of association; and the resolutions by shareholders in good faith. The Company's directors are prohibited from carrying out any business of the same nature as and in competition with the Company's business and from being partners or shareholders or directors of other juristic persons carrying out a similar and competitive business, unless the shareholders are informed of such in a shareholders meeting prior to his/her appointment. If a director has direct or indirect interests in any agreements to be entered into with the Company or increases or decreases his/her shareholding or debenture holding in the Company and its affiliates or debenture, the director must inform the Company without delay.
 - The Company's directors shall act for the best interests of the Company, stakeholders, and shareholders and will perform duties under the framework and rules according to the charter of the Board of Directors as per followings:
 - a) Review, consider and approve key business matters such as the Company's visions and missions, strategy, annual budget, financial targets, risks and company business plan at least once a year.
 - b) Monitor, control and supervise that management execution is performed in line with policies, work plans and budget and in an efficient and effective manner, as well as evaluate and ensure the performance reporting.
 - c) Establish and approve corporate governance policy and ensure consistency through policy revision, expected to perform at least annually.
 - d) Ensure the reliable audit, accounting system and financial report. Monitor the appropriateness of internal control procedures and internal audits as well as effectiveness and efficiency of risk management procedure.
- 4) **Role and Responsibilities of the Chairman of the Board**
 - Summon the Board meetings and control submission of the invitation to the meetings including any related documents to provide adequate information in a timely basis to the directors.
 - Preside over the meetings of the Board of Directors, manage the meetings in line with the agenda, Articles of Association and relevant laws as well as manage time appropriately and promote expression of opinions in an independent and transparent manner at meetings.
 - Give the casting vote in the event the votes are tied at Board of Directors meetings.
 - Preside over the shareholders' meeting, manage the meetings in line with the agenda, Articles of Association and relevant laws as well as manage time appropriately.
 - Supervise to ensure proper and efficient communication between the directors and shareholders during shareholders' meeting and provide the opportunity for shareholders to express opinions equally.
 - Support and encourage the Board of Directors working at full capacity, duties and responsibilities in line with the principles of corporate governance.
- 5) **Board Meeting and Relevant Notification**
 - The Board of Directors shall convene at least 4 times annually, scheduling the meeting in advance at the beginning of every year. Directors are required to attend extraordinary meeting as required. Unless there is an emergency, letter of invitation shall be distributed

to the board members 7 days prior to the meeting in order to provide directors sufficient time to digest the information. In addition, letter of invitation is expected to contain information concerning date, time, agendas and place of meeting. The Company is expected to produce meeting minutes within 14 days of the board meeting, and all directors are entitled to access the meeting minutes. The Company shall file all approved meeting minutes.

In 2018, the company set 4 meeting schedules in advance and had 8 extraordinary meeting during the year.

6) Meeting Quorum and Voting

- Meeting quorum requires at least half of the directors to be present. In the case the Chairman of the Board is absent, the Vice-chairman shall automatically be elected as chairman of the meeting. In the case the Company does not have Vice-chairman, one of the directors present at the meeting shall be elected as chairman.
- Decision shall be based upon majority rule.
- Each of the directors has 1 vote. Those having conflict of interests shall be abstained from voting. In the case there is a tie, the chairman is entitled to cast an additional vote.

7) Appointment of Directors and Executives

To ensure the effectiveness, efficiency, professionalism and versatility of the company, the selection and nomination of directors will be considered based on the Board Diversity as well as knowledge, ability, expertise, relevant experience and others qualifications as required by law. The selection and nomination of directors will be carried out by Nomination and Remuneration Committee and the Board of Directors.

For the criteria and procedure of nomination, the Nomination and Remuneration Committee will screen and select the qualified person from a variety of professions who has the necessary skills to enhance the strengths and effectiveness of the Board of Directors. The qualified person must have leadership, visions, morality and ethics with no limitation to gender who also have a transparent working history, not have prohibited traits as defined in the Public Companies Act and notifications of the Securities and Exchange Commission and able to express opinions freely. The qualified person will be nominated to the Board of Directors for consideration. Once approved, the nominated person will be proposed to the shareholder for approval at the general shareholders' meeting.

1) Appointment of Directors

An appointment of directors must be approved by the shareholders at the general shareholders' meeting, except for the case where vacancy was caused by a reason beyond term expiration. Under such case, the Board of Directors shall be entitled to appoint a person to fill such vacancy. The appointed person shall serve the remaining period of the term.

In practice, the nomination of directors can be carried out by the Nomination and Remuneration Committee and the Board of Directors. In addition, shareholders may nominate a candidate for consideration during shareholders' meeting. The person, regardless of how he or she is nominated, has to be qualified, knowledgeable, capable, and experienced in relevant fields. In addition, the person shall not have prohibited traits as defined in the Public Companies Act and notifications of the Securities and Exchange Commission. The requirements and procedures for selection of company directors are given below.

According to Section 4 of the Company's Articles of Association, the Board of Directors comprises of at least 5 directors and at least half of the directors must reside in Thailand.

The appointment of directors must be carried out at the shareholders' meeting in accordance with the following requirements and procedures:

- 1.1 Each shareholder has one vote to one share.
- 1.2 In appointing directors, each shareholder may vote for candidate(s) individually or as a group, as long as voting requirement in item no. 1 applies. However, the votes are indivisible (the voting for appointment of directors shall be non-cumulative voting).
- 1.3 The directors will be selected based on the total number of votes; in the case of a tie, the Chairman will cast the deciding vote.
- 1.4 At every annual general shareholders' Meeting, one-third of the directors - or the number nearest to one-third - must retire from the board. The retiring directors may be re-elected.

1.5 There must be drawing by lots to determine the directors retiring by rotation on the first and second years following a conversion into a public company. In each subsequent year, the directors who have been directors for the longest period must retire. In addition to the retirement by rotation, director vacates from the post upon:

- a. Passing away
- b. Resignation
- c. Disqualifications or possessing prohibited traits according to the Public Companies Act
- d. Removal by a resolution of the shareholders at the general shareholders' meeting
- e. Dismissal by a court order

1.6 Any director wishing to resign is required to submit a resignation letter to the Company. The resignation is effective immediately upon the letter being received by Company. The director may notify the registrar of the resignation.

2) Selection of Independent Directors

The Company realizes the importance of having independent directors. Independent directors are in charge with auditing and supervising the Executive Committee in order to ensure transparency; to comply with relevant internal control systems, laws and regulations; as well as improving the Company's operational efficiency. An independent director must be knowledgeable, competent and experienced. Independent directors are selected according to the criteria set by the Company. The Nomination and Remuneration Committee will screen and select the qualified person and submit a short-list of nominated person to the Board of Directors for consideration. Once approved, the nomination is proposed to the shareholders for approval at a shareholders' meeting, as outlined in the Company's Articles of Association. To qualify as an independent director, an individual must meet the following criteria:

2.1 Holding less than 1% of the Company's total voting shares;

2.2 Having no involvement in the management of the Company; not being an employee or a consultant; not having power to exert control in the Company, its affiliates, associated companies or connected person; not possessing a potential conflict of interest for at least 2 years prior to appointment; not having any juristic relationship with the legal consultant or external auditor of the Company or its affiliates;

2.3 Having no involvement in any business relationship in terms of finance and/or management of the Company, affiliates, joint venture or connected person of the amount equal to or more than 3 percent total net tangible assets; not having a relationship as a customer, a supplier, a trade creditor/debtor, or a financial creditor/debtor; receiving no benefits from the Company; and

2.4 Not having familial relationship with management, major shareholders of the Company or its affiliates and associated companies, nor someone that may create a conflict of interest; and shall not be appointed to represent interests of particular directors or major shareholders.

8) Director Orientation

The Company has established policy in relation to director orientation with the aim to acclimatize the newly appointed director(s). The newly appointed director(s) will have an opportunity to discuss with Chairman of the Board and Executive Committee. The discussion shall cover expectation, roles, and responsibilities in relation to directorship as well as the Company's policies in relation to good corporate governance. In addition, the newly appointed director(s) shall have an opportunity to understand the Company's business and process via having site visits at applicable business units.

9) Policy to Promote Continuous Development of the Directors and Executives

The Board of Directors has a policy that promotes continuous development of directors, executives, and company secretary in order to improve productivity. The Board of Directors encourages every person to attend seminars and courses with relevant institutions, such as Thai Institute of Directors, the Stock Exchange of Thailand, among others, as deemed appropriate. In 2018, the following directors attended the following seminars:

NAME	POSITION	COURSES/SEMINAR TITLE
Mr. Sataporn Amornvorapak	Director, Chief Financial Officer	<ul style="list-style-type: none"> - Criteria and process of business incorporation into the stock market (IPO Step by Step) - Understand Each TFRS and financial reporting standards for businesses without public interest (TFRS for NPAs) - Keep up with the new financial reporting standards that will be implemented in 2019 and 2020 - Drilling on key issues, guidelines for accounting standards, disclosure of information about related parties (Affiliates, Transfer Pricing) and financial reporting standards Fair value measurement) - Overview of Thai auditing standards - News update of corruption and illegal accounting standards for listed companies.

10) Performance Assessment of the Board of Directors

The company set the policy for the board of directors to conduct its annual performance evaluation by using board self-assessment method to assess their performance once a year. The result of such evaluation will be used for enhancement of efficiency of board or directors. Currently, the evaluation of the Board of Directors' performance is done in 3 category:

1. Self-Assessment for the board of directors as a group
2. Self-Assessment of committee as a group
3. Self-Assessment of the board of directors on an individual basis

The criteria for assessment as followings:

CRITERIA	BOARD AS A GROUP	COMMITTEE AS A GROUP	BOARD ON INDIVIDUAL BASIS
1. Board structure and qualifications	✓	✓	✓
2. Roles, duties and responsibilities of the board	✓	✓	✓
3. The board meeting	✓	✓	✓
4. Duties of directors	✓	X	X
5. Relationship with management	✓	X	X
6. Director and Management Self-improvement	✓	X	X

At the end of the year, the company secretary will give the evaluation form, both collectively and individually, to all members of Board of Directors to evaluate their performance during the past year. After the self-assessment was completed, the Board of Directors will send the form back to the company secretary to collect and analyze the performance assessment of the Board of Directors. The company secretary shall later report the result to the Board of Directors to acknowledge and consider in line with company's yearly objectives.

The score will be calculated as percentage in each criteria. Scores 85 or higher are considered "Excellent", 75-84 "Good", 65-74 "Moderately Good", 50-64 "Average" and "Needs Improvements" for scores below 50.

SUB-COMMITTEE (AS OF 31 DECEMBER 2018)

The Company consists of the Board of Directors along with four sub-committees as following:

BOARD OF DIRECTORS

EXECUTIVE COMMITTEE	AUDIT COMMITTEE	ENTERPRISE RISK MANAGEMENT COMMITTEE	NOMINATION & REMUNERATION COMMITTEE
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EXECUTIVE COMMITTEE

NAME	POSITION TITLE	NUMBER OF ATTENDANCE / NUMBER OF MEETINGS
1. Mr. Lee Chye Tek Lionel	Chairman of Executive Committee	14/14
2. Mr. Lee Chye Cheng Adrian	Executive Committee	13/14
3. Mr. Sataporn Amornvorapak	Executive Committee	14/14
4. Mr. Waroon Warawanisha ¹	Executive Committee	7/7
5. Mr. Rawee Tahtniyom ²	Chief Marketing Officer	2/2

1. Mr. Waroon Warawanisha appointed as Executive Committee on 20 June 2018.

2. Mr. Rawee Tahtniyom appointed as Executive Committee on 23 November 2018.

SCOPE OF AUTHORITY, DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE

- 1) In relevant with all aspects of day-to-day operations, the Executive Committee has authorities to determine policies, directions, strategies, business plans, budget, management structure and manage all operations of the Company. The Executive Committee shall propose the business plan which is in line with economic conditions for the Board of Directors' consideration and approval. The Executive Committee shall monitor and follow up the operating result to be in accordance with policies, business plan and strategies of the Company.
- 2) Monitor, follow up and report the operating result and financial status of the Company and its subsidiaries as well as the important issue to the Board of Directors regularly.
- 3) Supervise and monitor the performance and financial status of the company and its subsidiaries, including any other important matters that the Board of Directors should acknowledge, by reporting to the Board of Directors regularly.

The Executive Committee has no authority to approve a transaction that may create a conflict of interest; that would benefit a member of the Executive Committee or connected person; that would conflict with the Company or its subsidiaries as per regulations by Stock Exchange of Thailand. Such transaction must be submitted to the Board of Directors and/or shareholders meeting for approval, as required by the Company's Articles of Association and relevant laws.

AUDIT COMMITTEE

The Audit Committee is comprised of three independent directors. Each of the independent directors has sufficient knowledge, experience, and qualification as per rules and regulations stipulated by The Stock Exchange of Thailand and The Securities and Exchange Commission. The term of an Audit Committee member is 4 years and could be re-elected by the Board of Directors. In the event that a vacancy occurs for any reason other than the expiration of the term, the Board of Directors will appoint another person who is qualified under SET regulations and requirements, as a replacement member of the Audit Committee. The replacement member will only serve for the remaining period of the term.

The Audit Committee is comprised of three independent directors. The Audit Committee meetings are normally held at least on a quarterly basis. In 2018 there were five meetings and reported to the Board of Directors regularly. Members of the Audit Committee are as follows:

NAME	POSITION TITLE	NUMBER OF ATTENDANCE / NUMBER OF MEETINGS
1. Mr. Rathian Srimongkol ¹	Chairman of Audit Committee (Since August 6, 2018)	3/3
2. Mr. Kris Thirakaosal ²	Audit Committee Member (Since September 20, 2018)	2/2
3. Mr. Bancha Wudhiprecha ³	Audit Committee Member (Since November 14, 2018)	0/0
4. Dr. Siri Ganjarende ⁴	Chairman of Audit Committee (Until July 24, 2018)	2/2
5. Mr. Pradit Phataraprasit ⁵	Audit Committee Member (Until July 24, 2018)	0/2
6. Mr. Weidt Nuchjaleam ⁶	Audit Committee Member (Until September 2, 2018)	3/3

1. Mr. Rathian Srimongkol was appointed to be an independent director, effective on 15 May 2018 onward and he was appointed to take the position of "Chairman of the Audit Committee", effective on 6 August 2018 onward.
2. Mr. Kris Thirakaosal was appointed to be an independent director and Audit Committee Member, effective on 20 September 2018 onward.
3. Mr. Bancha Wudhiprecha was appointed to be an independent director and Audit Committee Member, effective on 14 November 2018 onward.
4. Dr. Siri Ganjarende has resigned from the position of an independent director and Chairman of the Audit Committee, effective on 25 July 2018 onward.
5. Mr. Pradit Phataraprasit has resigned from the position of an independent director, Chairman of the Board of Director, and Audit Committee Member, effective on 25 July 2018 onward.
6. Mr. Weidt Nuchjaleam has resigned from the position of an independent director and Audit Committee Member, effective on 3 September 2018 onward.

SECRETARY TO AUDIT COMMITTEE

Mr. Jakkalin Kornkul Assistant Vice President – Internal Audit

Mr. Rathian Srimongkol is an Audit Committee member who qualified for reviewing the Company's financial reporting and taking the position of Chairman of the Audit Committee.

SCOPE OF AUTHORITY, DUTIES, AND RESPONSIBILITIES OF THE AUDIT COMMITTEE

- 1) To review the Company's financial reporting to ensure that financial reports are fairly presented in all material respects.
- 2) To ensure that the Company's internal control system is adequate and efficient, encompassing all relevant operational, financial reporting, and compliance.
- 3) To evaluate to ensure that the efficient internal audit system exists according to the international internal auditing standards. In addition, it evaluates the adequacy of the budget, personnel, and independence of internal auditors including to recommend the appointment, transfer, termination and evaluate the performance of the head of internal audit department and other staff in the internal audit department or any relevant units who take care of internal audit work.
- 4) To review the Company's compliance with all laws pertaining to its business and the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand.
- 5) To propose and appoint a Certified Public Accountant, to propose audit fee; and to attend a meeting with them, without management presence, at least once a year.
- 6) To disclose adequately and accurately all information pertaining to the connected transactions or transactions that may have a conflict of interest as required by rules and regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. In addition, it considers disclosing the sufficient information when the connected transaction or conflict of interest exists to ensure that those transactions are reasonable and make the highest benefits for the Company.
- 7) To ensure that the Company has an efficient risk management system.

- 8) To establish the whistle-blowing process for the purpose of receiving lead to potential corruption, corporate fraud, and/or any financial irregularities as well as provide identity protection to the whistle-blower.
- 9) To prepare the Audit Committee Report, signed by Chairman of the Audit Committee, and published in the Company's annual report. The report shall consist of the following contents:
- Opinion on the completeness in all material respects and reliability of the financial reporting
 - Opinion on the adequacy of the internal control system, risk management, and anti-corruption measures
 - Opinion on compliance with rules and regulations as stipulated by the Securities and Exchange Commission, the Stock Exchange of Thailand and any applicable business laws
 - Opinion on the appropriateness of the Certified Public Accountant
 - Opinion on connected transaction and conflict of interests
 - Number of meetings and meeting attendances of the Audit Committee members
 - Overall opinion or observation by the Audit Committee formed during performance of duty as per the Audit Committee Charter
 - Other matters deemed necessary for shareholders to acknowledge while in accordance with duties and responsibilities assigned by the Board of Directors.
- 10) To report to the Board of Directors the work carried out by the Audit Committee at least once a quarter.
- 11) To have an authority to summon directors, management, department heads, and any employees to discuss and/or provide answers to the Audit Committees' inquiry.
- 12) Under the performance of duty, should the Audit Committee has found or suspected that any transaction or action may cause material impacts to the Company's financial position and/or operation, the Audit Committee is required to report to the Board of Directors for a timely rectification. Transaction and action may include:
- Any transaction that may create conflict of interests
 - Any fraud, corruption and/or important irregularities in relation to the internal control system
 - Violation of any rules and regulations as stipulated by the Securities and Exchange Commission, the Stock Exchange of Thailand and any relevant business laws
- If Board of Directors or management of the Company refuses or ignore to improve or remedy by the time limit, any Audit Committee member may report the transactions to the Securities and Exchange Commission or the Stock Exchange of Thailand.

- 13) To perform any other tasks as assigned by the Board of Directors and agreed by the Audit Committee.

ENTERPRISE RISK MANAGEMENT COMMITTEE

The resolution was passed during Board of Directors' Meeting No. 10/2015 to establish Enterprise Risk Management Committee. The purpose of the Enterprise Risk Management Committee is to perform centralized oversight risk management activities for appropriateness and efficiency. Members of the Enterprise Risk Management Committee consist of 3 directors as follows:

NAME	POSITION TITLE	NUMBER OF ATTENDANCE / NUMBER OF MEETINGS
1. Mr. Lee Chye Tek Lionel	Enterprise Risk Management Committee Member (Acting - Chairman of Enterprise Risk Management Committee)	4/4
2. Mr. Lee Chye Cheng Adrian	Enterprise Risk Management Committee Member	4/4
3. Mr. Sataporn Amornvorapak	Member and Secretary of Enterprise Risk Management Committee	4/4
4. Mr. Weidt Nuchjalearn ¹	Chairman of Enterprise Risk Management Committee (Independent Director)	2/2
5. Dr. Siri Ganjaremdede ²	Enterprise Risk Management Committee Member (Independent Director)	1/2
6. Mr. Roland Pang Tze Vui ³	Enterprise Risk Management Committee Member	0/1

1. Mr. Weidt Nuchjalearn has resigned from the position of an independent director and Chairman of Enterprise Risk Management Committee, effective on 3 September 2018 onward.
2. Dr. Siri Ganjaremdede has resigned from the position of an independent director and Enterprise Risk Management Committee Member, effective on 25 July 2018 onward.
3. Mr. Roland Pang Tze Vui has resigned from the position of Director and Enterprise Risk Management Committee Member, effective on 28 April 2018 onward.

Mr. Sataporn Amornvorapak, Chief Finance Officer, is the secretary of Enterprise Risk Management Committee.

SCOPE OF AUTHORITY, DUTIES, AND RESPONSIBILITIES OF THE ENTERPRISE RISK MANAGEMENT COMMITTEE

- 1) To review the risk management processes and mitigation measures including to review the business and compliance risk assessment plans adopted by the Management and propose to the Board of Directors by Chairman of the Enterprise Risk Management Committee.
- 2) To take care of other duties as may be assigned by the Board of Directors.

The term of the Enterprise Risk Management Committee members, including the Chairman, shall be 3 (three) years which will coincide with their terms on the Board. Any retiring Enterprise Risk Management Committee member shall be eligible for re-appointment endlessly. In the event of the members of the Enterprise Risk Management Committee including the Chairman resigning/retiring before the expiry of their term, the vacancy will be filled at the discretion of the Enterprise Risk Management Committee and their successor will hold office for the remainder of the unexpired term of their predecessor on the Enterprise Risk Management Committee.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was established by the Raimon Land Plc's Board of Directors at the Board of Directors' Meeting No. 10/2558 on November 27th, 2015 to restructure the sub-committee by dissolved Remuneration Committee and established new Nomination and Remuneration Committee to provide support to the Board of Directors with respect to the consideration of the recruitment and selection process of the nomination of directors and the recommendation of qualified candidates to the Board for consideration prior to nomination proposal at the Shareholders Meeting for further approval and appointment. The Nomination and Remuneration Committee also review the compensation package of directors and senior executives for further recommendation to the Board of Directors.

The Nomination and Remuneration Committee is comprised of 3 directors. Members of the Nomination and Remuneration Committee are as followings:

NAME	POSITION TITLE	NUMBER OF ATTENDANCE / NUMBER OF MEETINGS
1. Mr. Pradit Phataraprasit	Chairman of Nomination and Remuneration Committee (Independent Director) Resigned from the Office on July 25 th , 2018	1/1
2. Mr. Lee Chye Tek Lionel	Member of Nomination and Remuneration Committee	5/5
3. Mr. Weidt Nuchjaleam	Member of Nomination and Remuneration Committee (Independent Director) Resigned from the Office on September 3 rd , 2018	3/3
4. Mr. Chris Thirakaosal	Member of Nomination and Remuneration Committee (Independent Director) Appointed as a Chairman of NRC on September 20 th , 2019	2/2
5. Mr. Rathian Srimongkol	Member of Nomination and Remuneration Committee (Independent Director) Appointed as a member of NRC on October 12 th , 2019	2/2

SECRETARY TO NOMINATION AND REMUNERATION COMMITTEE

Ms. Walapa Poolsap Vice President – Human Resources

SCOPE OF AUTHORITY, DUTIES AND RESPONSIBILITIES OF THE NOMINATION AND REMUNERATION COMMITTEE

NOMINATION - THE COMMITTEE IS RESPONSIBLE FOR:

- (1) Define the procedure, criteria and qualification for director nomination, with a focus on skills, experience, specific capabilities beneficial to the Company, dedication of time and personal endeavor to perform as directors.
- (2) Search and select qualified experts for directors and nominate to the Board of Directors to seek approval for appointment from the annual general shareholders' meeting.
- (3) Identify and making recommendations to the Board for the appointment of the Chief Executive Officer and or C-Level executives, having regard to skills, experience and expertise.

REMUNERATION – THE COMMITTEE IS RESPONSIBLE FOR:

- (1) Review and make recommendations to the Board on the Company's remuneration framework for directors. The director remuneration is to be set to attract the best candidates for the Board while maintain a level commensurate with boards of similar size and type.
- (2) Review and approve the remuneration packages to be awarded to Chief Executive Officer.

Each term of Nomination and Remuneration Committee member shall be 3 years. The Nomination and Remuneration Committee members who complete the term may be reappointed. In case of vacancy due to the reason other than the expiration of the term, the Board of Directors shall appoint a director who is qualified according to the requirement by the Stock Exchange of Thailand. The appointed director shall serve the remaining period of the term.

APPOINTMENT OF NOMINATION AND REMUNERATION COMMITTEE MEMBER

The Board of Directors takes into consideration personal qualification and appropriate member composition for the committee during nomination process. Nevertheless, in the case there is no qualified person, the Board of Directors may institute a special committee, comprised of the Company's directors and/ or external advisors, to nominate Nomination and Remuneration Committee member(s).

OTHER POLICIES IN RELATION TO GOOD CORPORATE GOVERNANCE**RISK MANAGEMENT POLICY**

Execution and management of the Company's business shall take into account risk management policy implemented by the Risk Management Committee. Risk management policy shall cover risks in relation to business strategy, credit, financial liquidity, laws and regulations, corruption, execution, policies, and external factors. The policy is set so that a systematic risk management can be achieved within the Company's policy framework while minimizing any potential risks.

POLICY ON CONFLICT OF INTERESTS

The Company emphasizes on the prevention of conflict of interests. The Company has put in place a policy that forbids every person in the organization to abuse insider information for the benefits of his or her own. In addition, all business dealing shall be done in accordance with customers' and shareholders'

best interests. None of the Company's directors, executives and employee is allowed to use personal or familial matters to influence his or her decision away from the principal as previously described. In the case of conflict of interests, any conflicted person shall be prohibited from making decisions on such matters.

Additionally, the Company has a policy to prevent any person, including directors, executives and employee, to directly or indirectly engage in a business that is in competition with the Group's businesses as per relevant rules, regulations, and Public Company Act (No. 4) (B.E. 2551).

Moreover, directors and an executives shall file with the company a report on his interest or a related person's interest in relation to management of the company or the subsidiary. The directors and executives are required to submit the Form for Reporting on Interest of his interest or a related person's interest to the Company Secretary. The Board of Directors shall consider such transaction(s), especially one that may involve in the conflict of interest / connected transaction(s), to ensure the Company's utmost benefits.

OTHER NON-COMPLIANCE MATTERS WITH GOOD CORPORATE GOVERNANCE

The company recognizes the importance of good corporate governance principles and implemented those principles as the good practice of the Company which will apply to shareholders, investors and all stakeholders. However, the non-compliance matters with the good corporate governance principles as follows:

NON-COMPLIANCE MATTERS	REASON
<ul style="list-style-type: none"> The Company has a policy to require a minimum quorum of at least 2/3 for board decisions. 	<ul style="list-style-type: none"> According to the Company's Articles of Association, no less than one half of the total number of directors present shall form a quorum. However, there are at least two-thirds of the directors presented at the meeting every time the resolution was made.
<ul style="list-style-type: none"> The Company has a compliance unit. 	<ul style="list-style-type: none"> The Audit Committee will review the Company's compliance with all laws pertaining to its business and the regulations of the Securities Exchange Commission and the Stock Exchange of Thailand.

SUPERVISION ON INSIDER INFORMATION

The Company emphasizes on the confidentiality of sensitive information. It has established policies and procedures to prevent directors and management from abusing insider information for their own benefits. The Company shall take legal action against any individual, who misuses insider information to the extent of criminal prosecution. In addition, the Company limits the access to such information by management and officers to the extent possible. The Company ensures that relevant officers adhere to the restrictions on trading of Company's shares using insider information; and/or forbids any inappropriate use of information in case the Company enters into a transaction which may have impact on security price. The management and officers are fully aware that they must not trade the Company's securities or cause others to trade on non-public information. Such information must not be disclosed to any other party prior to notification to the Stock Exchange of Thailand.

The company has the policy to prevent directors, executives and related employees from wrongfully taking advantage of inside information. Company's directors, managements and related employees (including their spouses and children who are minors) are all prohibited from trading company's securities for the period of one month before the company announces its financial statements or other information that might affect the price of its securities to the public. The company secretary will inform about the blackout period from trading company's securities by sending a notification e-mail to all relevant parties.

In addition, the Company also requires management to report any changes in their holdings in the Company's securities to the Securities and Exchange Commission, as outlined in Section 59 of Securities and Exchange Act B.E. 2535. An executive is required to provide a copy of the report to the Company on the date that the executive reports it to the Securities Exchange Commission of Thailand.

REPORT OF SHAREHOLDING BY DIRECTORS AND MANAGEMENT OF THE COMPANY, AS OF 31 DECEMBER 2018

LIST OF DIRECTORS AND EXECUTIVES	NUMBER OF ORDINARY SHARES (RML)		
	1 JANUARY 2018	31 DECEMBER 2018	DIFFERENCE
1. Prof. Dr. Surakiart Sathirathai	-	-	-
Spouse and underage children	-	-	-
2. Dr. Rathian Srimongkol	3,812,500	3,812,500	-
Spouse and underage children	-	-	-
3. Mr. Kris Thirakaosal	-	-	-
Spouse and underage children	-	-	-
4. Mr. Bancha Wudhiprecha	-	-	-
Spouse and underage children	-	-	-
5. Mr. Lee Chye Tek Lionel	893,000,000	893,000,000	-
Spouse and underage children	-	-	-
6. Mr. Lee Chye Cheng Adrian	1,000,000	2,000,000	1,000,000
Spouse and underage children	-	-	-
7. Ms. Nuch Kalyawongsa	-	-	-
Spouse and underage children	-	-	-
8. Mr. Sataporn Amornvorapak	-	-	-
Spouse and underage children	-	-	-
9. Mr. Waroon Warawanisha	1,480,000	1,480,000	-
Spouse and underage children	588,000	588,000	-
10. Mr. Rawee Tahtniyom	-	-	-
Spouse and underage children	-	-	-

AUDITOR FEE FOR 2018

COMPANY BEING AUDITED	AUDITOR FEE (THB)
1. Raimon Land Public Company Limited	1,920,000
2. Taksin Properties Co., Ltd.	500,000
3. Raimon Land Unixx Co., Ltd.	470,000
4. Raimon Land Silom Co., Ltd.	275,000
5. Raimon Land Development Co., Ltd.	180,000
6. Raimon Land Ekkamai Co., Ltd.	180,000
7. Asangha Realty Co., Ltd.	150,000
8. Raimon Land Services Co., Ltd.	110,000
9. Raimon Land Estate Co., Ltd.	100,000
10. The River Co., Ltd.	60,000
11. Contemporary Property Co., Ltd.	60,000
12. Raimon Land Resorts Co., Ltd.	60,000
13. Raimon Land Planner Co., Ltd.	60,000
14. Raimon Land Residences Co., Ltd.	60,000
15. Raimon Land Twenty Six Co., Ltd.	180,000
16. Raimon Land Sathorn Co., Ltd.	180,000
17. RML 548 Co., Ltd.	210,000
18. Siam Spoon Co., Ltd.	60,000
19. Raimon Land Ao-Nang Co., Ltd.	60,000
20. Phayathai Land Co., Ltd.	100,000
21. Raimon Land Thirty Eight Co., Ltd.	20,000
22. Raimon Land Digital Co., Ltd.	15,000
23. Raimon Land Holding Co., Ltd.	80,000
24. Raimon Land Nineteen Co., Ltd.	180,000
25. Raimon Land Twenty Eight Co., Ltd.	80,000
TOTAL	5,350,000

Not included subsidiaries company in oversea.

DETAILS OF DIRECTORS, EXECUTIVES AND CONTROL PERSONS OF THE COMPANY, HOLDING POSITIONS AS AN EXECUTIVE IN A SUBSIDIARY

NAME OF DIRECTOR	NAME OF COMPANY																													
	RML	SUBSIDIARIES																												
		CP	RV	TP	RR	RD	RES	RU	RS	RE	RP	PYL	RSL	AS	RLE	R26	R548	SSP	RAN	RST	R28	RH	R19	R38	RDG	IVS	DGS	BY	LI	
1. Prof. Dr. Surakiart Sathirathai	✓																													
2. Dr. Rathian Srimongkol	✓																													
3. Mr. Kris Thirakaosal	✓																													
4. Mr. Lee Chye Tek Lionel	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
5. Mr. Lee Chye Cheng Adrian	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓	✓	
6. Mr. Sataporn Amornvorapak	✓			✓	✓	✓		✓		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		✓	
7. Ms. Nuch Kalyawongsa	✓																													
8. Mr. Bancha Wudhiprecha	✓																													
9. Mr. Waroon Warawanisha	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓		✓								✓	✓								
10. Mr. Rawee Tahtniyom																							✓							

RML = Raimon Land Public Company Limited

CP = Contemporary Property Co., Ltd.

RV = The River Co., Ltd.

TP = Taksin Properties Co., Ltd.

RR = Raimon Land Resorts Co., Ltd.

RD = Raimon Land Development Co., Ltd.

RES = Raimon Land Residences Co., Ltd.

RU = Raimon Land Unixx Co., Ltd.

RS = Raimon Land Services Co., Ltd.

RE = Raimon Land Ekkamai Co., Ltd.

RP = Raimon Land Planner Co., Ltd.

PYL = Phayathai Land Co., Ltd.

RSL = Raimon Land Silom Co., Ltd.

AS = Asangha Realty Co., Ltd.

RLE = Raimon Land Estate Co., Ltd.

R26 = Raimon Land Twenty Six Co., Ltd.

R548 = RML 548 Co., Ltd.

SSP = Siam Spoon Co., Ltd.

RAN = Raimon Land Ao-Nang Co., Ltd.

RST = Raimon Land Sathorn Co., Ltd.

R28 = Raimon Land Twenty Eight Co., Ltd.

RH = Raimon Land Holding Co., Ltd.

R19 = Raimon Land Nineteen Co., Ltd.

R38 = Raimon Land Thirty Eight Co., Ltd.

RDG = Raimon Land Digital Co., Ltd.

IVS = Raimon Land Investment (Singapore) Pte. Ltd.

DGS = Raimon Land Digital (Singapore) Pte. Ltd.

BY = Baan Ying Pte. Ltd. (Singapore)

LI = Livvz.com Pte. Ltd. (Singapore)

REPORT OF THE ENTERPRISE RISK MANAGEMENT COMMITTEE

TO THE SHAREHOLDERS

The Board of Directors of Raimon Land Public Company Limited appointed the Enterprise Risk Management Committee to steer the enterprise risk management tasks and fulfill the Company's goal achievement, fostering confidence and creditability among investors and shareholders. The committee consists of six members (three members on the reporting date) who are competent and experienced in this business. The composition of the committee is as follows:

1. **Mr. Weidt Nuchjalearn**
Chairman of the Enterprise Risk Management Committee
(Independent Director – Resigned effective date September 3, 2018)
2. **Dr. Siri Ganjarende**
Member of the Enterprise Risk Management Committee
(Independent Director – Resigned effective date July 25, 2018)
3. **Mr. Roland Pang Tze Vui**
Member of the Enterprise Risk Management Committee
(Director – Resigned effective date April 28, 2018)
4. **Mr. Lee Chye Tek Lionel**
Member of the Enterprise Risk Management Committee
(Director/Chief Executive Officer)
(Currently Acting for Chairman of the Committee)
5. **Mr. Lee Chye Cheng Adrian**
Member of the Enterprise Risk Management Committee
(Director/Chief Operating Officer)
6. **Mr. Sataporn Amornvorapak**
Member and Secretary of the Enterprise Risk Management Committee
(Director/Chief Financial Officer)

PERFORMANCE OF THE ENTERPRISE RISK MANAGEMENT COMMITTEE IN 2018

The Enterprise Risk Management Committee defined and reviewed the enterprise risk management framework, policy, and processes as defined in its charter. During this financial year there were four meetings. The main works undertaken by the Enterprise Risk Management Committee are as follows:

1. **REVIEWED AND APPROVED THE RISK PROFILE OF THE COMPANY**
The Enterprise Risk Management Committee had reviewed the existing risk profile of the company to ensure key business risks were taken into consideration to reduce the possible impacts on the company's businesses. Particularly, the Committee had considered risk management process and had permitted to publish the risk profile in the Annual Report and in the Disclosure of Annual Information (56-1) form.
2. **OVERSAW THE COMPANY'S HIGH RISKS AND RISK MANAGEMENT OF THE COMPANY'S OPERATIONS**
The Enterprise Risk Management Committee oversaw and followed-up the risk management of the external factors particularly the impact of new laws and regulations regarding land and building taxation and the residential mortgage supervision policy (Loan-to-Value). Additionally, the Committee has managed the operational risks of the company such as resales and leasing and the mixed-used building and go along with seeking for an opportunity for the new businesses. The Committee had recommended the working group to revise and define the strategy to cope with the risks properly. As a result, the Committee was satisfied that the Company managed risks efficiently and reduced them to the acceptable level.
3. **REVIEWED RISK MANAGEMENT CHARTER AND RISK MANAGEMENT POLICY**
The Enterprise Risk Management Committee had reconsidered Charter of the Enterprise Risk Management Committee and the Enterprise Risk Management Policy which has to be reviewed at least once a year.

4. CONSIDERED APPROVAL RISK MANAGEMENT PLAN AND EMPLOYEE TRAINING PLAN

The Enterprise Risk Management Committee had considered and approved the Enterprise Risk Management Plan in order that the Company could implement the effective Enterprise Risk Management Process as well as to support the employees to understand its concept. The Committee also approved the enterprise risk management training plan for the employees and acknowledged the risk awareness program for the purpose that the employees could take part in the risk management with the Company.

Overall, Enterprise the Risk Management Committee considered that, for the past year, the Company has developed its enterprise risk management practices to cover all risk factors, with continued risk management in line with evolving circumstances. The Company has efficiently and suitably managed key corporate risks, while keeping them manageable.

5. CONSIDERED AND REPORTED THE RISK EXPOSURES TO THE BOARD OF DIRECTORS

The Enterprise Enterprise Risk Management Committee had considered the factors especially external factors that may affect the Company and reported to the Board of Directors regularly. Such factors are risks in the mixed-use building, risks and opportunities from the EEC (Eastern Economic Corridor), impact of the new land and building tax law, and the residential mortgage supervision policy. The Committee had considered the diversification to the new businesses in the next 3-5 years as well.

8 February 2019
On behalf of the Enterprise Risk Management Committee,

Mr. Lee Chye Tek Lionel
Acting - Chairman of the
Enterprise Risk Management Committee

6. SELF-ASSESSMENT OF THE RISK MANAGEMENT COMMITTEE

The Enterprise Risk Management Committee performed self-assessment based on the composition of the Enterprise Risk Management Committee, meeting attendance, overall performance of the committee according to the regulations of the Stock Exchange of Thailand. The Enterprise Risk Management Committee can ensure that the scope and duties are in accordance with the guidelines of good practice and the Charter of the Enterprise Risk Management Committee. It contributed to strengthen the good corporate governance. The Enterprise Risk Management Committee has performed its duties and responsibilities as assigned by using of knowledge, capability, caution, and independent. There is no limitation in obtaining information from the management, employees, and related persons as well as providing useful comments and suggestions to all stakeholders.

ANTI-CORRUPTION POLICY

The Company gives precedence to the transparency and good corporate governance. They are laying the foundation for business sustainability. The Company, Board of Directors, Management, and all employees give their concurrence to the Anti-Corruption practice intensively. Board of Directors approved the Anti-Corruption policy since 2015 and the policy was already published on the Company website.

The Company has been certified as a member of Thailand's Private Sector Collective Action Coalition against Corruption – CAC in the CAC Committee's meeting 4/2016, held on March 9, 2017. The certificate will be valid for 3 years from the resolution date.

The essential parts of the Anti-Corruption policy are as follows:

1. Directors, Managements, and employees at all levels and departments, including consultants, whether permanent, fixed-term or temporary, must not corrupt or accept the corruption of all forms in any circumstances, covering the business of the Company in every country and in every relevant government agency, public enterprise agency and private organization.
2. The following course of action may be considered as corruption, whether direct or indirect, or may incur risks of corruption act. Hence, the "Employees" of the Company shall pay utmost attention to and/or refrain from the following actions:
 - a. Giving and accepting gifts and hospitality
 - b. Giving and accepting cash or cash equivalent
 - c. Offering bribery to a government official
 - d. Giving and accepting bribery in any course of business
 - e. Fraudulent action with any private organization
 - f. Any charitable donation or contribution shall be made with the condition of being transparent and compliant with the laws
3. All employees shall notify any act of corruption as defined in the policy to their supervisor, management of the Company, or an internal audit department. The employees must provide concurrence on the investigation.
4. Any employee who commits the corruption and violates the terms of this policy will be subject to disciplinary action and the Company will investigate as appropriate. In case such as violates the law, the conviction must be applied.
5. The Company complies with the anti-corruption laws in Thailand.

PRACTICES ACCORDING TO THE REGULATION AND CONTROLS TO PREVENT AND DETECT RISK FROM FRAUD AND CORRUPTION

Risk Management department of the Company had addressed the corruption risks which related to the Company's businesses as follows:

- Facilitation payments offering to the government officials
- Bidder Collusion of contractors in bidding for a contract
- Unreasonably restricted contract specifications
- Improper gifts giving to the government officials.

However, those risks are under controlling and pursuing of Risk Management Department of the Company. The Company implements a proper internal control which helps prevent and manage those risks in order that the risks were decreasing to a lower-level exposure.

WHISTLE-BLOWING POLICY

1. The Company shall establish whistle-blowing channels outside traditional mean so that whistle-blowing reports can be submitted by the employees, suppliers, or the public through this channel.
2. The Company shall establish whistleblower channels through Dr. Rathian Srimongkol, Chairman of the Audit Committee (email: rathians@gmail.com) or Mr. Kris Thirakaosal (email: kris.thirakaosal@gmail.com). The Company shall keep the identity of the whistleblower confidentially and shall provide comprehensive protection to the whistleblower.
3. The Company shall disclose information only as needed in order to preserve whistleblower's safety against discrimination or retaliation.

INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

Raimon Land PLC. ("The Company") is fully cognizant that internal control is vital for an organization. Effective internal control systems will help ensure corporate integrity, efficiency, transparency, and accountability, as well as the prevention, or at least minimization, of any potential damages that the Company may endure. As such, the Company has continuously improved a system of internal control that is both effective and efficient, as well as has established an Internal Audit Department responsible for assessing the sufficiency and effectiveness of such system.

The Internal Audit Department is a unit fully independent from management. The department is charged with the responsibility to review and audit activities of all business departments within the Company and its Subsidiary Companies, with the aim to ensure that all business departments comply with established internal control procedures. The Internal Audit Department focuses on preventive measures through implementing various internal control procedures that are effective and appropriate for the Company's business operations; and also gives useful recommendations or relevant information to support those undertaking the business activities with the aim to improve efficiency and productivity while ensuring full compliance. Any business activities are expected to have full transparency and accountability in accordance with the principles of good corporate governance. AVP – Internal Audit is required to report quarterly findings to the Audit Committee, following which the Audit Committee shall then brief the Board of Directors on a quarterly basis.

The Internal Audit Department assessed the sufficiency of the existing internal control system of the Company's processes and procedures and provided proper opinions regularly. Both of these assessments were performed in accordance with the framework established by SEC under the guidelines of COSO (The Committee of Sponsoring Organizations of the Treadway Commission). Such guideline consists of the following key elements: Control Environment; Risks Assessment; Control Activities; Information and Communications; and Monitoring Activities.

In the past year, the Internal Audit Department had conducted the internal audit works as follows:

- Operation of Human Resource Department (Employees' Performance Evaluation and Exit Interview)
- Subsidiary Companies' Operations
- Internal Controls of Restaurant in Singapore
- Construction Progress of the Lofts Asoke and the Lofts Silom

- Finance & Accounting and General Administration at "klapsons"
- Procurement Process of Marketing Department

Beside the internal audit works as described, the Internal audit department had involved in the investigation of appeal and had involved in observation of tender opening for the procurements related to construction projects throughout the year 2018. Additionally, the Internal Audit Department provided a recommendation to develop the internal control processes to prevent corruption and supported the company to meet the requirements of Thailand's Private Sector Collective Action Coalition against Corruption or CAC. Raimon Land has been certified as a member of Thailand's Private Sector Collective Action Coalition against Corruption held on March 9, 2017. The certificate will be valid for 3 years from the date of the resolution.

Having in place a good internal control system will help prevent and manage risks along with any damages potentially inflicted upon the Company and its Stakeholders including to increase the opportunity to accomplish the established company's objectives and targets. Based on its review and assessment, the Audit Committee is confident that there is an effective and adequate internal control system in place. This will ensure that operations and business activities of the Company are in accordance with the established objectives, goals, relevant legal requirements and regulations efficiently.

In order to ensure that an effective internal control system and procedures are implemented; and to ensure that various business departments are complying, the Company has appointed Mr. Jakkalin Kornkul as AVP – Internal Audit, and concurrently as the Secretary of the Audit Committee in the meeting no. 01/2014 dated 28 February 2014. Mr. Jakkalin shall have the responsibility of ensuring that operations of the Company and its Subsidiary Companies conform to established internal control procedures. The Audit Committee considers that Mr. Jakkalin Kornkul is academically well-qualified; has sufficient relevant experience in relations to the duties as an Internal Auditor and has completed the Continuing Professional Development (CPD) according to the requirement of the Institute of Internal Auditor (IIA). Therefore, the Audit Committee endorses the appointment of Mr. Jakkalin Kornkul to this position.

Finally, any appointment, demolition, transfer, or discharge of AVP – Internal Audit and Secretary of the Audit Committee (Head of Internal Audit Department) is required to have the formal concurrence and endorsement of the Audit Committee.



RISK MANAGEMENT

Risk management is an important process to ensure that the company will achieve its objectives and targets. Risk Management Committee was appointed by Board of Directors in the meeting no. 10/2015. Board of Directors approved Charter of the Risk Management Committee so that the Committee may accomplish its objectives and provides a proper operational guideline as well. In addition, the Risk Management Committee has also approved a Risk Management Framework including Risk Management Policy.

The company performs its operations according to the Enterprise Risk Management Framework – ERM as per COSO (The Committee of Sponsoring Organizations of the Treadway Commission) guideline. Risk Management Process consists of the following activities.

1. Establish the company objectives and targets according to the Risk Appetite of the company which was approved by the Board of Director. The Risk Appetite must be reviewed on a yearly basis.
2. Identify the incidents or risk factors and consider which risk factors may occur and may affect objective achievement both internal risk factors and external risk factors.
3. Evaluate the degree of risks by considering their impact and likelihood simultaneously.
4. Response the risks by selecting the suitable responsive approach according to the level of risks. Cost and benefit of such responses must be considered as well.
5. Identify the control activities and consider the implementation plan to manage risk to be within the risk tolerance.
6. Follow-up to ensure that the control activities were conducted as appropriate and report the result to the Risk Management Committee regularly.

1. RISKS FROM ECONOMIC FLUCTUATION

RISKS RELATING TO THE FLUCTUATION OF THAI ECONOMY

Even if in the year 2018 the Thai economy was expected to expand in the lower rate than the past year, the overall economy is still in satisfactory for many factors namely surplus in the current account, adequate foreign currency reserve, low unemployment rate, and low public debt including the expansion in the tourism sector particularly the recovery in number of tourists from China, the gradually expansion in private sector's consumption, and the continually expansion in government consumption. However, for the property sector, there are many unsold units remained in some area. The risk of the property sector, in general, is remaining. In the short term, the effect of investment in mixed-use projects must be closely monitored. Whereas in the short run there will be no concern because most of the large projects are in progress and the market are still in balance with sufficient demand to absorb additional supply. However, in the middle term or next 4 - 5 years after the large mixed-use projects are completed, supply for residence, office building, or retailing space may be increased. If the economic growth is not under expectation and the Company could not adopt the project plan to conform with the property business cycle, the supply may be over the market demand.

2. BUSINESS RISKS

2.1 RISKS RELATING TO HIGH COMPETITION

The property market has remained under high competition. There are many newly developed projects which each developer is adjusting themselves particularly in the high-end sector. The residential projects are still developing along the mass transit systems route. Even if the expanding to the mixed-use projects (which include office buildings, hotels, residences, department stores, and retail shops) is the new solution for the large developers but the competition in the market is still high as well to suit for the continually increasing price in the Central Business District. Some developers are also expanding to develop projects for the elderly persons both Thai and Foreigner. Moreover, many types of collaboration between Thai and foreign investors are still prevalent such as acquisition, business combination, and joint venture. Besides the new developing projects, the ready-to-move residences which satisfy the real needs are enviable.

Currently, a demand of the high potential person for super luxury condominium is still most popular because they possess high purchasing power and have got least effect from the economic slowdown. Many developers are interesting in this market. It encourages the real estate developers to consider more closely to integrate many factors altogether such as locations, design, quality of materials and construction process as well as residential innovations for the purpose that the project will be more outstanding than the competitor's and the project positioning is suitable for the prospect clients. With the realization of this risk, the Company has put a focus on research and development to enhance the competitiveness. Detailed study of target customer is emphasized, as well as surveys of market demands as mentioned.

In order to reduce risks of high competitiveness in the property sector, the Company is expanding its business to other types of business and increasing the recurring income such as resales and leasing business, hotel business, office rental business, restaurant business, and wellness center by accompanying with a medical partner.

2.2 RISKS RELATING TO LAND PLOTS ACQUISITION WITH THE HIGHER PRICES

The strategy of the company to develop a project is to acquire the high potential land plots by selecting the land plot in the prime CBD area, near the infrastructures, located in the good environment, provided with the convenience communication and transportation, and located near the work areas for the purpose that the clients will reside in the best environment. Unfortunately, the mentioned land plots are limited and the prices are continually increasing. Raimon Land reduces the risk of not being able to acquire such plots through maintaining the large network of the brokers, the company's website, and the company's management. With the strong network, it may help the company to acquire the land plots in the good locations with the reasonable price. In addition, the company reduces risk by concentrating in the in-depth marketing research and survey. The reports were used for analysis in order to reduce risks of land acquisition. Moreover, the decision to acquire land has to be carefully reviewed and approved by the executive managements and the Board of Directors.

2.3 RISKS RELATING TO PROJECT DEVELOPMENT

Prices of construction materials may fluctuate significantly which in turns affect the cost of project development. Raimon Land minimizes such risks through employing single contractor per development under a 'Lump Sum Construction Contract'. Such arrangement allows the Company to effectively control costs. Furthermore, the Company at a time directly sources construction materials from manufacturers and suppliers, as well as agreeing in advance to a fixed delivery price. This helps reduce potential price fluctuations that may have an impact on the project's profitability.

Additionally, in undertaking each development project, the Company employs external advisors who are knowledgeable and experienced. Selection of these third-party advisors is based on their know-how, capabilities, reputation and track record. Latest technology, applications or special equipment are used to enhance the quality of their work and to control costs within the Company's budget. Latest technology and applications are also used for improving efficiency and productivity of the construction processes and procedures.

2.4 RISKS RELATING TO SALES AND PAYMENT COLLECTION

Deploying a 'pre-sales' strategy both reduces marketing risks and allows the Company to be more flexible in terms of adjusting strategy to changing market landscape. However, such pre-sales strategy introduces risks relating to cost control since selling prices are fixed prior to the commencement of construction. This can result in a disappointing profitability margin due to higher-than-expected cost. In order to minimize such risks, the Company executes 'Lump Sum Construction Contracts' with contractors and purchases selected construction materials in advance directly from the suppliers/manufacturers. Thus, such risks are somewhat mitigated and the profit margin is still maintained. Additionally, the Company can always deploy a phased presales strategy in order to reflect cost fluctuations during each phase of the sales activities.

The company screens the clients by deploying the requirement of high deposit amount from the homeowner. Additionally, the company's clients are the high potential clients so that it may reduce much of risks relating to

sales and collection. Moreover, the Company implements various measures to ensure that payments are systematically followed-up. The Client Relations Management group establishes a close connection with and looks after each client rigorously. The Client Relations Management group is also required to report to senior management in a timely manner in the event that a payment issue arises. Furthermore, the Company also offers buyers to pay the booking fee, contract payment, and monthly installments via their credit card which allows the Company to receive payments on time. This procedure will be apply to the future projects as well.

Raimon Land is well-known in the market as a leading premium residential property developer. Many of its projects are well accepted by both Thai and international communities. This is a direct result of the Company's track record in delivering projects with good value for money and consistency in exceeding consumers' expectation. As a result, Raimon Land commands a large 'repeated customer' base and they anticipate the project potential both for residence and investment.

Currently, the Company places great importance on its clients, whether from regional markets or within Thailand in order to mitigate the risk of sales. Catering to various customer groups mitigates consumer concentration risks and allows the Company to be experimental with new design and concepts to cater for each customer group. This will mitigate risks that the Company may have outdated products as well as competition risks and changing of client's behavior. The Company may adjust its strategies to pursue the changing environment and economics to reflect the client's needs. Finally, expanding into international markets also allows the Company to mitigate any risks in relation to the local macro-economic factors.

2.5 RISKS RELATING TO INTEREST RATES FLUCTUATIONS

A substantial part of the Company's borrowings carries either a floating interest rate or MLR, which is based on ever-changing financial market conditions. Thus, fluctuations in interest rate may impact the Company's operations and cash flows particularly in the increasing stage. However, the Company is still establishing the close relationship with banks and various lending institutions and is always seeking out the most appropriate source of borrowing at the best rates.

2.6 RISKS RELATING TO SHORTAGE OF THE QUALIFIED MANPOWER

The Company is part of the property development business sector, which requires a capable management team and staff who are highly knowledgeable, capable, and well-experienced. Given the Company recognizes the value and importance of human resources; it has always recruited well-qualified individuals.

Given a highly competitive landscape, the Company's senior management is consistently approached to work for other companies. This can potentially create a risk of vacuum in the high-level management position. In order to ensure continuity in management, the Company has put in place appropriate incentive schemes whether in the form of monetary remuneration or career path opportunity. The Company highly believes that it will be able to retain key persons and staff in order to ensure continuity in management.

3. NEW REGULATORY AND LEGAL RISKS

RISKS RELATING TO CHANGES IN THE RELEVANT LEGAL AND REGULATORY REQUIREMENTS

There are risks relating to ongoing changes in relevant laws, rules, and regulations, especially those governing construction of outstanding large and/or high buildings. Changes can arise from various government acts such as 'City & Town Planning Acts', 'Building Acts', regulations that affect building design such as 'Open Space Ratio', 'Floor Area Ratio' and BMA Code, the Treasury Department Code, the Land Department Code, including the regulations on the required environmental permits. The Company has continually minimized these risks by closely monitoring any amendments in legal and regulatory framework along with establishing close contacts with relevant government agencies in order to efficiently receive regulatory updates. In addition, the Company undertakes detailed feasibility assessments for each project within the framework of all applicable laws, rules, and regulations. As such, the Company is confident that its projects are rigorously reviewed and complied with any stipulated rules and regulations.

Bank of Thailand announced the new mortgage loan measures to prevent systematic risk (LTV). The new measures will be applied to housing loan agreement being entered from April 1, 2019 onwards except when the sales and purchase agreement or mortgage agreement is entered before October 15, 2018. According to the new mortgage lending regulation, the customers delay their purchase decision, and the developer will be intensely competing with promotions to sell and transfer condominium units before the new measures come into effect in April 2019. The customer will delay their purchase further with the increasing policy rate as they need more time to find money for down payment being increased follow the number of housing loan contract.

The new mortgage measures have significant effect for the buyers of first home worth more than THB 10 million, the second-home buyers, who have the first mortgage less than 3 year or have the second mortgage priced more than THB 10 million, will be restricted to a down payment of 20% of the property value, and the third-home buyers have to make down payment of 30% the property value. Therefore, the new mortgage measure will more or less affect the decision of the Company's condominium buyer, especially for the second-home buyer and onwards as the regulation also depends on contract value and the Company develops condominiums having the prices that cause the Company to be certainly affected from the measure.

Another significant risk for the property development sector is land and property tax act, which will impact on the projects develop for rent as they will be imposed based on the appraised value of property instead of income generated. Therefore, tax calculated based on appraised value becomes fixed cost that does not vary depending on the revenue. This may affect the rental business project.

Another group that will be affected is residential projects that ask prices of more than THB 50 million. This sector is the Company's customer target. However, this customer market is not sensitive to tax burden; therefore, it is not likely to significantly affect the purchase decision towards the company's condominium.

CONNECTED TRANSACTIONS

DETAILS OF CONNECTED TRANSACTIONS

For the financial year ended 31 December 2018, apart from those transactions already disclosed in section 6 of the Note to the Financial Statements, the Company and Subsidiary Companies did not undertake any transactions with any parties who may have a possible conflict of interests; namely: the majority Shareholder, Directors, and those related or connected to these parties.

NECESSITY AND REASONABLENESS OF TRANSACTIONS

In undertaking such connected transaction, the Company takes into consideration the necessity and reasonableness of such transactions as well as whether they are in line with normal business practices, in order to achieve maximum benefit and be in the best interests for the Company; whereby other key considerations taken into account include: the appropriateness of the fees charged and compensation relative to current fair market process and conditions that are comparable to the normal transactions undertaken by the Company with other non-related parties or businesses, and the associated general terms and conditions.

As such, undertaking such connected transactions should not unfairly transfer of any benefits from the Company to another party who may have a conflict of interests or vested interests in regards to the proposed transaction. During 2018, the Audit Committee has acknowledged and given its concurrence to all proposed connected transactions as well as decisions and actions by the Board of Directors/the Management in such matters, taking into account the appropriateness of proceeding with such connected transactions.

PROCEDURES FOR THE APPROVAL OF 'CONNECTED TRANSACTIONS'

Approval for undertaking any such connected transactions by the Company has been fully in accordance with the Securities and Exchange Act as well as any notifications, rules and regulations of the SET; whereby those Directors or persons involve and with a vested interest in the proposed connected transaction will not participate in the consideration and approval of such transactions, unless it is considered as being a valid exception and waiver according to the Securities and Exchange Act as well as any notifications, rules and regulations of the SET regarding 'Disclosures of Information and Other Acts of Listed Companies in regards Connected Transactions B.E. 2546'.

POLICIES AND POTENTIAL FOR UNDERTAKING FUTURE 'CONNECTED TRANSACTIONS'

For the future, the Company may undertake further connected transactions if it is considered to be of maximum benefits for and best interests of the Company; whereby the Company has established associated policies for undertaking such connected transactions that are in line with normal business practices, at fair market prices and comparable to those transactions undertaken by the Company with non-related parties. The Company is determined to full comply with the Securities and Exchange Act as well as any notifications, rules and regulations of the SET, together with any requirements on the disclosures of information on connected transactions or any acquisition or disposal of any assets of the Company and its Subsidiary Companies. Additionally, the Audit Committee will participate with the Board of Directors in meetings to consider and approve any proposed connected transactions, so as to gives its opinion as to the appropriateness of the transaction price and the reasonableness in undertaking such transactions.

MANAGEMENT DISCUSSION AND ANALYSIS

MANAGEMENT OUTLOOK AND FUTURE PROJECTS

Despite the bearish outlook for Bangkok real estate business in 2019 and necessity to increase caution in business operation, the management maintain positive view over luxury condominium¹ market, appraising from sales volume of the projects launched in 4Q/18 of the Company and its subsidiaries ("the Company") which are, "the Estelle Phrom Phong" and "TAIT 12", as well as other projects within the same segment. In addition, the stringent residential financing granting measure has not negatively affected the operation as the Company has the policy to develop project which has average selling price per unit higher than THB 10mn and the Company usually collect total down payment not less than 20% of unit value. Within the next 2-3 years, the Company continues to operate pursuant to the main business plan to develop luxury condominium projects. Recently, the Company has signed a joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. to jointly develop a luxury condominium project in Thonglor area, Sukhumvit 38, which will be launched within 2019.

2018 FINANCIAL HIGHLIGHT

- Backlog volume² of the Company and subsidiaries having the total value of THB 11,081.7mn as of 31 December 2018
- Sales volume of 4Q/18 has the value of THB 3,486.7mn, amounted to 57.8% of the total sales volume in 2018 which has the value of THB 6,034.8mn
- Total revenue of 4Q/18 was THB 1,514.0mn, 234.8% increase YoY and 246.4% increase QoQ
- Revenue from units transferred to customers in 4Q/18 equals THB 1,355.4mn, 236.3% increase YoY and 349.3% increase QoQ
- Total assets as of 31 December 2018 equal THB 14,329.7mn, an increase of THB 3,871.8mn from the previous year
- Net debt to Equity ratio³ as of 31 December 2018 equals 0.96 times

1. Condominium project which has average price per unit of THB 10mn or higher

2. Backlogs include sold units with sale and purchase agreements and booking

3. Calculated from interest-bearing debt net of cash and cash equivalents

OPERATING RESULT 2018

REVENUE AND BACKLOG¹

SOURCE OF INCOME (UNIT: THB MN)	2018		2017	
	REVENUE	% OF TOTAL REVENUE	REVENUE	% OF TOTAL REVENUE
North Point	100.0	3.0	-	-
The River	203.8	6.1	269.9	8.9
185 Rajdamri	617.8	18.6	414.5	13.7
Zire Wongamat	105.8	3.2	402.2	13.3
UNIXX South Pattaya	798.2	24.0	496.1	16.4
The Lofts Ekkamai	40.5	1.2	1,283.60	42.6
Mews Yen Akat	203.5	6.1	-	-
The Lofts Asoke	227.6	6.8	-	-
The Diplomat 39	626.5	18.8	-	-
The Diplomat Sathorn	9.6	0.3	-	-
Net profit from sales of The Diplomat units	67.0	2.0	-	-
Gain from loss of control in subsidiaries	82.8	2.5	-	-
Food & Beverage	29.3	0.9	-	-
Others ²	214.5	6.4	149.6	5.0
TOTAL REVENUE	3,326.9	100.0	3,015.9	100.0

In 4Q/18, the Company has the total revenue of THB 1,514.0mn, an increase of THB 1,061.8mn or 234.8% YoY of which, THB 1,355.4mn, or 89.5% of the total revenue was from the units transfers of 8 real estate projects.

Total revenue for the full year 2018 was THB 3,326.9mn, an increase of THB 311.0mn or 10.3% YoY of which, THB 2,933.3mn, or 88.2% of the total revenue was from the units transfers of 10 real estate projects.

As of 31 December 2018, the total backlog¹ of the Company has the total value of THB 11,081.7mn, an increase of 107.4% from THB 5,359.5mn at the end of 2017. The backlog¹ of THB 11,081.7mn consists of, 26.1% from The Lofts Silom, 23.3% from

TAIT 12, 21.8% from The Lofts Asoke, 19.3% from the Estelle Phrom Phong, 7.3% from The Diplomat 39, 1.6% from The River, 0.5% from Mews Yen Akat and 0.1% from UNIXX South Pattaya, total of 8 projects.

COST OF SALES

In 4Q/18 the Company's real estate business cost equaled THB 1,010.8mn, an increase of THB 752.9mn from THB 257.8mn in the same quarter of the previous year in line with the increases in revenue.

For the year 2018, the Company's real estate business cost equaled 2,193.2 million baht, an increase of 258.9 million baht from 1,934.3 million baht in the previous year due to the increased of sales revenue.

1. Backlogs include sold units with sale and purchase agreements and booking

2. Including rental and service income, marketing commission income, project management fee, interest, and others

GROSS PROFIT AND GROSS PROFIT MARGIN (GPM)

In 4Q/18, the Company has gross profit from sales of real estate of THB 344.6mn, or GPM of 25.4%, which decreased from GPM of 36.0% in 4Q/17 due to the large number of transfers of The Diplomat 39 which is the project purchased for sale, therefore the GPM is lower than the projects developed by the Company.

For the full year 2018, the Company has gross profit from sales of real estate of THB 740.1mn, decreased from THB 932.0mn in 2017. The 2018's GPM equaled 25.2% which decreased from the 2017's GPM of 32.5% due to special discount for sales of the UNIXX South Pattaya project as well as the transfer of the project with low GPM project as described above. If not taking the 2 projects into account, the Company would have a GPM from real estate sale in 2018 of 34.8%.

SALES AND ADMINISTRATIVE EXPENSES (SG&A)

The Company's SG&A in 4Q/18 was THB 316.6mn, an increase of THB 86.2mn, or 37.4% YoY, from THB 230.4mn in 4Q/17 due to an increase in expenses for transfer and Special Business Tax (SBT) in line with the increase of revenue from sales of real estate projects.

For the full year 2018, SG&A was THB 883.1mn, an increase of 17.1% YoY or THB 128.7mn from THB 754.4mn in 2017 due to the starting up of the office building project and the food and beverage business as well as the transfer expenses and the Special Business Tax in 4Q/18 as described above.

FINANCIAL COST

Most of financial cost resulted from loan interest borrowed to develop projects, which are capitalized as development costs for respective projects till construction completion. Thereafter, such interest costs will be amortized as finance costs in the Statement of Income. Loans are repaid in installments upon unit transfer. In 4Q/18, the Company had financial cost of THB 47.3mn, an increase of THB 47.1mn from THB 0.2mn in 4Q/17 due to the interest from loan for acquiring KPNL's property which are finished projects and ready for sale, therefore the interest expense of which cannot be capitalized as the project cost.

For the full year 2018, the Company has the financial cost of THB 149.0mn, compared to THB 77.1mn for the full year 2017, an increase of 93.3% or THB 71.9mn due to the Company's higher loan amount for investing in new projects and for working capital as well as the interest expense from loan for acquiring KPNL's property as described above.

NET PROFIT

In 4Q/18, the Company had a consolidated net profit including equity of shareholders of the Company of THB 107.1mn or THB 0.03 per share.

For the full year 2018, the Company had a consolidated net profit including equity of shareholders of the Company of THB 8.6mn.

FINANCIAL POSITION (AS OF 31 DECEMBER 2018)

ASSETS

Total assets of the Company stood at THB 14,329.7mn, an increase of THB 3,871.7mn or 37.0% from those of THB 10,458.0mn as of 31 December 2017. The increase was primarily attributed to the increase of leasehold right of THB 1,524.1mn for the land plot on Ploenchit road which the Company was handed over the land plot and registered the leasehold right with the Land Department in April 2018. Apart from that, there was an increase in land awaiting development of THB 1,631.4mn from the investment in property of KPNL through entire business transfer transaction which was approved by the Extraordinary General Meeting of Shareholders No. 1/2018 on 11 October 2018.

LIABILITIES

Total liabilities of the Company stood at THB 8,607.9mn, an increase of THB 3,216.6mn or 59.7% from THB 5,391.3mn of the total liabilities as of 31 December 2017. The short-term loan (including long-term loans with due date within 1 year) increased THB 2,093.4mn of which THB 1,130.7mn was long-term loans of the Lofts Asoke project which will be due within 1 year and will be gradually repaid along with the unit transfer. Apart from that, there were THB 408.2mn increased in long-term loan for working capital and investments in new projects and THB 556.9mn increased in deposits and advance received from customers.

SHAREHOLDERS' EQUITY

Total shareholders' equity of the Company stood at THB 6,561.4mn, an increase of THB 655.2mn, or 12.9%, from THB 5,066.7mn as of 31 December 2017. This was mainly from the capital increase by issuing and allocating 597mn new ordinary shares of the Company to KPNL as a part of the payment for the investment in KPNL's property.

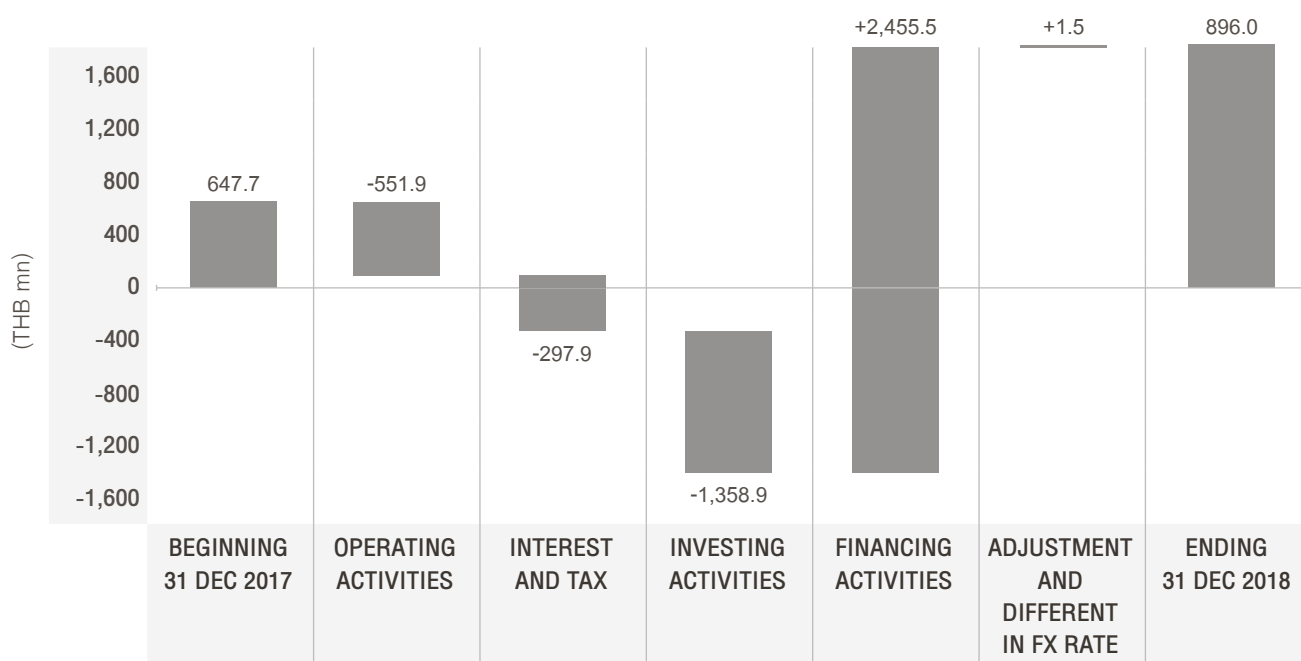
NET DEBT TO EQUITY RATIO

The interest-bearing debt of the Company stood at THB 6,561.4mn while cash and cash equivalents stood at THB 896.0mn and current investments stood at THB 224.9mn. As a result, the debt to equity ratio¹ was 0.96 times as of 31 December 2018, increased from 0.67 times as of 31 December 2017 due to the investment in land for new residential real estate projects. The Company still has the policy to maintain the D/E ratio of not exceeding 1.5 times.

CASH FLOWS

For full year 2018, the Company had net cash used in **operating activities** of THB 551.9mn. The key components were the payment for 2 condominium projects purchased for sale, “The Diplomat” and cash paid for deposit of land. Net cash used in **investing activities** was THB 1,358.9mn. The key component was THB 1,220.9mn cash deposit for leasehold right of land on Ploenchit road for developing the office building project. Net cash received from **financing activities** was THB 2,455.5mn. The key components were cash received from a long-term loan from financial institutions. As a result, the Company had ending cash of THB 896.0mn as of 31 December 2018.

CASH FLOWS MOVEMENT IN 2018



1. Calculated from interest-bearing debt net of cash and cash equivalents

MESSAGE FROM CHAIRMAN OF THE AUDIT COMMITTEE

DEAR SHAREHOLDERS OF RAIMON LAND PUBLIC COMPANY LIMITED,

The Audit Committee of Raimon Land Public Company Limited (the “Committee”) was appointed according to a resolution of the Board of Directors, comprising of three Independent Directors: Mr. Rathian Srimongkol, Chairman of the Committee; Mr. Kris Thirakaosal; and Mr. Bancha Wudhiprecha. The Committee members are fully qualified in accordance with the various requirements and regulations (relating to Independent Directors and Audit Committee members). The Secretary to the Committee

is Mr. Jakkalin Kornkul, who also serves as the Head of Internal Audit Department. The Audit Committee has carried out its duties and responsibilities in accordance with the established best practices guidelines for Audit Committees as announced by the SET, in accordance with the Company’s Audit Committee Charter, and which is assigned by the Board of Directors.

During 2018, the Audit Committee held five meetings, while up to the date of this Report there was two meetings in 2019. The number of each director’s attendance in 2018 is summarized as follows:

	NAME	POSITION TITLE	NUMBER OF ATTENDANCE / NUMBER OF MEETINGS
1.	Dr. Rathian Srimongkol	Chairman of the Audit Committee (Since August 6, 2018)	3/3
2.	Mr. Kris Thirakaosal	Audit Committee Member (Since September 20, 2018)	2/2
3.	Mr. Bancha Wudhiprecha	Audit Committee Member (Since November 14, 2018)	0/0
4.	Dr. Siri Ganjarerndee	Chairman of the Audit Committee (Until July 24, 2018)	2/2
5.	Mr. Pradit Phataraprasit	Audit Committee Member (Until July 24, 2018)	0/2
6.	Mr. Weidt Nuchjalearn	Audit Committee Member (Until September 2, 2018)	3/3

These committee meetings were held together with the Company’s Management, External Auditors, and Head of Internal Audit Office which includes a meeting without the presence of the Company’s Management. All tasks performed in 2018 are summarized as follows:

1. REVIEW THE FINANCIAL STATEMENTS

The Audit Committee reviewed and consented the Quarterly and Annual Financial Statements 2018 of the Company and its Subsidiaries prior to propose them to the Board of Directors for consideration and approval; whereby the financial statements were considered together with Management and the External Auditors. The Audit Committee concurs with the Auditors that financial statements present fairly, in all material respects, as well as the sufficiency disclosure of notes to financial statements according to Thai Financial Reporting Standard. In addition, the Auditors have audited and issued their opinions independently with good support from the Company.

2. REVIEW AND EVALUATE THE ADEQUACY OF THE INTERNAL CONTROLS SYSTEM AND INTERNAL AUDIT

Within the established framework and guidelines of the SEC and the SET as well as the review which undertaken by the Internal Audit Department, in order to assess the existing

of the internal controls system of the Company and its subsidiaries, whereby a review of the internal audit reports performed by the Audit Committee, regularly on a quarterly basis. This review covers the major operating systems of the Company as well as regular monitoring that ongoing improvements are being implemented by the Management group according to the recommendations made by the Internal Audit Department. Additionally, regularly followed-up by the Committee are made on the results of the internal audit works, together with ongoing assessments to ensure that oversight of business operations and activities of the Company and its Subsidiary Companies are sufficient, appropriate and effective. The Audit Committee believes that the appropriated internal controls are in place sufficiently and effectively so that the Company’s operations and activities are in accordance with the established objectives, goals, legal requirements and regulations, as well as manage risks to an acceptable level.

3. REVIEW COMPLIANCE WITH VARIOUS LAWS AND REGULATIONS

The company must comply with laws and regulations according to The Securities and Exchange Commission, Stock Exchange of Thailand, and any other relevant laws

relating to the Company's business as well as with any commitments and agreements made with other third parties. Audit Committee is of the opinion that there is no significant irregularity or non-compliance that may affect the Company's reputation and financial position.

4. REVIEW OF RISK MANAGEMENT SYSTEM

The Company has Risk Management Committee having duties to implement the policy and procedure for risk assessment and risk management. The Risk Management Committee assesses risks that may impact the Company's operations and reports the result to the Board of Directors regularly on a quarterly basis.

5. REVIEW OF CONNECTED PARTY TRANSACTIONS AND THOSE THAT MAY INVOLVE A CONFLICT OF INTERESTS

In accordance with the relevant laws as well as the requirements of the SEC and the SET in regards to information disclosures of such transactions, and based on the Auditor's opinion that those transactions of any significance with connected parties have been fully disclosed in the financial statements and associated notes; thus the Audit Committee is in agreement with the Auditors and is also of the opinion that these connected transactions are considered reasonable and to the best benefit for the Company's business operations as well as have been fully disclosed as required.

6. REVIEW OF THE ANTI-CORRUPTION POLICY AND PROGRAM

The Audit Committee assessed whether the Anti-Corruption Policy and the Anti-Corruption Program are appropriate and effective, and encourage policy implementation to effectively prevent corruption.

7. REVIEW PERFORMANCE OF THE INTERNAL AUDIT DEPARTMENT

Assessed the role, scope of work and activities, duties and responsibilities, degree of independence, manpower requirements, staff qualifications, and budget of the Internal Audit department, as well as reviewed the annual internal audit plans of the year 2019 together with approval of the appointment, performance evaluation, and proposed transfer or termination of the Head of the Internal Audit Department.

8. CONSIDERATION OF SELECTING AND NOMINATING THE EXTERNAL AUDITORS TOGETHER WITH THE AUDIT FEE FOR 2019

Consideration was made in regard to selecting qualified external Auditors, in order to nominate them for approval

by the 2019 AGM; whereby the Audit Committee assessed their performance and degree of independence together with the appropriate Audit Fee and is of the opinion that the nomination of Mr. Chavala Tienpasertkij – CPA No. 4301, and/or Dr. Kiatniyom Kuntisook – CPA No. 4800, and/or Dr. Suwatchai Meakhaamnouychai – CPA No. 6638, and/or Mr. Nantawat Sumraunhant – CPA No. 7731 of Deloitte Touche Tohmatsu Jaiyos Audit Company Limited be made to appoint these persons as the Company's External Auditors for the 2019 financial year, together with the proposed Audit Fee for the Company not exceeding Baht 1,860,000. This is the first year of the audit engagement. These External Auditors have no relationships or connections with the Company and its Subsidiary Companies. Please note that listed companies are required to rotate the External Auditor, who is authorized to sign off on the Financial Statements and reports of the Company, every 5 financial years.

During the past financial period, the External Auditors have performed their duties with full professional abilities, have proposed various recommendations relating to the internal controls and risks management systems, and have demonstrated a high degree of independence in their activities. They have also performed in full accordance with the requirements of the SEC and SET.

OPINION/COMMENTS ON THE PERFORMANCE OF THE AUDIT COMMITTEE'S DUTIES

In summary, the Audit Committee has fully discharged its duties and responsibilities in accordance with the Audit Committee's Charter that has been approved by the Board of Directors; whereby the Audit Committee has reviewed the above matters and is of the opinion that the Company has made and maintained accurate and correct accounts of its operations and associated financial information, in all material aspects, as well as has in place a good internal controls system, has continuously monitored the results of its business activities, has fully complied to all laws and regulations and other commitments made, has fully disclosed all connected party transactions, and, lastly, has adhered to the principles of good corporate governance.

February 27, 2019
On behalf of the Audit Committee,

Dr. Rathian Srimongkol
Chairman of the Audit Committee

BOARD OF DIRECTOR'S RESPONSIBILITY FOR FINANCIAL REPORT

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RAIMON LAND PLC.

FINANCIAL STATEMENTS OF RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES FOR THE FISCAL YEAR ENDING 31 DECEMBER 2018

AUDITOR: CHONLAROS SUNTIASVARAPORN, EY OFFICE LIMITED

The Company has carefully reviewed separated and consolidated financial statements (the "Financial Statements") and hereby certifies that:

1. The Financial Statements are fairly presented, in all material respects including statements of financial positions, comprehensive income, and cash flow of the Company and its subsidiaries.
2. The Company has established an adequate system for information disclosure to ensure that the Company has disclosed all material information in relation to the Company and its subsidiaries. The Company ensures that such system is being implemented.
3. The Company has established an adequate internal control system, which is strictly implemented. In addition, the Company has disclosed evaluation reports on internal control system, dated 31 December 2018, to external auditors and Audit Committee. The reports provide detailed analysis of loopholes; significant changes of internal control system; and any potential dishonesty that may occur during the preparation of financial statements of the Company and its subsidiaries.

NAME	POSITION	SIGNATURE
1. Mr. Lee Chye Tek Lionel	Director	
2. Mr. Sataporn Amornvorapak	Director	

NOTE:

Clause No. 89/20 of Securities and Exchange Act (B.E. 2535), revised by Securities and Exchange Act (No. 4) (B.E. 2551) has stipulated that directors and management of the Company are responsible for any damages that may occur to shareholders arising from misrepresentation or omission of material information. Such information includes financial statements, statements of profit and loss, balance sheet, and any other relevant reports required for disclosure as per Clause No. 56 or Clause No. 199. Such responsibility is not limited to directors who have signed such documents. However, directors or management who can testify his or her innocence, according to his or her roles and responsibilities, shall not be made at fault as per Clause No. 89/20

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Raimon Land Public Company Limited

Opinion

I have audited the accompanying consolidated financial statements of Raimon Land Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2018, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Raimon Land Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Raimon Land Public Company Limited and its subsidiaries and of Raimon Land Public Company Limited as at 31 December 2018, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Emphasis of Matters

I draw attention to the following matters:

1. As mentioned in Note 10 to the financial statements regarding the acquisition of assets of KPN Land Company Limited (KPN Land).

1.1 On 15 August 2018, a meeting of the Board of Directors of the Company passed resolutions approving the acquisition of condominium units of KPN Land and investments in two subsidiaries of KPN Land, whose assets are land awaiting development. The Company also entered into agreements to purchase condominium units in KPN Land's project and purchase investments in two subsidiaries of KPN Land on 15 August 2018. The condominium units in KPN Land's project consist of units for which customers have concluded sales agreements with KPN Land and units which have not yet been sold to customers. Under the terms of the purchase agreement, KPN Land is to hold the units for the sole benefit of the Company and is not yet to register the transfer legal ownership of the title deeds of the condominium units to the Company. Instead, KPN Land is to register the transfer of the title deed of each unit directly to the customer named as counterparty in the sale and purchase agreement when the customer completes transfer of ownership. During the third quarter of 2018, the Company recognised gains totaling Baht 67.0 million from transfers of these condominium units, which were performed by KPN Land. During the fourth quarter of 2018, the Company recognised revenue of Baht 636.1 million and gains totaling Baht 49.4 million from transfers of condominium units performed by the Company.

1.2 The acquisition of assets from KPN Land was approved by a meeting of the Board of Directors of the Company and the acquisition of the investments in the two subsidiaries was approved by an Extraordinary General Meeting of shareholders of the Company, in accordance with the procedures required by law. However, a shareholder of KPN Land has filed a civil case against KPN Land Company Limited and its directors, as well as, KPN Holding Company Limited and its directors, relating to the sale of assets by KPN Land to the Company. The case is currently under consideration of the court and is not yet finalised. It is therefore not certain whether there will be an impact on the Company. However, the Company informed me that its legal advisor was of the opinion that such civil cases would not have an impact on the transactions and juristic acts undertaken by the Company.

2. As mentioned in Note 34.5 to the financial statements, on 5 November 2018, the Court of Appeal for Specialized Cases issued a judgement ordering Raimon Land Park View Development Company Limited (a former subsidiary) to pay tax and surcharges amounting to approximately Baht 600 million as assessed by the Revenue Department (which was a reversal of the judgement of the Central Tax Court rendered on 31 July 2017 concluding that the former subsidiary had paid tax correctly and was not required to pay the tax assessment and surcharge assessed by the Revenue Department) which related to the sales of land from the former subsidiary to the Company. Subsequently, on 13 February 2019, the former subsidiary submitted a petition for Writ of Certiorari to the Supreme Court to oppose the judgment of the Court of Appeal for Specialized Cases, following which is to wait for the Supreme Court to determine whether it would allow the former subsidiary to lodge an appeal against the judgment of the Court of Appeal for Specialized Cases. On 26 December 2018, the Company sold its 9,999,996 ordinary shares in the former subsidiary, with a par value of THB 100 per share, or equivalent to 99.99% of the total issued shares in the former subsidiary, to a person, with a memorandum of understanding that the Company would absent itself from a shareholder's rights, liabilities and/or any responsibilities as a shareholder. In addition, the management of the Company informed me that the Company did not provide any guarantees to the former subsidiary. The Company's legal advisor is of the opinion that the shareholder obligations are limited to the paid-up share capital, and the share capital of the former subsidiary has been fully paid up. Therefore, the management believe that there will be no negative impact on the Company and the Company has not set aside provision for any liability in the accounts. However, the case of the former subsidiary is not yet finalised and it is uncertain whether it will have an impact on the Company.

My opinion is not modified in respect of these matters.

Key Audit Matters

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

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond for each matter are described below.

a) *Revenue from sales of real estate recognition*

During the year 2018, the Company and its subsidiaries recognised sales of real estate amounting to Baht 2,933 million in the consolidated statements of comprehensive income and the Company recognised sales of real estate amounting to Baht 1,308 million in the separate statement of comprehensive income. As the amounts of revenue recorded directly affect the Group's profit or loss for the year. I paid particular attention to the correctness of the revenue recognition from sales of real estate in accordance with the Group's policy as stated in Note 4.1 to the financial statements.

I assessed and tested the effectiveness of internal controls put in place by the Group with respect to the revenue cycle for real estate sales by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. On a sampling basis, I checked sales transactions occurring during the year and near the period-end against corresponding sale and purchase agreements, documents supporting the sales transactions and documents supporting the transfers of ownership to examine whether the revenue recognition was consistent with the information stipulated in the relevant agreements, and whether it was in compliance with the Group's policy. I also examined the accounting entries of revenue made through journal vouchers to detect possible irregularities in revenue transactions.

b) *Impairment of investments in subsidiaries*

As disclosed in the Note 13 to the financial statements, as at 31 December 2018, the Company has investments in subsidiaries in the separate financial statements with a net book value of Baht 5,611 million net of allowance for impairment loss on investment in subsidiaries of Baht 761 million which, is a significant amount. The Company recorded impairment loss on investments in subsidiaries totaling Baht 8 million for the year 2018 in the separate statement of comprehensive income, with management having noted indicators of impairment since the book value of the net assets of the subsidiaries was lower than the carrying amount of the investments in subsidiaries. In determining the impairment loss on investments in subsidiaries, management had to exercise judgement with respect to its projections of future operating performance and future plan and determination of appropriate key assumptions. There is thus a risk with respect to the amount of the impairment loss recorded.

I gained an understanding of and assessed the appropriateness of the assumptions applied in preparing plans and cash flow projections of subsidiaries, based on the understanding I gained of

the process by which the figures were arrived at; comparison of the assumptions with external and internal sources of information, a review of the past cash flow projections in comparison to actual operating results in order to estimate the reliability of the cash flow projections, and a review of the assumptions and approaches used by the independent valuer in calculating the fair value of assets, in order to assess the impairment of investments in subsidiaries.

c) *Provision for diminution in value of project development costs*

Estimating the net realisable value of project development costs, as disclosed in the Note 5 to the financial statements, is an area of significant management judgement. This requires detailed analysis of the competitive environment, demand and supply in the real estate market, economic circumstances and the situation within the industry. There is thus a risk with respect to the amount of provision set aside for diminution in the value of project development costs.

I gained an understanding of and assessed the methods and assumptions applied by the management in determining the provision for diminution in value of project development costs and reviewed the consistency of the application of that basis. I also compared the movements of capital assets of development projects to identify the asset groups with indicators of lower than normal turnover or without sales transaction during the period. In addition, I performed an analytical review on the details of sales transactions occurring after the date of the financial statements and the development costs of for each project.

Other Information

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

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

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

I am responsible for the audit resulting in this independent auditor's report.

Chonlaros Suntiasvaraporn
Certified Public Accountant (Thailand) No. 4523

EY Office Limited
Bangkok: 27 February 2019

Raimon Land Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2018

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	<u>Note</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Assets					
Current assets					
Cash and cash equivalents	7	896,043,226	647,680,887	220,862,072	361,727,515
Current investments in money market fund and foreign fund	8	224,807,952	1,085,711	1,097,055	1,085,711
Trade and other receivables	9	209,367,131	53,373,680	456,798,847	352,134,431
Short-term loans to related parties and interest receivables	6	-	-	971,030,287	2,993,253,226
Project development cost	11	5,087,909,386	6,872,485,323	76,671,146	378,545,608
Condominium purchased for sales	10	1,035,292,472	-	1,035,292,472	-
Advance payment to contractors		155,275,983	122,509,293	113,010	4,795,815
Deposit for purchase of land		286,320,000	140,200,000	286,320,000	-
Other current financial assets		-	2,498,213	-	2,498,213
Other current assets		61,495,554	72,918,508	11,590,355	9,341,491
Total current assets		7,956,511,704	7,912,751,615	3,059,775,244	4,103,382,010
Non-current assets					
Restricted bank deposits	12	14,460,097	360,000,000	14,455,085	-
Investments in subsidiaries	13	-	-	5,611,370,644	3,620,054,019
Investments in joint ventures	14	1,156,456,596	-	1,230,655,000	-
Land awaiting development	15	2,150,882,317	506,741,515	13,715,589	13,715,589
Investment properties	16	339,824,193	111,331,127	32,153,947	35,733,429
Property, plant and equipment	17	776,270,466	822,746,935	26,884,794	38,575,698
Deposit for leasehold right	18	-	340,673,157	-	341,131,293
Leasehold right	19	1,589,192,262	65,088,284	-	-
Deferred tax assets	30	144,312,885	139,672,401	4,753,775	7,891,827
Withholding tax deducted at source		128,327,661	111,285,103	-	-
Advance payment to contractor for construction of office building		-	57,790,672	-	34,835,753
Other non-current assets	6	73,502,681	29,894,029	25,967,078	14,348,952
Total non-current assets		6,373,229,158	2,545,223,223	6,959,955,912	4,106,286,560
Total assets		14,329,740,862	10,457,974,838	10,019,731,156	8,209,668,570

The accompanying notes are an integral part of the financial statements.

Statement of financial position (continued)

As at 31 December 2018

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2018	2017	2018	2017
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	20	989,355,000	828,880,000	-	-
Trade and other payables	21	291,845,801	231,823,821	107,931,500	69,314,701
Retention payables		131,761,644	130,130,907	52,285	27,060,732
Deposits and advance received from customers		1,396,929,241	840,071,163	191,718,001	39,237,267
Current portion of long-term loans from financial institutions	22	2,315,736,497	1,025,862,339	646,037,802	390,000,000
Current portion of debentures	23	998,710,137	499,491,872	998,710,137	499,491,872
Short-term loans from related parties and accrued interest	6	143,808,487	-	623,446,117	154,360,818
Accrued income tax		68,894,261	13,428,133	62,306,641	694,270
Other current liabilities		32,476,098	38,753,573	25,373,410	29,680,645
Total current liabilities		6,369,517,166	3,608,441,808	2,655,575,893	1,209,840,305
Non-current liabilities					
Long-term loans from financial institutions, net of current portion	22	1,192,630,000	-	-	-
Debentures - net of current portion	23	921,112,533	1,705,497,274	921,112,533	1,705,497,274
Deferred tax liabilities	30	23,787,744	19,072,580	-	499,643
Provision for long-term employee benefits	24	24,804,292	23,276,455	22,676,320	22,287,043
Accrued long-term lease of land	34.2	39,793,779	-	-	-
Other non-current liabilities		36,223,850	34,966,788	919,965	1,338,871
Total non-current liabilities		2,238,352,198	1,782,813,097	944,708,818	1,729,622,831
Total liabilities		8,607,869,364	5,391,254,905	3,600,284,711	2,939,463,136

The accompanying notes are an integral part of the financial statements.

Raimon Land Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2018

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
Shareholders' equity					
Share capital					
Registered					
4,268,262,367 ordinary shares of Baht 1 each					
(31 December 2017: 4,704,337,397 ordinary shares of Baht 1 each)	25	<u>4,268,262,367</u>	<u>4,704,337,397</u>	<u>4,268,262,367</u>	<u>4,704,337,397</u>
Issued and fully paid-up					
4,172,484,127 ordinary shares of Baht 1 each		4,172,484,127	3,575,483,607	4,172,484,127	3,575,483,607
(31 December 2017: 3,575,483,607 ordinary shares of Baht 1 each)					
Share premium	25	167,264,539	104,094	167,264,539	104,094
Excess of investment in subsidiary arising as a result of additional purchase of investment in the subsidiary at a price higher than the net book value of the subsidiary at the acquisition date		(564,048,205)	(564,048,205)	-	-
Capital reserve for share-based payment transactions	27.1	28,940,372	28,940,372	28,940,372	28,940,372
Retained earnings					
Appropriated - statutory reserve	28	134,000,000	109,000,000	134,000,000	109,000,000
Unappropriated		1,776,659,810	1,899,997,438	1,916,757,407	1,556,677,361
Other components of shareholders' equity		<u>1,359,529</u>	<u>6,927</u>	<u>-</u>	<u>-</u>
Equity attributable to owners of the Company		<u>5,716,660,172</u>	<u>5,049,484,233</u>	<u>6,419,446,445</u>	<u>5,270,205,434</u>
Non-controlling interests of the subsidiaries		<u>5,211,326</u>	<u>17,235,700</u>	<u>-</u>	<u>-</u>
Total shareholders' equity		<u>5,721,871,498</u>	<u>5,066,719,933</u>	<u>6,419,446,445</u>	<u>5,270,205,434</u>
Total liabilities and shareholders' equity		<u>14,329,740,862</u>	<u>10,457,974,838</u>	<u>10,019,731,156</u>	<u>8,209,668,570</u>
		-	-	-	-

The accompanying notes are an integral part of the financial statements.

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Directors

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Raimon Land Public Company Limited and its subsidiaries
Statement of comprehensive income
For the year ended 31 December 2018

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RAIMON LAND PLC

					(Unit: Baht)	
					Consolidated financial statements	Separate financial statements
					2018	2017
					2018	2017
					2018	2017
					2018	2017
Profit or loss:						
Revenues						
Revenue from sales of real estate					2,933,315,684	2,866,255,831
Revenue from sales of food and beverages					29,348,236	-
Rental and service income					63,815,800	63,061,932
Other income						
Project management fee income	6				11,914,205	11,233,000
Marketing commission income	6				48,943,397	22,429,450
Guarantee fee income	6				3,355,025	-
Interest income	6				14,433,638	7,479,856
Dividend income	6				-	-
Gain from condominium purchased for sales	10				67,035,615	-
Gain from decrease in control from subsidiary to joint venture	13				82,540,045	-
Others	6				72,156,686	45,437,204
Total revenues					3,326,858,331	3,015,897,273
Expenses						
Cost of real estate sold					2,193,175,653	1,934,259,744
Cost of food and beverages					19,124,934	-
Selling and distribution expenses					327,137,989	245,105,694
Administrative expenses					555,981,269	509,289,857
Loss on diminution in value of investment in subsidiaries	13				-	-
Total expenses					3,095,419,845	2,688,655,295
Profit before share of loss from investments in joint ventures, finance cost and income tax expenses					231,438,486	327,241,978
Share of loss from investments in joint ventures					(29,222,632)	-
Profit before finance cost and income tax expenses					202,215,854	327,241,978
Finance cost					(149,035,380)	(77,062,478)
Profit (loss) before income tax expenses					53,180,474	250,179,500
Income tax expenses	30				(59,212,997)	(58,989,921)
Profit (loss) for the year					(6,032,523)	191,189,579
Other comprehensive income for the year						
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>						
Exchange differences on translation of financial statements in foreign currency					1,005,321	246,815
Other comprehensive income to be reclassified to profit or loss in subsequent periods					1,005,321	246,815
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>						
Actuarial gain - net of income tax					4,968,578	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax					4,968,578	-
Other comprehensive income for the year					5,973,899	246,815
Total comprehensive income for the year					(58,624)	191,436,394

The accompanying notes are an integral part of the financial statements.

Raimon Land Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the year ended 31 December 2018

(Unit: Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
<u>Note</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Profit (loss) attributable to:				
Equity holders of the Company	8,600,838	192,917,975	492,018,512	(42,638,549)
Non-controlling interests of the subsidiaries	(14,633,361)	(1,728,396)		
	<u>(6,032,523)</u>	<u>191,189,579</u>		
Total comprehensive income attributable to:				
Equity holders of the Company	14,922,018	193,164,790	496,987,090	(42,638,549)
Non-controlling interests of the subsidiaries	(14,980,642)	(1,728,396)		
	<u>(58,624)</u>	<u>191,436,394</u>		
Earnings per share	31			
Basic earnings per share				
Profit (loss) attributable to equity holders of the Company	<u>0.002</u>	<u>0.054</u>	<u>0.136</u>	<u>(0.012)</u>
Diluted earnings per share				
Profit (loss) attributable to equity holders of the Company	<u>0.002</u>	<u>0.054</u>	<u>0.136</u>	<u>(0.012)</u>

The accompanying notes are an integral part of the financial statements.

Raimon Land Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity
For the year ended 31 December 2018

	Consolidated financial statements											(Unit: Baht)
	Equity attributable to owners of the Company											
	Excess of investment in subsidiary arising as a result of additional purchase of investment in the subsidiary at a price higher than net book value of the subsidiary at the acquisition date			Other components of shareholder's equity								
	Issued and paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Retained earnings		Exchange differences on translation of financial statements in foreign currency	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity		
Note				Appropriated	Unappropriated							
Balance as at 1 January 2017	3,575,483,607	104,094	27,720,892	109,000,000	1,957,360,313	(239,888)	(239,888)	5,105,380,813	2,512,076	5,107,892,889		
Profit for the year	-	-	-	-	192,917,975	-	-	192,917,975	(1,728,396)	191,189,579		
Other comprehensive income for the year	-	-	-	-	-	246,815	246,815	246,815	-	246,815		
Total comprehensive income for the year	-	-	-	-	192,917,975	246,815	246,815	193,164,790	(1,728,396)	191,436,394		
Increase in investments in subsidiaries	-	-	-	-	-	-	-	-	16,597,680	16,597,680		
Capital reserve for share-based payment transactions	-	-	1,219,480	-	-	-	-	1,219,480	-	1,219,480		
Dividend payment from subsidiaries to non-controlling interest of the subsidiaries	-	-	-	-	-	-	-	-	(145,660)	(145,660)		
Dividend paid	-	-	-	-	(250,280,850)	-	-	(250,280,850)	-	(250,280,850)		
Balance as at 31 December 2017	3,575,483,607	104,094	28,940,372	109,000,000	1,899,997,438	6,927	6,927	5,049,484,233	17,235,700	5,066,719,933		
Balance as at 1 January 2018	3,575,483,607	104,094	28,940,372	109,000,000	1,899,997,438	6,927	6,927	5,049,484,233	17,235,700	5,066,719,933		
Profit (loss) for the year	-	-	-	-	8,600,838	-	-	8,600,838	(14,633,361)	(6,032,523)		
Other comprehensive income for the year	-	-	-	-	4,968,578	1,352,602	1,352,602	6,321,180	(347,281)	5,973,899		
Total comprehensive income for the year	-	-	-	-	13,569,416	1,352,602	1,352,602	14,922,018	(14,980,642)	(58,624)		
Increase in share capital	597,000,000	167,160,000	-	-	-	-	-	764,160,000	-	764,160,000		
Increase in share capital from exercise of warrants	520	445	-	-	-	-	-	965	-	965		
Statutory reserve	-	-	-	25,000,000	(25,000,000)	-	-	-	-	-		
Dividend paid	-	-	-	-	(111,907,044)	-	-	(111,907,044)	-	(111,907,044)		
Non-controlling interest of subsidiary from assets acquisition in consolidated financial statements	-	-	-	-	-	-	-	-	2,958,899	2,958,899		
Non-controlling interest of subsidiary from additional share capital of subsidiary	-	-	-	-	-	-	-	-	219	219		
Dividend payment from subsidiaries to non-controlling interest of the subsidiaries	-	-	-	-	-	-	-	-	(2,850)	(2,850)		
Balance as at 31 December 2018	4,172,484,127	167,264,539	28,940,372	134,000,000	1,776,659,810	1,359,529	1,359,529	5,716,660,172	5,211,326	5,721,871,498		

The accompanying notes are an integral part of the financial statements.

Ratong Land Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity (continued)
For the year ended 31 December 2018

Separate financial statements							(Unit: Baht)
Note	Issued and paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Retained earnings		Total	
				Appropriated	Unappropriated		
Balance as at 1 January 2017	3,575,483,607	104,094	27,720,892	109,000,000	1,849,596,760	5,561,905,353	
Total comprehensive income for the year	-	-	-	-	(42,638,549)	(42,638,549)	
Capital reserve for share-based payment transactions	-	-	1,219,480	-	-	1,219,480	
Dividend paid	-	-	-	-	(250,280,850)	(250,280,850)	
Balance as at 31 December 2017	3,575,483,607	104,094	28,940,372	109,000,000	1,556,677,361	5,270,205,434	
Balance as at 1 January 2018	3,575,483,607	104,094	28,940,372	109,000,000	1,556,677,361	5,270,205,434	
Profit for the year					492,018,512	492,018,512	
Other comprehensive income for the year					4,968,578	4,968,578	
Total comprehensive income for the year	-	-	-	-	496,987,090	496,987,090	
Increase in share capital	597,000,000	167,160,000	-	-	-	764,160,000	
Increase in share capital from exercise of warrants	520	445	-	-	-	965	
Statutory reserve	-	-	-	25,000,000	(25,000,000)	-	
Dividend paid	-	-	-	-	(111,907,044)	(111,907,044)	
Balance as at 31 December 2018	4,172,484,127	167,264,539	28,940,372	134,000,000	1,916,757,407	6,419,446,445	
							-

The accompanying notes are an integral part of the financial statements.

Cash flow statement

For the year ended 31 December 2018

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Cash flows from operating activities				
Profit (loss) before tax	53,180,474	250,179,500	573,841,229	(33,087,632)
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	68,008,620	65,395,530	19,566,691	20,023,245
Allowance for doubtful accounts	259,881	-	-	-
Reverse allowance for doubtful accounts	-	(1,250,000)	-	-
Allowance for doubtful account in short-term loans to related parties and interest receivable	-	-	26,693,167	3,568,230
Reverse allowance for doubtful accounts in short-term loans to related parties and interest receivable	-	-	(37,276,287)	-
Loss (gain) on disposal/ write-off of building improvement, equipment and vehicle	(1,922,422)	2,888,404	(1,903,333)	913,414
Loss on write-off of computer software	-	1,295,557	-	-
Unrealised loss (gain) on exchange rate	2,552,128	(1,904,181)	(9,992,623)	965,417
Gain from sales of investment in a subsidiary	-	-	(99,999)	-
Share of loss from investments in joint venture	29,222,632	-	-	-
Gain from decrease in control from subsidiary to joint venture	(82,540,045)	-	-	-
Expenses from provision for long-term employee benefits	8,747,784	5,158,065	7,609,224	4,798,140
Write-off retention payable	(20,758,583)	-	(19,054,298)	-
Write-off other payable	(3,339,684)	-	-	-
Reduce project development cost to net realisable value	-	31,072,185	-	-
Reversal of the write-down project development cost to net realisable value	(46,566,025)	-	(11,056,316)	-
Write-off of withholding tax deducted at source	13,165	41,516	-	-
Impairment loss of investment properties	-	10,971,405	-	-
Impairment loss of investment in subsidiaries	-	-	8,030,122	159,513,909
Realised gain on current investments	(3,771,294)	-	-	-
Unrealised gain on current investments	(4,216,660)	(12,742)	(11,344)	(12,742)
Share-base payment transactions	-	1,219,480	-	1,219,480
Interest income	(14,433,638)	(7,479,857)	(137,173,504)	(106,085,247)
Dividend income	-	-	(27,697,150)	(133,854,340)
Interest expenses	129,399,556	66,779,972	137,137,187	96,558,123
Amortisation of debenture issuing cost	3,610,174	3,353,065	3,610,174	3,353,065
Profit from operating activities before changes in operating assets and liabilities	117,446,063	427,707,899	532,222,940	17,873,062
Operating assets decrease (increase)				
Trade and other receivables	(156,572,255)	(41,632,004)	(104,664,416)	(13,458,280)
Project development cost	18,669,754	(598,509,280)	312,930,778	195,503,626
Condominium purchased for sales	(1,035,292,472)	-	(1,035,292,472)	-
Advance payment to contractors	(33,499,020)	(49,691,841)	4,682,805	(43,543)
Deposit for land purchase	(286,320,000)	(140,200,000)	(286,320,000)	-
Other current assets	9,548,300	16,935,253	(2,248,864)	1,408,614
Other non-current assets	(35,011,125)	(10,851,663)	(3,036,951)	(4,602,320)
Operating liabilities increase (decrease)				
Trade and other payables	109,904,790	7,755,346	38,910,785	13,195,220
Retention payables	24,570,666	(48,403,201)	(7,954,149)	(23,466,123)
Deposits and advance received from customers	714,749,456	(261,957,767)	152,480,734	(2,743,363)
Provision for long-term employee benefits	(1,009,224)	-	(1,009,224)	-
Other current liabilities	(3,947,774)	(11,741,422)	(4,307,235)	(10,552,518)
Other non-current liabilities	4,872,189	(549,143)	2,414,673	350,916
Cash flows from (used in) operating activities	(551,890,652)	(711,137,823)	(401,190,596)	173,465,291
Cash received from interest income	15,965,389	5,943,686	159,875,637	134,200,446
Cash paid for interest expenses	(260,010,697)	(137,931,591)	(133,190,911)	(92,333,171)
Cash refund from withholding tax deducted at source	-	665,299	-	-
Cash paid for corporate income tax	(53,847,271)	(62,229,080)	(18,814,082)	(24,361,648)
Net cash flows from (used in) operating activities	(849,783,231)	(904,689,509)	(393,319,952)	190,970,918

The accompanying notes are an integral part of the financial statements.

Raimon Land Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2018

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Cash flows from investing activities				
Decrease (increase) in restricted bank deposits	345,539,903	(356,200,000)	(14,455,085)	3,800,000
Cash paid for current investments	(372,611,049)	-	-	-
Cash received from sales of current investments	156,876,762	-	-	-
Decrease (increase) in short-term loans to related parties	-	-	2,022,648,676	(911,109,731)
Cash paid for acquisition of investment properties	(92,026,243)	(364,232)	(44,779)	(364,232)
Cash paid for acquisition of equipment	(220,414)	(34,226,651)	(1,712,808)	(26,533,963)
Cash received from disposal of equipment and vehicle	2,653,569	718,742	2,053,040	434,387
Cash received from transfer deposit of leasehold right to a subsidiary	-	-	341,131,293	-
Cash received from transfer advance payment to contractor for construction of office building to a subsidiary	-	-	34,835,753	-
Cash paid for deposit for leasehold right	-	(7,000,000)	-	(7,000,000)
Cash paid for leasehold right	(1,220,868,691)	-	-	-
Advance payment for trademark license	(10,700,000)	-	(10,700,000)	-
Net cash paid for purchases of investments in subsidiaries	(306,682,813)	-	(1,340,185,948)	(44,998,725)
Cash paid for investment in joint ventures	(403,899,700)	-	(1,125,655,800)	-
Cash received from sales of investment in a subsidiary	-	-	100,000	-
Cash received from decrease in control from subsidiary to joint venture	555,867,273	-	-	-
Dividend received from subsidiaries	-	-	27,697,150	133,854,340
Advance payment to contractor for design of building and others	-	(61,187,242)	-	(34,835,753)
Purchases of land awaiting for development	(12,785,629)	-	-	-
Net cash flows used in investing activities	(1,358,857,032)	(458,259,383)	(64,288,508)	(886,753,677)
Cash flows from financing activities				
Increase (decrease) in short-term loans from financial institutions	904,155,000	361,398,500	-	(200,000,000)
Increase (decrease) in short-term loan from related parties	-	-	464,845,037	(7,890,000)
Increase in short-term loan from shareholder of a subsidiary	12,771,200	-	-	-
Cash receipt from long-term loans from financial institutions	3,572,663,257	415,862,339	1,714,083,257	390,000,000
Repayment of long-term loans from financial institutions	(1,629,159,099)	(366,340,668)	(1,458,045,455)	-
Cash received from issuance of debentures	214,000,000	711,700,000	214,000,000	711,700,000
Repayment of debentures	(500,000,000)	-	(500,000,000)	-
Cash paid for debenture issuing cost	(2,776,650)	(3,807,595)	(2,776,650)	(3,807,595)
Cash paid for liabilities under finance lease agreements	(4,224,516)	(7,908,216)	(3,403,178)	(3,989,149)
Dividend paid	(111,907,044)	(250,280,850)	(111,907,044)	(250,280,850)
Increase in non-controlling interests of the subsidiaries from investment in the subsidiaries	219	16,597,680	-	-
Dividend payment from subsidiaries to non-controlling interest of the subsidiaries	(2,850)	(145,660)	-	-
Cash received from exercise of warrants	965	-	965	-
Net cash flows from financing activities	2,455,520,482	877,075,530	316,796,932	635,732,406
Increase in translation adjustment	1,536,035	414,460	-	-
Net increase (decrease) in cash and cash equivalents	248,416,254	(485,458,902)	(140,811,528)	(60,050,353)
Unrealised loss on exchange for cash and cash equivalents	-53,915	-594,032	-53,915	(594,032)
Cash and cash equivalents at beginning of the year	647,680,887	1,133,733,821	361,727,515	422,371,900
Cash and cash equivalents at end of the year	896,043,226	647,680,887	220,862,072	361,727,515
	-	-	-	-
Supplemental disclosure of cash flows information				
Non-cash transactions:				
Increase in equipment under finance lease agreements	648,060	9,485,417	608,830	1,229,000
Paid deposit for leasehold right by transfer project development cost	-	33,673,157	-	34,131,293
Transferred deposit for land to project development cost	140,200,000	-	-	-
Transferred advance payment to contractor for construction of office building to investment properties	57,790,672	-	-	-
Issued ordinary shares for investment in the assets of KPN Land Company Limited	764,160,000	-	764,160,000	-

The accompanying notes are an integral part of the financial statements.

Raimon Land Public Company Limited and its subsidiaries
Notes to consolidated financial statements
For the year ended 31 December 2018

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RAIMON LAND PLC

1. General information

Raimon Land Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its major shareholder is JS Asset Management Pte. Ltd., which was incorporated in Singapore. The Company is principally engaged in the property development. The registered office of the Company is at 3 Rajanakarn Building, 19th Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok.

2. Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Profession Act B.E. 2547, and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 11 October 2016, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

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

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of Raimon Land Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2018</u>	<u>2017</u>
			Percent	Percent
Contemporary Property Company Limited	Ceased operations	Thailand	98.59	98.59
Raimon Land Planner Company Limited	Ceased operations	Thailand	95.00	95.00
The River Company Limited	Ceased operations	Thailand	100.00	100.00
(Held by the Company 89.0% and indirect held by Contemporary Property Company Limited 11.0%)				

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2018</u>	<u>2017</u>
			Percent	Percent
Taksin Properties Company Limited (Held by the Company 68.8% and indirect held by The River Company Limited 31.2%)	Property development	Thailand	100.00	100.00
Raimon Land Park View Development Company Limited **	Ceased operations	Thailand	-	99.99
Raimon Land Resorts Company Limited	Investment and service	Thailand	99.99	99.99
Raimon Land Residences Company Limited	Ceased operations	Thailand	99.99	99.99
Raimon Land Unixx Company Limited (Held by the Company 99.8% and indirect held by Raimon Land Residences Company Limited 0.2%)	Property development	Thailand	99.99	99.99
Raimon Land Development Company Limited	Property development	Thailand	99.99	99.99
Raimon Land Services Company Limited	Services	Thailand	99.96	99.96
Raimon Land Ekkamai Company Limited	Property development	Thailand	99.99	99.99
Raimon Land Silom Company Limited	Property development	Thailand	99.99	99.99
Raimon Land Estate Company Limited	Property development	Thailand	99.97	99.97
Asangha Realty Company Limited	Agent for property resale or leasing	Thailand	99.97	99.97
Raimon Land Twenty Six Company Limited *	Property development	Thailand	-	99.99
RML 548 Company Limited	Property development	Thailand	99.99	99.99
Siam Spoon Company Limited	Investment	Thailand	99.99	99.99
Raimon Land Sathorn Company Limited *	Property development	Thailand	-	99.99
Raimon Land Ao-Nang Company Limited	Hospitality	Thailand	99.99	99.99
Raimon Land Thirty Eight Company Limited	Property development	Thailand	99.97	-
Raimon Land Digital Company Limited	Real estate services online	Thailand	99.97	-
Perabal Company Limited	Investment	Thailand	99.99	-
Naradell Company Limited	Property development	Thailand	99.99	-
KPN (SK19) Company Limited (Held by Perabal Company Limited 51%)	Property development	Thailand	51.00	-
Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Development (Singapore) Pte. Ltd.")	Property development and Investment	Singapore	100.00	100.00

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2018</u>	<u>2017</u>
			Percent	Percent
Raimon Land Digital (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Properties (Singapore) Pte. Ltd.")	Property development	Singapore	100.00	100.00
Baan Ying Pte., Ltd. (Held by Siam Spoon Company Limited 51 %)	Food and beverage	Singapore	51.00	51.00
LIVVZ.com Pte. Ltd. (Held by Raimon Land Digital (Singapore) Pte. Ltd 100%)	Real Estate Services Online	Singapore	100.00	-

* Change status from subsidiaries to joint ventures as mentioned in Note 13.

** Change status from a subsidiary to an other party as mentioned in Note 13.

Details of changes in the composition of the Group during the current year are presented in Note 10, 13 and 14.

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in the statements of changes in shareholders' equity.
- f) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- g) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

- 2.3 The separate financial statements present investments in subsidiaries and joint ventures under the cost method.

3. New financial reporting standards

a. Financial reporting standards that became effective in the current year

During the year, the Company and its subsidiaries have adopted the revised financial reporting standards and interpretations (revised 2017) and new accounting treatment guidance which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarifications directed towards disclosures in the notes to financial statements. The adoption of these financial reporting standards does not have any significant impact on the Company and its subsidiaries' financial statements.

b. Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2019

During the current year, the Federation of Accounting Professions issued a number of revised and new financial reporting standards and interpretations (revised 2018) including new accounting treatment guidance, which are effective for fiscal years beginning on or after 1 January 2019. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Company and its subsidiaries believe that most of the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied. However, the new standard involves changes to key principles, as summarised below.

TFRS 15 Revenue from Contracts with Customers

TFRS 15 supersedes the following accounting standards together with related Interpretations.

TAS 11 (revised 2017)	Construction contracts
TAS 18 (revised 2017)	Revenue
TSIC 31 (revised 2017)	Revenue - Barter Transactions Involving Advertising Services
TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 18 (revised 2017)	Transfers of Assets from Customers

Entities are to apply this standard to all contracts with customers unless those contracts fall within the scope of other standards. The standard establishes a five-step model to account for revenue arising from contracts with customers, with revenue being recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model.

The management of the Company and its subsidiaries expects the adoption of this accounting standard to result in the following adjustments.

- Commission paid to obtain a contract - The Company and its subsidiaries have determined that commission paid to obtain a customer contract should be recorded as an asset and amortised to expenses on a basis that is consistent with the pattern of revenue recognition. Under the previous accounting policy, the Company and its subsidiaries immediately recorded commission as selling expenses when the transaction occurred.
- Free transfer fee and common area fee - The Company and its subsidiaries consider the fees to be considerations payable to customers or expenses paid for the customers and therefore should be treated as a reduction of the revenue under the contract. Under the previous accounting policy, the Company and its subsidiaries immediately recorded such fees as selling expenses when the transaction occurred.

c. Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2020

During the current year, the Federation of Accounting Professions issued the set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial reporting standards

TFRS 9	Financial Instruments
TFRS 7	Financial Instruments: Disclosures

Accounting standard:

TAS 32	Financial Instruments: Presentation
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Financial Reporting Standard Interpretations:

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

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company's business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments. When the TFRSs related to financial instruments are effective, some accounting standards, interpretations and guidance which are currently effective will be cancelled.

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

4. Significant accounting policies

4.1 Revenue recognition

Revenue from sales of real estate

Revenue from sales of real estate comprised of revenue from sales of land and houses and revenue from sales of residential condominium units which are recognised as revenues when significant risks and rewards are transferred to the buyer.

Revenue from sales of foods and beverages

Sales of foods and beverages are recognised upon goods being delivered. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts.

Rental and related service income

Rental and related service income of units in office buildings, residential condominium and community mall are recognised on a time proportion basis.

Interest income

Interest income is recognised on an accrual basis based on the effective interest rate.

4.2 Cost of real estate sold

Cost of real estate sold comprised cost of land and houses sold and cost of residential condominium units. In determining the cost of real estate sold, the anticipated total development costs (taking into account actual costs incurred to date) are attributed to land and houses sold on the basis of the salable area and to residential condominium units sold on the basis of the sales value of the unit.

4.3 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.4 Trade accounts receivable and allowance for doubtful accounts

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

4.5 Project development cost

Project development cost is valued at the lower of cost and net realisable value. The details of cost calculation are as follows:

Land	-	The Company and its subsidiaries record cost of land separately for each project.
Construction in progress	-	Construction in progress mainly consists of the cost of design, cost of construction, public utility costs and interest capitalized to cost of projects. The Company and its subsidiaries record cost of design, construction and public utilities based on the actual cost incurred.

4.6 Inventories

Raw materials and supplies are valued at the lower of cost (first-in, first-out method) and net realisable value, and are charged to production costs whenever consumed.

4.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction of the projects that necessarily takes a substantial period of time to get ready for its intended sale are capitalized as part of the cost of the respective projects and will be ceased when the projects are completed or when the construction is suspended until active development resumes. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.8 Investments

- a) Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.
- b) Investments in joint ventures are accounted for in the consolidated financial statements using the equity method.
- c) Investments in subsidiaries and joint ventures are accounted for in the separate financial statements using the cost method.

The fair value of money market funds and foreign fund are determined from their net asset value on last business day of the year.

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

In the event the Company reclassifies investments from one type to another, such investments will be readjusted to their fair value as at the reclassification date. The difference between the carrying amount of the investments and the fair value on the date of reclassification are recorded in profit or loss or recorded as other components of shareholders' equity, depending on the type of investment that is reclassified.

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

4.9 Investment properties and depreciation

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over the following estimated useful lives and the leasehold remaining period:

Office building for rent	20 years
Community mall	27 years

Depreciation of the investment properties is included in determining operating income.

No depreciation is provided on land and project under construction.

4.10 Property, plant and equipment and depreciation

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

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

Land improvement	5 years
Buildings and building improvement	20 years
Residential condominium units for services	30 years
Furniture, fixtures and office equipment	2 - 10 years
Motor vehicles	5 years

Depreciation is included in determining operating income.

No depreciation is provided on land.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

4.11 Land awaiting development

Land awaiting development is valued at the lower of cost and net realisable value. Cost included all costs to acquire land.

4.12 Leasehold right and amortisation

Leasehold right is stated at cost less accumulated amortisation. Amortisation of leasehold right is calculated by reference to its cost on a straight-line basis over the leasehold period.

4.13 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company and its subsidiaries, whether directly or indirectly, or which are under common control with the Company and its subsidiaries.

They also include associated companies, and individuals or enterprises which directly or indirectly own a voting interest in the Company and its subsidiaries that give them significant influence over the Company and its subsidiaries, key management personnel, directors, and officers with authority in the planning and direction of the Company's and its subsidiaries' operations.

4.14 Long-term leases

Leases of equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The asset acquired under finance leases is depreciated over the useful life of the asset.

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

4.15 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange rate are included in determining operating income.

4.16 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the property, plant and equipment and other assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Company and its subsidiaries could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

4.17 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits and other long-term employee benefits

Defined contribution plans

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans and other long-term employee benefits

The Company and its subsidiaries have obligations in respect of the severance payments they must make to employees upon retirement under labor law and other employee benefit plans. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan. In addition, the Company provides other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans are determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

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

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognises restructuring-related costs.

4.18 Equity-settled share-based payment transactions

The Company recognises the share-based payment transactions at the date on which the options are granted, based on the fair value of the share options. They are recorded as expenses over the expected life of the share options, and a capital reserve for share-based payment transactions is presented in shareholders' equity.

4.19 Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.20 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company and its subsidiaries recognise deferred tax liabilities for all taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Company and its subsidiaries review and reduce the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company and its subsidiaries record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.21 Fair value measurement

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

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

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 - Use of unobservable inputs such as estimates of future cash flows

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

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Project development costs estimation

In recognising revenue from real estate sales, the Company and its subsidiaries need to estimate all project development costs, including land costs, land improvement costs, design costs, construction costs, and borrowing costs for construction. The management estimates these costs based on their business experience and revisit the estimation on a periodical basis or when the actual costs incurred significantly vary from the estimation.

Provision for diminution in value of project development cost

The determination of allowances for diminution in the value of project development cost, requires management to make judgements and estimates. The allowance for diminution in value of project development cost is estimated based on the selling price expected in the ordinary course of business less the estimated costs to complete the sales. This requires detailed analysis of the competitive environment, demand and supply in the real estate market, economic circumstances and the situation within the industry.

Provision for impairment on investments

The Company treats investment in subsidiaries as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgment of the management.

Classification of long-term loans

In classifying the current portion of long-term loans from banks, the management of the Company and its subsidiaries has used judgement to estimate collateral redemptions and loan settlement in accordance with the terms and conditions stipulated in the loan agreements.

Deferred tax assets

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

Litigation

The Company and its subsidiaries have contingent liabilities as a result of litigation. The management has exercised judgement to assess of the results of the litigation and disclosed or recorded certain liabilities as at the end of reporting period.

6. Related party transactions

During the years, the Company and its subsidiaries had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Companies, its subsidiaries and those related parties.

(Unit: Million Baht)

	Consolidated		Separate		
	financial statements		financial statements		Transfer pricing policy
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	
<u>Transactions with subsidiaries</u>					
(Eliminated from the consolidated financial statements)					
Project management fee income	-	-	42	20	As stipulated in agreements
Marketing commission income	-	-	71	71	At prices charged to the third parties
Guarantee fee income	-	-	25	8	At 1.5% per annum of average outstanding guarantee
Interest income	-	-	126	103	Interest rate of 5% per annum (2017: Interest rates of 5% per annum and average MLR -1.75 per annum)
Dividend income	-	-	28	134	Announced rate
Other income	-	-	346	-	Refer to agreement
Interest expenses	-	-	12	4	Interest rates of 3 - 5% per annum (2017: Interest rate of 3% per annum)
Service fee expenses	-	-	1	3	As stipulated in agreements
<u>Transactions with joint ventures</u>					
Marketing commission income	26	-	26	-	At prices charged to the third parties
Guarantee fee income	3	-	3	-	At 1-1.5% per annum of average outstanding guarantee
Interest income	10	-	10	-	Interest rate of 5% per annum
<u>Transaction with related parties</u>					
Interest expenses	9	-	-	-	Interest rates of 5 - 8% per annum

Other Income

During the year, the Company received settlement of accrued interest from Raimon Land Development Company Limited amounting to Baht 61 million. This is accrued interest under the agreement whereby the Company received rights of claim in amounts of accrued interest from IFA Raimon Land Development Company Limited (a former joint venture) in 2011, with the Company recognising the amount received as unearned interest income. Therefore, during the current year, the Company recognised unearned interest income as other income.

In addition, the Company received settlement of short-term loans and accrued interest amounting to Baht 291.8 million from Raimon Land Residences Company Limited. These are the loans and accrued interest under an agreement whereby the Company received rights of claim in amounts of loan principal and accrued interest of Raimon Land Residences Company Limited from IFA Raimon Land Residences Company Limited (a former joint venture) in 2011, with the Company recognising the amount received as unearned income. Therefore, during the current year, the Company recognised unearned income totaling Baht 247.5 million as other income. In addition, the Company had short-term loans to and accrued interest receivable from Raimon Land Residence Company Limited, for which the Company had recorded full allowance for doubtful accounts. The Company therefore reversed the allowance of Baht 37.3 million for the short-term loans and accrued interest and recorded as other income. The remaining balance of Baht 7 million was interest income occurred during the year.

As at 31 December 2018 and 2017, the balances of the accounts between the Company, its subsidiaries and those related parties are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Amounts due from related parties (Note 9)				
Subsidiaries				
- Taksin Properties Company Limited	-	-	213,128	294,897
- Raimon Land Development Company Limited	-	-	321	996
- Raimon Land Unixx Company Limited	-	-	13,507	15,552
- Raimon Land Ekkamai Company Limited	-	-	1,868	1,625
- Raimon Land Services Company Limited	-	-	1,297	196
- Asangha Realty Company Limited	-	-	-	719
- Raimon Land Estate Company Limited	-	-	7,178	4,165
- Raimon Land Silom Company Limited	-	-	913	28,133
- Raimon Land Twenty Six Company Limited *	-	-	-	4,799
- RML 548 Company Limited	-	-	3,332	208
- Raimon Land Sathorn Company Limited *	-	-	-	207

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
- Siam Spoon Company Limited	-	-	-	9
- Raimon Land Ao-Nang Company Limited	-	-	-	132
- LIVVZ.com Pte.Ltd.	-	-	12,607	-
Joint ventures				
- Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")	165	-	165	-
- Raimon Land Twenty Six Company Limited *	29,326	-	29,326	-
- Raimon Land Sathorn Company Limited *	43,376	-	43,376	-
Major shareholders				
- JS Asset Management Pte. Ltd.	1,177	1,215	-	-
- KPN Land Company Limited (Note 10)	127,772	-	127,772	-
Directors	46	46	-	-
Related parties (related by directors)	231	231	17	17
	<u>202,093</u>	<u>1,492</u>	<u>454,807</u>	<u>351,655</u>
Advance payment for license to related party				
Related party (related by directors)	10,700	-	10,700	-
	<u>10,700</u>	<u>-</u>	<u>10,700</u>	<u>-</u>
Amounts due to related parties (Note 21)				
Subsidiaries				
- Taksin Properties Company Limited	-	-	174	-
- Raimon Land Unixx Company Limited	-	-	-	268
- Raimon Land Digital Company Limited	-	-	250	-
- Raimon Land Development (Singapore) Pte. Ltd.	-	-	34	36
- Baan Ying Pte. Ltd.	-	-	-	117
Major shareholders				
- JS Asset Management Pte. Ltd.	15	15	-	-
- KPN Land Company Limited	4,849	-	-	-
Directors	2,779	383	-	-
Related parties (related by directors)	916	628	308	-
	<u>8,559</u>	<u>1,026</u>	<u>766</u>	<u>421</u>
Deposits and advance received from customers - related parties				
- Directors and employees	5,808	6,580	-	-
- Related parties (related by directors)	-	9,332	-	9,332
	<u>5,808</u>	<u>15,912</u>	<u>-</u>	<u>9,332</u>

* Change status from subsidiaries to joint ventures as mentioned in Note 13

Advance payment for license to related party

On 15 November 2018, the Company entered into the Trademark Licensing Agreement with Jitsun Investment Pte. Ltd., under which the Company and its subsidiaries have the exclusive right to use the “Klapsons” trademark to operate a hospitality business for a period of 10 years, effective from 1 January 2019 to 31 December 2028. The Company is to pay a licensing fee throughout the contract period of 10 years, which in total will not exceed Baht 19.8 million, divided into:

- 1) An upfront trademark licensing fee of Baht 10 million, which is a one-time payment, in accordance with the agreement. During the year, the Company paid this amount and included the amount in “Other non-current assets” in the statement of financial position as at 31 December 2018.
- 2) An annual trademark licensing fee at 2.5% of the gross operating profit. If this is calculated based on revenue forecasts prepared on the assumption of a 100% occupancy rate, which is the highest possible amount, it is equivalent to Baht 1.0 million per year or Baht 9.8 million over the period of 10 years.

Loans to related parties and loan from related parties

As at 31 December 2018 and 2017, the balance of loans to and related interest receivable, and loan from and related accrued interest between the Company and those related parties and the movement are as follows:

(Unit: Thousand Baht)

Consolidated financial statements			
Balance as at 31 December 2017	Increase during the year	Decrease during the year	Balance as at 31 December 2018

Short-term loan to related party and

interest receivable

Joint venture

- Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)

Loans	-	745,719	(745,719)	-
Interest receivable	-	10,274	(10,274)	-
	-	755,993	(755,993)	-

(Unit: Thousand Baht)

		Separate financial statements			
	Balance as at 31 December 2017	Increase during the year	Decrease during the year	Unrealised gain (loss) on exchange rate	Balance as at 31 December 2018
Short-term loans to related parties					
and interest receivables					
<u>Subsidiaries</u>					
- Raimon Land Park View Development Company Limited **					
Loans	22,029	902	(22,931)	-	-
Interest receivable	6,311	1,132	(7,443)	-	-
- Taksin Properties Company Limited					
Loans	80,000	10,000	(90,000)	-	-
Interest receivable	340	1,384	(1,724)	-	-
- Raimon Land Unixx Company Limited					
Loans	69,651	-	(69,651)	-	-
Interest receivable	7,433	800	(8,233)	-	-
- Raimon Land Residences Company Limited					
Loans	12,223	2,600	(12,223)	-	2,600
Interest receivable	25,053	8,321	(32,066)	-	1,308
- Raimon Land Estate Company Limited					
Loans	517,746	18,874	(266,656)	-	269,964
Interest receivable	17,049	16,691	(10,559)	-	23,181
- Raimon Land Silom Company Limited					
Loans	742,413	214,128	(636,417)	-	320,124
Interest receivable	9,356	19,778	(15,240)	-	13,894
- Raimon Land Twenty Six Company Limited *					
Loans	882,062	39,456	(921,518)	-	-
Interest receivable	13,036	31,703	(44,739)	-	-
- Raimon Land Sathorn Company Limited *					
Loans	544,851	193,118	(737,969)	-	-
Interest receivable	2,887	22,819	(25,706)	-	-
- RML 548 Company Limited					
Loans	11,100	1,710,860	(1,676,715)	-	45,245
Interest receivable	38	10,837	(10,283)	-	592

(Unit: Thousand Baht)

	Separate financial statements				
	Balance as at	Increase	Decrease	Unrealised	Balance as at
	31 December	during	during	gain (loss) on	31 December
	2017	the year	the year	exchange rate	2018
- Siam Spoon Company Limited					
Loans	15,000	15,000	(3,000)	-	27,000
Interest receivable	25	1,242	(249)	-	1,018
- Raimon Land Ao-Nang Company Limited					
Loans	-	2,500	(2,500)	-	-
Interest receivable	-	27	(27)	-	-
- Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Development (Singapore) Pte. Ltd.")					
Loans	68,912	363,775	(179,067)	12,684	266,304
Interest receivable	11,355	13,828	-	(139)	25,044
- Naradell Company Limited					
Loans	-	1,854	-	-	1,854
Interest receivable	-	1	-	-	1
<u>Joint venture</u>					
- Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")					
Loans	-	745,719	(745,719)	-	-
Interest receivable	-	10,274	(10,274)	-	-
Total	3,058,870	3,457,623	(5,530,909)	12,545	998,129
Less: Allowance for doubtful debts	(65,617)	(29,133)	67,651	-	(27,099)
Net	2,993,253	3,428,490	(5,463,258)	12,545	971,030

* Change status from subsidiaries to joint ventures as mentioned in Note 13.

** As mentioned in Note 13 to the financial statements, during the year the Company sold all ordinary shares held in Raimon Land Park View Development Company Limited to a person. Consequently, the Company changed the status of this company from a subsidiary to an other party. Therefore, the Company classified short-term loans to the subsidiary including accrued interest receivables thereon amounting to Baht 30.4 million, and related provision amounting to Baht 30.4 million as short-term loans to other party including accrued interest receivables thereon.

(Unit: Thousand Baht)

Consolidated financial statements

	Balance as at 31 December 2017	Increase during the year	Decrease during the year	Balance as at 31 December 2018
Short-term loan from a related parties and accrued interest				
<u>Joint venture</u>				
- Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")				
Loans	-	30,473	(30,473)	-
Accrued interest	-	33	(33)	-
<u>Shareholder of subsidiaries</u>				
- Bangkok Wooden Spoon Company Limited				
Loans	-	12,771	-	12,771
Accrued interest	-	499	-	499
- KPN Land Company Limited				
Loans	-	122,500	-	122,500
Accrued interest	-	8,039	-	8,039
	-	174,315	(30,506)	143,809

(Unit: Thousand Baht)

Separate financial statements

	Balance as at 31 December 2017	Increase during the year	Decrease during the year	Balance as at 31 December 2018
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**Short-term loans from related parties and
accrued interest**

Subsidiaries

- Contemporary Property Company Limited

Loans	120,828	-	(155)	120,673
Accrued interest	33,533	3,623	(568)	36,588

- Raimon Land Ekkamai Company Limited

Loans	-	32,000	(32,000)	-
Accrued interest	-	409	(409)	-

	Separate financial statements			
	Balance as at	Increase	Decrease	Balance as at
	31 December	during	during	31 December
	2017	the year	the year	2018
- Raimon Land Development Company Limited				
Loans	-	465,000	-	465,000
Accrued interest	-	5,369	(4,184)	1,185
- Raimon Land Unixx Company Limited				
Loans	-	233,350	(233,350)	-
Accrued interest	-	2,130	(2,130)	-
- Taksin Properties Company Limited				
Loans	-	25,000	(25,000)	-
Accrued interest	-	72	(72)	-
<u>Joint venture</u>				
- Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")				
Loans	-	30,473	(30,473)	-
Accrued interest	-	33	(33)	-
	154,361	797,459	(328,374)	623,446

Short-term loans to subsidiaries

Loans to subsidiaries are unsecured loans and due at call, carrying interest at rates of 5 percent per annum (2017: Interest rate of 5% per annum and average MLR-1.75 per annum).

During the current year, the Company entered into short-term loan agreements with subsidiaries as follows:

Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Development (Singapore) Pte. Ltd.")

On 21 February 2018, the Company entered into a loan agreement to provide a loan facility of USD 3.15 million to Raimon Land Investment (Singapore) Pte. Ltd. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

On 27 March 2018, the Company entered into a loan agreement to provide a loan facility of USD 8 million to Raimon Land Investment (Singapore) Pte. Ltd. On 11 April 2018, the Company entered into an addendum agreement to alter the loan facility from USD 8 million to USD 15 million. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

RML 548 Company Limited

On 15 March 2018, the Company entered into a loan agreement to provide a loan facility of Baht 2,000 million to RML 548 Company Limited. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Raimon Land Ao-Nang Company Limited

On 12 February 2018, the Company entered into a loan agreement to provide a loan facility of Baht 1,000 million to Raimon Land Ao-Nang Company Limited. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Naradell Company Limited

On 26 December 2018, the Company entered into a loan agreement to provide a loan facility of Baht 500 million to Naradell Company Limited. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Allowance for doubtful accounts

During the year, the Company has recorded full allowance for doubtful accounts for the short-term loans to and interest receivable increasing during the year from Raimon Land Park View Development Company Limited, recorded allowance for doubtful accounts for the short-term loans to and interest receivable from Raimon Land Residences Company Limited amounting to Baht 3.9 million, and recorded allowance for doubtful accounts for short-term loan from Raimon Land Estate Company Limited amounting Baht 23.2 million. However, the Company reversed this allowance for doubtful account amounting to Baht 37.3 million due to receiving short-term loans to and interest receivable from Raimon Land Residences Company Limited.

Short-term loans to joint venture

Loans to joint venture are unsecured loans and due at call, carrying interest at rate of 5 percent per annum.

During the year, the Company entered into short-term loan agreements with joint venture as follows:

Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)

On 25 April 2018, the Company entered into a loan agreement to provide a loan facility of Baht 1,000 million to Phayathai Land Company Limited. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Short-term loans from related parties

Loans from related parties are unsecured loan carrying interest at rates of 3 - 8 percent per annum (2017: Interest at rate 3 percent per annum) and due at call.

During the year, the Company entered into short-term loan agreement with subsidiaries as follows:

Raimon Land Ekkamai Company Limited

On 3 May 2018, the Company entered into a loan agreement with Raimon Land Ekkamai Company Limited, obtaining a loan facility of Baht 50 million. The unsecured loan carries interest at the rate of 3 percent per annum and is due at call.

Raimon Land Development Company Limited

On 23 July 2018, the Company entered into a loan agreement with Raimon Land Development Company Limited, obtaining a loan facility of Baht 600 million. The unsecured loan carries interest at the rate of 3 percent per annum and is due at call.

Raimon Land Unixx Company Limited

On 20 August 2018, the Company entered into a loan agreement with Raimon Land Unixx Company Limited, obtaining a loan facility of Baht 120 million. The unsecured loan carries interest at the rate of 3 percent per annum and is due at call.

On 3 September 2018, the Company entered into an additional loan agreement with Raimon Land Unixx Company Limited, obtaining a loan facility of Baht 120 million. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Taksin Properties Company Limited

On 23 November 2018, the Company entered into a loan agreement with Taksin Properties Company Limited, obtaining a loan facility of Baht 500 million. The unsecured loan carries interest at the rate of 3 percent per annum and is due at call.

During the year, the subsidiaries entered into a short-term loan agreement with shareholder of the subsidiaries as follows:

Bangkok Wooden Spoon Company Limited

On 14 March 2018, Baan Ying Pte. Ltd. (a subsidiary) entered into a loan agreement with Bangkok Wooden Spoon Company Limited to obtain the loan facility of SGD 1 million. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

KPN Land Company Limited

As mentioned in Note 10 to the financial statements, the Company entered into an entire business transfer agreement with KPN Land group. Therefore, the short-term loan from KPN Land Company Limited recorded in the account of KPN (SK19) Company Limited was included in the consolidated financial statements of the Group as at 31 December 2018. The loan is a shareholder loan in proportion to shareholding percentage which KPN Land hold a 49% interest in KPN (SK19) Company Limited. Such loan is unsecured, carries interest at the rate of 8 percent per annum, and is repayable at call.

Short-term loans from joint venture

Loans from joint venture are unsecured loan carrying interest at rate of 5 percent per annum and due at call.

Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)

On 17 December 2018, the Company entered into a loan agreement with Phayathai Land Company Limited, obtaining a loan facility of Baht 500 million. The unsecured loan carries interest at the rate of 5 percent per annum and is due at call.

Directors and management’s benefits

For the years ended 31 December 2018 and 2017, the Company and its subsidiaries had employee benefit expense payable to their directors and management as below.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Short-term employee benefits	89	86	78	86
Post-employment benefits and other long-term employee benefits	7	5	7	5
Share-based payment transactions (Note 27.1)	-	1	-	1
Total	<u>96</u>	<u>92</u>	<u>85</u>	<u>92</u>

Guarantee obligations with related parties

The Company has outstanding guarantee obligations with its subsidiaries and joint ventures, as described in Note 34.4 to the consolidated financial statements.

7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Cash	470	564	158	123
Bank deposits	895,573	647,117	220,704	361,605
Total	<u>896,043</u>	<u>647,681</u>	<u>220,862</u>	<u>361,728</u>

As at 31 December 2018, bank deposits in saving accounts and fixed deposits carried interests between 0.125 and 1.30 percent per annum (2017: between 0.125 and 1.30 percent per annum).

8. Current investments

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Investment in money market fund	1,097	1,086	1,097	1,086
Investment in foreign fund	223,711	-	-	-
Total	<u>224,808</u>	<u>1,086</u>	<u>1,097</u>	<u>1,086</u>

Current investments represent investments in money market fund and investment in foreign fund which are stated at fair value.

Investment in foreign fund represent the amount which a subsidiary in Singapore has subscribed in alternative investment fund. The alternative investment fund mainly invests in United States Dollar denominated private loans, promissory notes and credit linked instruments, with maturity ladder between nine and twenty-four months.

9. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Trade accounts receivable - unrelated parties	8,192	9,646	662	381
Other receivables - related parties (Note 6)	202,093	1,492	454,807	351,655
Other receivables - unrelated parties	5,695	48,589	1,593	361
Total	215,980	59,727	457,062	352,397
Less: Allowance for doubtful debts	(6,613)	(6,353)	(263)	(263)
Trade and other receivables, net	<u>209,367</u>	<u>53,374</u>	<u>456,799</u>	<u>352,134</u>

10. Investment in the assets of KPN Land Company Limited (“KPN Land”)

On 15 August 2018, the Board of Directors Meeting of the Company passed resolutions approving the Company’s investment in the assets of KPN Land Company Limited (“KPN Land”) as follows.

- 10.1 Approved the Company’s undertaking of investment of approximately Baht 1,868.8 million in assets of the Diplomat 39 project (“D39”) and the Diplomat Sathorn project (“D-Sathorn”), consisting of cash payment of Baht 1,000 million and the assumption of liabilities under the facility agreement in relation to these projects amounting to Baht 868.8 million. The assets are as follows.

10.1.1 D39 project for which customers have concluded sales agreements with KPN Land

10.1.2 D39 project and D-Sathorn project which have not yet been sold to customers

10.1.3 Cash deposits paid by customers in accordance with their unit sales agreements with KPN Land.

On 15 August 2018, the Company entered into the D39 Asset Sale and Purchase Agreement with KPN Land, with specifying that KPN Land is to hold the units for sole benefit of the Company, and not to register the transfer legal ownership of the title deeds of condominium units under the agreement to the Company. KPN Land is instead to register the transfer of ownership of each unit directly to the customer when the customer completes transfer of ownership. As a result, KPN Land and its customers are named as counterparties in the sale and purchase agreements, including the deeds of transfer. With respect to any of the unsold units, the Company has right to determine within what timeframe ownership of any of the unsold units will be transferred to the Company.

The Company completed making installment payments totaling Baht 685.9 million in cash by the end of September 2018, in accordance with the agreement, and the remaining amount of Baht 314.1 million was offset against the cash deposits paid by customers, which have to be returned to the Company by KPN Land. However, KPN Land has an obligation to return outstanding cash deposits received from customers of Baht 134.6 million which the Company recorded as other receivable - related parties as presented in Note 6 to the financial statements, to the Company within 31 January 2019.

During the third quarter of 2018, the partial units of D39 project was transferred, with contract values totaling Baht 617.1 million and the Company recognised gains totaling Baht 67.0 million from the transfers of condominium units performed by KPN Land which presented in "Gain from condominium purchased for sales" in the statement of comprehensive income for the year ended 31 December 2018.

During the fourth quarter of 2018, the partial units of D39 and D-Sathon project was transferred, with contract values totaling Baht 636.1 million and the Company recognised revenue of Baht 636.1 million and gains totaling Baht 49.4 million, respectively, from the transfers of condominium units performed by the Company which presented in "Revenue from sales of real estate" and "Cost of real estate sold" in the statement of comprehensive income for the year ended 31 December 2018.

As at 31 December 2018, units listed as belonging to the Company under the D39 Asset Sale and Purchase agreement, but for which title deeds listed KPN Land as the legal owner, amounted to Baht 1,035.3 million and the Company has mortgaged these condominium purchased for sales as collateral for credit facilities granted by a commercial bank.

- 10.2 Approved the undertaking of investment in assets of KPN Land, consisting of Subsidiary Company 2, the owner of S19 Project which is under development ("S19 Project"), and Subsidiary Company 3, the owner of S28 Project which is under development ("S28 Project"). Under this investment undertaking, KPN Land agreed to arrange an entire business transfer (EBT), where Subsidiary Company 1, which is 100 percent owned by KPN Land, and which holds 100 percent interests in Subsidiary Company 2 and Subsidiary Company 3, would transfer its entire business to the Company under an entire business transfer arrangement. The value of the acquisition and entire business transfer of Subsidiary Company 1 would be equal to Baht 1,574.6 million, and the Company would settle the consideration for the business transfer with Baht 500 million in cash and 597,000,000 newly issued ordinary shares of the Company with a par value of 1 Baht each, or equivalent to 14.31 percent of the Company's paid-up capital after the increase in the paid-up capital, with the offering price of the new shares set at 1.80 Baht per share, totaling Baht 1,074.6 million. The total consideration to be paid would thus be Baht 1,574.6 million. The Company was to propose that a meeting of its shareholders consider and approve the undertaking of this transaction. In the event that

the meeting of shareholders does not approve the transaction, the Company would still proceed with the purchase of the S28 project from KPN Land, with the payment terms changed to cash payment at the price specified in the agreement.

On 15 August 2018, the Company entered into the Entire Business Transfer (EBT) Procurement Agreement with KPN Land and, in September 2018, the Company paid deposits of Baht 398.6 million to KPN Land.

Subsequently, on 11 October 2018, the Extraordinary General Meeting of the Company's shareholders passed a resolution to approve the undertaking of investment in assets of KPN Land under the entire business transfer arrangement mentioned above.

The acquisition of assets from KPN Land was approved by a meeting of the Board of Directors of the Company and the acquisition of the investments in the two subsidiaries was approved by an Extraordinary General Meeting of shareholders of the Company, which is in accordance with the procedures required by law. However, a shareholder of KPN Land has filed a civil case against KPN Land Company Limited and its directors and KPN Holding Company Limited and its directors relating to the sale of assets by KPN Land to the Company. The case is currently under consideration of the court and is not yet finalised.

For the court case for the purchase and sale of the asset of KPN Land against the KPN Land's shareholder, the Board of the Directors of the Company has considered such matter with due care and is of the opinion according to the opinion of legal advisor of the Company that such civil cases above will have no effect on the resolutions of the Extraordinary General Meeting of Shareholders No.1/2018 ("the EGM No.1/2018") of the Company and there will be no effect to the transactions and juristic acts between the Company and KPN Land in relation to the investment in the assets of KPN Land which was approved by the EGM.

On 11 December 2018, the Company entered into an entire business transfer agreement with Kasenal Company Limited (Subsidiary Company 1), whereby Subsidiary Company 1 transferred 1,596,621 ordinary shares with a par value of Baht 100 per share in Perabal Company Limited (Subsidiary Company 2) representing 100 percent of the registered share capital of Subsidiary Company 2, which held a 51% interest in KPN (SK19) Company Limited. Subsidiary Company 1 also transferred 5,124,100 ordinary shares with a par value of Baht 100 per share in Naradell Company Limited (Subsidiary Company 3) which represents 100 percent of the registered share capital of Subsidiary Company 3.

Subsequently, on 12 December 2018, the Company allocated 597,000,000 newly-issued ordinary shares of the Company with a par value of Baht 1 to settle as part of the consideration payable for the investment in the assets of KPN Land. In addition, the Company also paid the remaining amount in cash of Baht 101.4 million, totaling of cash payment for the business transfer amounting to Baht 500 million.

Management of the Company determined that the acquisitions of investments in the subsidiaries were asset acquisitions and the Group therefore recorded the differences between the value of the investments in Subsidiary Company 2 and Subsidiary Company 3 (amounting to Baht 163.1 million and Baht 918.7 million, respectively) and the carrying value of the Group's proportionate shares of the identifiable net assets of Subsidiary Company 2 and Subsidiary Company 3 (amounting to Baht 138.1 million and Baht 512.0 million, respectively) amounted to approximately Baht 25.0 million and Baht 406.7 million, respectively, under project development costs and land awaiting development in the consolidated statement of financial position.

The carrying values (after adjustments) of the assets and liabilities of KPN Land group at the acquisition date were as summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements between Perabal Co., Ltd and KPN Co., Ltd and KPN		Total Carrying
	(SK 19) Co., Ltd.	Naradell Co., Ltd.	value
Cash and cash equivalents	11,004	-	11,004
Project development cost	847,550	-	847,550
Other current assets	754	-	754
Land awaiting development	-	1,631,355	1,631,355
Building and equipment	10,135	-	10,135
Other non-current assets	16	-	16
Short-term loan from financial institution	-	(712,190)	(712,190)
Trade and other payables	(14,933)	(442)	(15,375)
Deposits and advance received from customers	(26,942)	-	(26,942)
Short-term loans from shareholder (Portion of non-controlling interest)	(122,500)	-	(122,500)
Other current liabilities	(1)	-	(1)
Long-term loans from financial institutions	(539,000)	-	(539,000)
Net assets of the subsidiaries	166,083	918,723	1,084,806
Less: Non-controlling interests' proportionate share of identifiable net assets of the subsidiaries	(2,959)	-	(2,959)
Proportionate share of net assets of the subsidiaries	163,124	918,723	1,081,847
Cash paid for purchase of investment in the subsidiaries *			1,081,847
Less: Cash and cash equivalents of the subsidiary			(11,004)
Less: Issued ordinary shares of the Company for settlement of investment in the assets of KPN Land **			(764,160)
Net cash paid for purchase of investment in the subsidiaries			306,683

* The Company allocated the total consideration paid for the investment in the assets of KPN Land Company Limited to each asset based on the fair value of the identified assets and liabilities as described in Note 10.1 and 10.2.

** The measurement date was the date that ordinary shares of the Company were issued to KPN Land Company Limited. Therefore, the price was set with reference to the closing share price on 12 December 2018.

11. Project development cost

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Land and construction under development	2,106,619	4,394,062	-	-
Developed land and construction	3,125,785	2,669,484	77,764	390,695
Total	5,232,404	7,063,546	77,764	390,695
Reduce cost to net realisable value	(144,495)	(191,061)	(1,093)	(12,149)
Net	5,087,909	6,872,485	76,671	378,546
Capitalised borrowing costs during the year	121,538	73,737	-	-
Capitalisation rate (Percent per annum)	4	4	-	-
Mortgaged as collateral for credit facilities and guarantees	4,569,260	4,500,811	58,214	341,354

During the current year, the Company and a subsidiary reduced project development cost by Baht 66.4 million (the Company only: Baht 22.6 million) to reflect the net realisable value. This was included in cost of sales. However, the Company and subsidiaries reversed the write-down project development cost by Baht 113 million (the Company only: Baht 33.7 million), and reduced the amount of project development cost recognised as cost of sales during the year.

12. Restricted bank deposits

This represents bank deposits of the Company and a subsidiary which was pledged with a local bank to secure long-term loan of the Company and a subsidiary.

13. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	Paid-up capital		Shareholding percentage		(Unit: Thousand Baht)	
	Cost					
	2018	2017	2018	2017	2018	2017
			(%)	(%)		
Contemporary Property Company Limited	200,000	200,000	98.59	98.59	196,126	196,126
Raimon Land Planner Company Limited	2,000	2,000	95.00	95.00	1,900	1,900
Raimon Land Park View Development Company Limited	-	100,000	-	99.99	-	100,000
The River Company Limited (Held by the Company 89.0% and indirect held by Contemporary Property Company Limited 11.0%)	1,232,030	1,232,030	100.00	100.00	1,121,994	1,121,994
Taksin Properties Company Limited (Held by the Company 68.8% and indirect held by The River Company Limited 31.2%)	1,200,000	1,200,000	100.00	100.00	825,000	825,000
Raimon Land Resorts Company Limited	7,000	7,000	99.99	99.99	7,000	7,000
Raimon Land Residences Company Limited	10,000	10,000	99.99	99.99	5,100	5,100
Raimon Land Unixx Company Limited (Held by the Company 99.8% and indirect held by Raimon Land Residences Company Limited 0.2%)	1,737,500	1,737,500	99.99	99.99	1,727,500	1,727,500
Raimon Land Development Company Limited	500,000	500,000	99.99	99.99	390,694	390,694
Raimon Land Services Company Limited	500	500	99.96	99.96	500	500
Raimon Land Ekkamai Company Limited	5,000	5,000	99.99	99.99	5,000	5,000
Raimon Land Silom Company Limited	45,000	45,000	99.99	99.99	45,000	45,000
Raimon Land Estate Company Limited	1,000	1,000	99.97	99.97	1,000	1,000
Asangha Realty Company Limited	1,000	1,000	99.97	99.97	1,000	1,000
Raimon Land Twenty Six Company Limited *	-	100,000	-	99.99	-	24,999
RML 548 Company Limited	952,000	5,000	99.99	99.99	951,999	5,000
Siam Spoon Company Limited	5,000	5,000	99.99	99.99	5,000	5,000
Raimon Land Sathorn Company Limited *	-	5,000	-	99.99	-	5,000
Raimon Land Ao-Nang Company Limited	5,000	5,000	99.99	99.99	5,000	5,000
Raimon Land Thirty Eight Company Limited	250	-	99.97	-	250	-
Raimon Land Digital Company Limited	250	-	99.97	-	250	-
Perabal Company Limited	159,662	-	99.99	-	163,124	-
Naradell Company Limited	512,410	-	99.99	-	918,723	-

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding percentage		Cost	
	2018	2017	2018	2017	2018	2017
Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Development (Singapore) Pte. Ltd.")	-	-	100.00	100.00	-	-
Raimon Land Digital (Singapore) Pte. Ltd. (Formerly known as "Raimon Land Properties (Singapore) Pte. Ltd.")	-	-	100.00	100.00	-	-
Total					6,372,160	4,472,813
Less: Allowance for impairment loss on investments in subsidiaries					(760,789)	(852,759)
Investments in subsidiaries, net					5,611,371	3,620,054

* Change status from investment in subsidiary to investment in joint venture.

The Company's subsidiaries held through its subsidiaries are summarised below.

Company's name	Nature of business	Country of incorporation	Paid-up capital		Percentage of shareholding	
			2018	2017	2018	2017
					(Percent)	(Percent)
<u>Subsidiary held through Siam Spoon Company Limited</u>						
Baan Ying Pte. Ltd.	Food and beverage	Singapore	SGD 1.4 million	SGD 1.4 million	51.00	51.00
<u>Subsidiary held through Perabal Company Limited</u>						
KPN (SK19) Company Limited	Property Development	Thailand	Baht 50 million	-	51.00	-
<u>Subsidiary held through Raimon Land Digital (Singapore) Pte. Ltd.</u>						
LIVVZ.com Pte. Ltd.	Real Estate Services Online	Singapore	SGD 100	-	100.00	-

The Company pledged the ordinary shares of RML 548 Company Limited as collateral of the subsidiary's long-term loans from banks.

During the year, the Company recorded dividend income from the subsidiaries approximately Baht 28 million (Baht 20 million from Raimon Land Ekkamai Company Limited and Baht 8 million from Asangha Realty Company Limited) (2017: the Company recorded dividend from the subsidiaries approximately Baht 134 million (Baht 118 million from Raimon Land Ekkamai Company Limited, Baht 10 million from Contemporary Property Company Limited and Baht 6 million from Asangha Realty Company Limited)).

For the year ended 31 December 2018, the Company recorded allowance for impairment loss on investments in subsidiaries of Baht 8.0 million including investment in Raimon Land Planner Company Limited of approximately Baht 0.1 million, Raimon Land Resort Company Limited of approximately Baht 0.7 million, Raimon Land Estate Company Limited of approximately Baht 1.0 million, Siam Spoon Company Limited of approximately Baht 1.5 million and Raimon Land Ao-Nang Company Limited of approximately Baht 4.7 million (2017: The River Company Limited of approximately Baht 160 million) in the separate statement of comprehensive income.

RML 548 Company Limited (“the subsidiary”)

On 9 February 2018, the Annual General Meeting of the shareholders of RML 548 Company Limited No.1/2018 passed a resolution to approve an increase in its registered share capital from Baht 5 million to Baht 100 million through the issuance of 950,000 ordinary shares with a par value of Baht 100 per share. The Company invested in the additional share capital of 949,997 ordinary shares amounting to Baht 95 million.

On 11 April 2018, the Extraordinary General Meeting of the shareholders of RML 548 Company Limited No.1/2018 passed a resolution to approve an increase in its registered share capital from Baht 100 million to Baht 1,300 million through the issuance of 12,000,000 ordinary shares with a par value of Baht 100 per share. RML 548 Company Limited registered the additional share capital with the Ministry of Commerce on 11 April 2018 and called up 50 percent of its registered share capital. The Company invested in the additional share capital of 11,999,997 ordinary shares and paid in capital totaling Baht 600 million.

On 25 May 2018, the Board of Directors Meeting of RML 548 Company Limited No.6/2018 passed a resolution to approve an additional called up 21 percent of its registered share capital and the Company paid in addition of capital amounting to Baht 252 million. As at 31 December 2018, the Company has commitment to pay the remaining of additional share capital of Baht 348 million.

Raimon Land Twenty Six Company Limited (“RML26”)

On 19 April 2018, the Company entered into a joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. (“TTA”), a real estate developer in Japan to jointly develop condominium project by jointly investing in Raimon Land Twenty Six Company Limited (“RML26”) which was a subsidiary of the Company.

On 18 May 2018, TTA entered into a share purchase agreement with the Company to purchase 1 ordinary share of RML26. After the ordinary share purchasing, the increase in its share capital will occur according to the conditions in the joint venture agreement.

Subsequently, on 20 September 2018, the Extraordinary General Meeting of the shareholders of RML26 No.2/2018 passed a resolution to approve the calling up of the remaining 75 percent of its registered share capital, or a total of Baht 75 million. The Company's shareholding in this company was 100% and it paid in the additional capital. In addition, the meeting passed a resolution approving an increase in RML 26's registered share capital from Baht 100 million to Baht 1,074 million according to the joint venture agreement, through the issuance of 9,737,200 new ordinary shares with a par value of Baht 100 each, to be offered to the shareholders, as follows:

1. Sale of 4,475,973 ordinary shares with a par value of 100 Baht per share to the Company, totaling Baht 448 million.
2. Sale of 5,261,227 ordinary shares with a par value of 100 Baht per share, to TTA, totaling Baht 526 million.
3. Share premium of Baht 24 million to be paid by TTA

RML26 received full payment from the shareholders, and registered the increase of its share capital with the Ministry of commerce on 26 September 2018.

As a result of the joint venture, the Company lost control of RML26 to the co-venturer, effective from 26 September 2018. Since the assessment of the Company's management is that RML26's equity from 26 September 2018 to 30 September 2018 is not significant to the consolidated financial statements of the Company, the Company treated the change in its investment in RML26 from investment in a subsidiary to investment in joint venture as if it had occurred on 30 September 2018. The Company has a gain as a result of the loss of control over RML26 of Baht 33 million, which is presented separately under the caption of "Gain from decrease in control from subsidiary to joint venture" in the statement of comprehensive income for the year ended 31 December 2018.

The Company recorded its investment in RML26 in proportion to its remaining interest in the net assets as at 30 September 2018 (51%) in the consolidated financial statements and derecognised the portion of the net asset value of RML26 attributable to the co-venturer as at 30 September 2018 in the consolidated financial statements. Details were as follows:

	(Unit: Thousand Baht)
	Consolidated financial statements
Selling price of investments in RML26	550,155
Net asset value of RML26	1,055,349
Less: Proportionate value of net asset in RML26 of the Company (51%)	(538,228)
Remaining value of net asset in RML26 of the co-venturer	517,121
Gain from decrease in control from subsidiary to joint venture	33,034

Details of the net assets of RML26 as at 30 September 2018 are as follows:

	(Unit: Thousand Baht)
Cash and cash equivalents	71,840
Trade and other receivables	4
Project development cost	1,802,246
Advance payment to contractors	732
Other current assets	1,077
Deferred tax assets	10,601
Other non-current assets	24
Short-term loans from financial institutions	(828,880)
Trade and other payables	(737)
Retention payables	(25)
Other current liabilities	(1,371)
Other non-current liabilities	(162)
Net assets value	<u>1,055,349</u>

Raimon Land Sathorn Company Limited (“RST”)

On 19 April 2018, the Company entered into a joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. (“TTA”), a real estate developer in Japan to jointly develop condominium project by jointly investing in Raimon Land Sathorn Company Limited (“RST”) which was a subsidiary of the Company.

Subsequently, on 18 May 2018, TTA entered into a share purchase agreement with the Company to purchase 1 ordinary share of RST. After ordinary share purchasing, the increase in its share capital will occur according to conditions in the joint venture agreement.

Subsequently, on 24 December 2018, the Extraordinary General Meeting of the shareholders of RST No.2/2018 passed a resolution approving an increase in RST’s registered share capital from Baht 5 million to Baht 547 million according to the joint venture agreement, through the issuance of 5,423,700 new ordinary shares with a par value of Baht 100 each, to be offered to the shareholders, as follows:

1. Sale of 2,741,588 ordinary shares with a par value of 100 Baht per share to the Company, totaling Baht 274 million.
2. Sale of 2,682,112 ordinary shares with a par value of 100 Baht per share, to TTA, totaling Baht 268 million.
3. Share premium of Baht 15 million to be paid by TTA

RST received full payment from the shareholders, and registered the increase of its share capital with the Ministry of commerce on 26 December 2018.

As a result of the joint venture, the Company lost control of RST to the co-venturer, effective from 26 December 2018. Since the assessment of the Company's management is that RST's equity from 26 December 2018 to 31 December 2018 is not significant to the consolidated financial statements of the Company, the Company treated the change in its investment in RST from investment in a subsidiary to investment in joint venture as if it had occurred on 31 December 2018. The Company has a gain as a result of the loss of control over RST of Baht 50 million, which is presented separately under the caption of "Gain from decrease in control from subsidiary to joint venture" in the statement of comprehensive income for the year ended 31 December 2018.

The Company recorded its investment in RST in proportion to its remaining interest in the net assets as at 31 December 2018 (51%) in the consolidated financial statements and derecognised the portion of the net asset value of RST attributable to the co-venturer as at 31 December 2018 in the consolidated financial statements. Details were as follows:

	(Unit: Thousand Baht)
	Consolidated financial statements
Selling price of investments in RST	283,506
Net asset value of RST	477,552
Less: Proportionate value of net asset in RST of the Company (51%)	(243,552)
Remaining value of net asset in RST of the co-venturer	234,000
Gain from decrease in control from subsidiary to joint venture	49,506

Details of the net assets of RST as at 31 December 2018 are as follows:

	(Unit: Thousand Baht)
Cash and cash equivalents	205,954
Trade and other receivables	315
Project development cost	1,119,514
Other current assets	20
Property, plant and equipment	326
Deferred tax assets	21,277
Other non-current assets	33
Short-term loans from financial institutions	(626,990)
Trade and other payables	(55,110)
Retention payables	(2,157)
Deposits and advance received from customers	(184,833)
Other current liabilities	(797)
Net assets value	477,552

LIVVZ.com Pte. Ltd. (“the subsidiary”)

On 30 May 2018, the Company incorporated LIVVZ.com Pte. Ltd. to engage in real estate services online in Singapore with a registered share capital of SGD 635,300, comprising 635,300 ordinary shares with a par value of SGD 1 per share. Raimon Land Digital (Singapore) Pte. Ltd. holds 100 percent of the registered share capital of this subsidiary and paid in capital totaling SGD 100.

Raimon Land Thirty Eight Company Limited (“the subsidiary”)

On 9 November 2018, the Company incorporated Raimon Land Thirty Eight Company Limited with a registered share capital of Baht 1 million, comprising 10,000 ordinary shares with a par value of Baht 100 per share. The Company invested 9,997 ordinary shares, which represents 99.97 percent shareholding of the registered share capital. The subsidiary called up 25 percent of its registered share capital.

Raimon Land Digital Company Limited (“the subsidiary”)

On 7 December 2018, the Company incorporated Raimon Land Digital Company Limited with a registered share capital of Baht 1 million, comprising 10,000 ordinary shares with a par value of Baht 100 per share. The Company invested 9,997 ordinary shares, which represents 99.97 percent shareholding of the registered share capital. The subsidiary called up 25 percent of its registered share capital.

Perabal Company Limited and its subsidiary (KPN (SK19) Company Limited) and Naradell Company Limited

As mentioned in Note 10 to the financial statements, the Company entered into an entire business transfer agreement with Kasenal Company Limited, whereby this company transferred 1,596,621 ordinary shares with a par value of Baht 100 per share in Perabal Company Limited representing 100 percent of the registered share capital of such company. Perabal Company Limited held a 51% interest in KPN (SK19) Company Limited (subsidiary). Kasenal Company Limited also transferred 5,124,100 ordinary shares with a par value of Baht 100 per share in Naradell Company Limited representing 100 percent of its registered share capital to the Company. Therefore, Perabal Company Limited and its subsidiary and Naradell Company Limited have become subsidiaries under the Group since 12 December 2018.

Raimon Land Park View Development Company Limited

On 26 December 2018, the Company sold its 9,999,996 ordinary shares in Raimon Land Park View Development Company Limited, with a par value of THB 100 per share, or equivalent to 99.99% of the total issued shares in this company, to a person at a purchase price of Baht 100,000. As a result, the Company changed status of Raimon Land Park View Development Company Limited from a subsidiary to an other party and it has been excluded from the consolidated financial statements as at 31 December 2018.

Investment in Raimon Land Park View Development Company Limited was fully recorded allowance for impairment loss on investments. Therefore, the Company has a gain from sales of investment in the subsidiary of Baht 0.1 million in profit and loss of the separate financial statement.

14. Investments in joint venture

14.1 Details of investments in joint ventures:

Investments in joint ventures represent investments in entities which are jointly controlled by the Company and other companies. Details of these investments are as follows:

(Unit: Thousand Baht)

Jointly venture	Nature of business	Shareholding		Consolidated		Separate	
		percentage		financial statements		financial statements	
				Carrying amounts		Cost	
		2018	2017	2018	2017	2018	2017
Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")	Property development	69.99	-	396,486	-	403,900	-
Raimon Land Twenty Six Company Limited*	Property development	51.00	-	516,419	-	547,597	-
Raimon Land Sathorn Company Limited*	Property development	51.00	-	243,552	-	279,158	-
Total				1,156,457	-	1,230,655	-

* Change status from subsidiaries to joint ventures as mentioned in Note 13

On 30 September 2018, the Company lost control of Raimon Land Twenty Six Company Limited through the sale of newly issued ordinary shares to the joint investor. As a result, Raimon Land Twenty Six Company Limited became a joint venture as described in Note 13 to the financial statements.

On 31 December 2018, the Company lost control of Raimon Land Sathorn Company Limited through the sale of newly issued ordinary shares to the joint investor. As a result, Raimon Land Sathorn Company Limited became a joint venture as described in Note 13 to the financial statements.

Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)

On 24 April 2018, the Company and a joint venture jointly incorporated Phayathai Land Company Limited, to engage in property development with a registered share capital of Baht 5 million, comprising 50,000 ordinary shares with a par value of Baht 100 each. The Company invested in 34,997 ordinary shares, which represents 69.99 percent of the registered share capital and made share payment totaling Baht 3.5 million.

Subsequently, on 26 April 2018, the Company entered into a joint venture agreement with the joint venture, which stipulates that the Company and that joint venture jointly control Phayathai Land Company Limited. The Company therefore presents this investment as investment in joint venture.

On 26 October 2018, the Extraordinary General Meeting of the shareholders of Phayathai Land Company Limited No.1/2018 passed a resolution to approve an increase in its registered share capital from Baht 5 million to Baht 325 million through the issuance of 3,200,000 ordinary shares with a par value of Baht 100 per share. Phayathai Land Company Limited registered the additional share capital with the Ministry of Commerce on 2 November 2018 and received full payment for the shares. The Company invested in the additional share capital of 2,240,000 ordinary shares and paid in capital totaling Baht 224 million.

On 6 December 2018, the Extraordinary General Meeting of the shareholders of Phayathai Land Company Limited No.2/2018 passed a resolution to approve an increase in its registered share capital from Baht 325 million to Baht 577 million through the issuance of 2,520,000 ordinary shares with a par value of Baht 100 per share. Phayathai Land Company Limited registered the additional share capital with the Ministry of Commerce on 14 December 2018 and received full payment for the shares. The Company invested in the additional share capital of 1,764,000 ordinary shares and paid in capital totaling Baht 176 million.

14.2 Share of comprehensive income

During the years, the Company recognised its share of comprehensive income from investments in the joint venture in the consolidated financial statements as follows:

(Unit: Million Baht)

Joint ventures	Consolidated financial statements	
	Share of loss from investments in joint ventures during the year	
	<u>2018</u>	<u>2017</u>
Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")	(7)	-
Raimon Land Twenty Six Company Limited	(22)	-
Raimon Land Sathorn Company Limited	-	-
Total	<u>(29)</u>	<u>-</u>

14.3 Summarised financial information about material joint ventures

Summarised information about financial position

(Unit: Million Baht)

	Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")		Raimon Land Twenty Six Company Limited		Raimon Land Sathorn Company Limited	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Cash and cash equivalent	43	-	172	-	206	-
Project development cost	1,135	-	1,863	-	1,136	-
Other current assets	8	-	-	-	-	-
Property, plant and equipment	-	-	1	-	-	-
Deferred tax assets	2	-	13	-	18	-
Short-term loans from financial institutions	(621)	-	(829)	-	(627)	-
Deposits and advance received from customers	-	-	(142)	-	(184)	-
Other current liabilities	(1)	-	(36)	-	(57)	-
Net assets	566	-	1,042	-	492	-
Shareholding percentage (%)	70	-	51	-	51	-
Share of net assets	396	-	531	-	251	-
Elimination entries	-	-	(15)	-	(7)	-
Carrying amounts of joint ventures based on equity method	396	-	516	-	244	-

(Unit: Million Baht)

	For the year ended 31 December					
	Phayathai Land Company Limited (Formerly known as					
	“Raimon Land Phayathai Company Limied”)		Raimon Land Twenty Six Company Limited*		Raimon Land Sathorn Company Limited*	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Selling expense	-	-	(49)	-	-	-
Interest expense	(13)	-	(5)	-	-	-
Income tax expense	3	-	11	-	-	-
Loss	(10)	-	(43)	-	-	-
Total comprehensive income	(10)	-	(43)	-	-	-

Phayathai Land Company Limited has mortgaged project development cost as at 31 December 2018 of approximately Baht 1,135 million (The Company's proportion: Baht 794 million), as collateral for credit facilities granted by commercial bank.

Raimon Land Twenty Six Company Limited has mortgaged project development cost as at 31 December 2018 of approximately Baht 1,833 million (The Company's proportion: Baht 934 million), as collateral for credit facilities granted by commercial bank.

Raimon Land Sathorn Company Limited has mortgaged project development cost as at 31 December 2018 of approximately Baht 1,103 million (The Company's proportion: Baht 563 million), as collateral for credit facilities granted by commercial bank.

15. Land awaiting for development

Movements of land awaiting for development account during the year ended 31 December 2018 are summarised below.

			(Unit: Thousand Baht)
	Consolidated financial statements	Separate financial statements	
Balance as at 1 January 2018	506,742	13,716	
Add: Acquisition	12,785	-	
Add: Acquisition of subsidiary during the year (Note 10)	1,631,355	-	
Balance as at 31 December 2018	<u>2,150,882</u>	<u>13,716</u>	

As at 31 December 2018, the land awaiting for development of the Company and its subsidiaries amounting to Baht 2,139 million (2017: Baht 499 million) were pledged as collateral for loans received from banks (The Company only: Baht 7 million, 2017: Baht 7 million).

16. Investment properties

The net book value of investment properties as at 31 December 2018 and 2017 is presented below.

(Unit: Thousand Baht)

	Consolidated financial statements				Separate financial statements	
	Land and office building for rent	Community mall	Project under construction	Total	Land and office building for rent	Total
As at 31 December 2018						
Cost	68,084	233,175	235,551	536,810	68,084	68,084
Less: Accumulated depreciation	(35,930)	(29,240)	-	(65,170)	(35,930)	(35,930)
Less: Allowance for diminution in value	-	(131,816)	-	(131,816)	-	-
Net book value	32,154	72,119	235,551	339,824	32,154	32,154
As at 31 December 2017						
Cost	68,039	233,175	-	301,214	68,039	68,039
Less: Accumulated depreciation	(32,306)	(25,761)	-	(58,067)	(32,306)	(32,306)
Less: Allowance for diminution in value	-	(131,816)	-	(131,816)	-	-
Net book value	35,733	75,598	-	111,331	35,733	35,733

A reconciliation of the net book value of investment properties for the years 2018 and 2017 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Net book value at beginning of year	111,331	129,481	35,733	38,928
Acquisition of assets	91,422	364	45	364
Increase in borrowing cost	12,143	-	-	-
Transfer from advance payment to contractor for construction of office building	57,791	-	-	-
Amortised leasehold rights as investment properties (Note 19)	34,446	-	-	-
Capitalised land rental expenses	39,794	-	-	-
Depreciation charge	(7,103)	(7,542)	(3,624)	(3,559)
Allowance for diminution in value	-	(10,972)	-	-
Net book value at end of year	<u>339,824</u>	<u>111,331</u>	<u>32,154</u>	<u>35,733</u>
Capitalisation rate (Percent per annum)	5	-	-	-

The fair value of the investment properties as at 31 December 2018 and 2017 stated below:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Land and office building for rent	74	74	74	74
Community mall (included leasehold right)	141	147	-	-

The fair value of the above investment properties has been determined based on valuation performed by the accredited independent valuer, using income approach. The key assumptions used in the valuation of the land and office building for rent and the community mall include yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.

The Company and its subsidiary have pledged investment properties amounting to approximately Baht 268 million (2017: Baht 36 million) (The Company only: Baht 32 million 2017: Baht 36 million) as collateral against credit facilities received from financial institution.

17. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements					
	Land and land improvement	Building and building improvement	Residential condominium units for services	Furniture and fixtures	Office equipment	Motor vehicles
Cost:						
1 January 2017	13,465	18,262	874,792	103,155	48,223	38,940
Additions	833	14,083	-	9,497	8,440	9,486
Disposals/ written-off	-	(1,296)	-	(27,974)	(3,401)	(1,244)
Translation Adjustment	-	-	-	-	3	(166)
31 December 2017	14,298	31,049	874,792	84,678	53,265	47,016
Additions	-	16,800	-	4,043	3,637	-
Acquisitions of subsidiary during the year (Note 10)	-	8,786	-	2,984	102	-
Disposals/ written-off	-	-	-	(14,548)	(5,324)	(10,148)
Transfer to Project Development Cost	-	-	(28,516)	-	-	-
Translation Adjustment	-	(101)	-	(7)	(78)	(250)
31 December 2018	14,298	56,534	846,276	77,150	51,602	36,618
						1,082,478

(Unit: Thousand Baht)

	Consolidated financial statements					
	Land and land improvement	Building and building improvement	Residential condominium units for services	Furniture and fixtures	Office equipment	Motor vehicles
						Total
Accumulated depreciation:						
1 January 2017	22	12,213	87,273	84,490	34,611	24,134
Depreciation for the year	79	2,111	29,150	8,129	6,808	6,813
Depreciation on disposals/ written-off	-	(192)	-	(27,135)	(3,104)	(1,244)
Translation Adjustment	-	-	-	-	-	(2)
31 December 2017	101	14,132	116,423	65,484	38,315	29,701
Depreciation for the year	182	5,468	29,058	7,605	6,853	6,559
Acquisition of subsidiary during the year (Note 10)	-	1,246	-	474	17	-
Depreciation on disposals/ written-off	-	-	-	(13,613)	(5,222)	(10,148)
Transfer to Project Development Cost	-	-	(4,527)	-	-	-
Translation Adjustment	-	(26)	-	(4)	(14)	(51)
31 December 2018	283	20,820	140,954	59,946	39,949	26,061
Allowance for impairment loss:						
31 December 2017	13,288	4,907	-	-	-	-
31 December 2018	13,288	4,907	-	-	-	-
Net book value:						
31 December 2017	909	12,010	758,369	19,194	14,950	17,315
31 December 2018	727	30,807	705,322	17,204	11,653	10,557
Depreciation for the year:						
2017 (all included in administrative expenses)						53,090
2018 (all included in administrative expenses)						55,725

(Unit: Thousand Baht)

Separate financial statements						
	Land and land improvement	Building and building improvement	Furniture and fixtures	Office equipment	Motor vehicles	Total
Cost:						
1 January 2017	13,465	18,262	60,004	26,647	34,501	152,879
Additions	833	14,083	6,998	4,620	1,229	27,763
Disposals/ written-off	-	(1,296)	(26,201)	(2,794)	(1,244)	(31,535)
31 December 2017	14,298	31,049	40,801	28,473	34,486	149,107
Additions	-	-	577	1,745	-	2,322
Disposals/ written-off	-	-	(8,136)	(3,524)	(7,398)	(19,058)
31 December 2018	14,298	31,049	33,242	26,694	27,088	132,371
Accumulated depreciation:						
1 January 2017	23	12,213	54,219	21,348	19,893	107,696
Depreciation for the year	79	2,110	3,331	3,647	5,659	14,826
Depreciation on disposals/written-off	-	(191)	(26,038)	(2,713)	(1,244)	(30,186)
31 December 2017	102	14,132	31,512	22,282	24,308	92,336
Depreciation for the year	182	2,817	3,299	2,621	4,905	13,824
Depreciation on disposals/written-off	-	-	(8,000)	(3,471)	(7,398)	(18,869)
31 December 2018	284	16,949	26,811	21,432	21,815	87,291
Allowance for impairment loss:						
31 December 2017	13,288	4,907	-	-	-	18,195
31 December 2018	13,288	4,907	-	-	-	18,195
Net book value:						
31 December 2017	908	12,010	9,289	6,191	10,178	38,576
31 December 2018	726	9,193	6,431	5,262	5,273	26,885
Depreciation for the year:						
2017 (all included in administrative expenses)						14,826
2018 (all included in administrative expenses)						13,824

As at 31 December 2018, the Company and its subsidiaries had equipment and motor vehicles with net book value of Baht 2 million (2017: Baht 15 million) which were acquired under finance lease agreements (the Company only: Baht 2 million, 2017: Baht 8 million).

As at 31 December 2018, certain items of equipment and motor vehicles of the Company and its subsidiaries were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 84 Million (2017: Baht 96 million) (the Company only: Baht 48 million, 2017: Baht 63 million).

A subsidiary has pledged its residential Condominium units for services amounting to approximately Baht 36 million as collateral against credit facilities received from financial institutions.

18. Deposits for leasehold right

On 28 December 2016, the Company entered into a land lease agreement with a company, to lease land for construction of office and retail space for rent. The land lease agreement grants a 30-year operating lease period.

As at 31 December 2017, the Company had paid a deposit for the leasehold rights of Baht 300 million and transferred the ownership of a condominium unit of Baht 70 million in one of its project to the counterparty and responsible for corporate income tax expenses of the counterparty of Baht 7 million.

Subsequently, on 8 March 2018, the Company assigned its rights under the land lease agreement to RML 548 Company Limited (a subsidiary), in accordance with the Company's option to transfer the rights and obligations of the lessee under the agreement to a company in the group before the land delivery date, pursuant to the terms and conditions in the agreement. Therefore, the full amounts of deposit for leasehold right and long-term land lease commitments were transferred to this subsidiary.

On 2 April 2018, the land was handed over to the subsidiary and the leasehold right was registered with the Land Department. The subsidiary paid an advance payment for the long-term lease of Baht 1,148 million on land delivery date. The subsidiary classified the deposit for the leasehold right to leasehold right on that date.

As at 31 December 2018, the land lease agreement specifies that the subsidiary had commitments to pay annual rental totaling Baht 1,804 million over the lease period of 30 years. Rental payment will commence on 1 April 2022, which is 4 years after land delivery date.

In addition, the subsidiary has to pay a fund annually during 2036 - 2040 with a total amount of Baht 100 million. The fund will be used for building improvement or decommissioning cost after the expiry date of land lease agreement.

19. Leasehold right

	(Unit: Thousand Baht)	
	Consolidated	
	financial statements	
	<u>2018</u>	<u>2017</u>
Leasehold right	1,662,642	101,100
Less: Accumulated amortisation	(73,450)	(36,012)
Leasehold right - net	<u>1,589,192</u>	<u>65,088</u>
Amortisation charges included in administrative expenses	<u>2,992</u>	<u>2,992</u>

A reconciliation of the net book value of leasehold right for the years 2018 and 2017 is presented below.

	(Unit: Thousand Baht)	
	Consolidated	
	financial statements	
	<u>2018</u>	<u>2017</u>
Net book value at beginning of year	65,088	68,080
Transfer from deposit of leasehold right (Note 18)	340,673	-
Addition	1,220,869	-
Amortisation as cost of investment properties (Note 16)	(34,446)	-
Amortisation charge	<u>(2,992)</u>	<u>(2,992)</u>
Net book value at end of year	<u>1,589,192</u>	<u>65,088</u>

A subsidiary has pledged leasehold right amounting to approximately Baht 1,527 million as collateral against credit facilities received from financial institution.

20. Short-term loans from financial institutions

As at 31 December 2018, short-term loans from financial institutions consist of the subsidiaries' short-term loan agreements and promissory notes of Baht 989 million (2017: Baht 829 million) with financial institutions, which carry interests at rate similar to market rate. These loans are due in December 2019 and due at call.

The short-term loan agreements and promissory notes of the subsidiaries to the financial institutions are secured by the mortgage of the subsidiaries' land awaiting development with total net book value of Baht 2,131 million (2017: Secured by the subsidiary's land of Baht 1,737 million) and guarantee provided by the Company.

The loan agreements of the subsidiaries contain covenants as specified in the agreements those, among other things, require the subsidiaries to maintain certain interest-bearing debt to equity ratio on the consolidated financial statement according to the agreements.

As at 31 December 2018, the short-term credit facility of the Company which has not yet been drawn down amounted to Baht 171 million (2017: Baht 171 million).

21. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Trade payables - unrelated parties	93,263	78,885	29,479	4,219
Other payables - related parties (Note 6)	8,559	1,026	766	421
Other payables - unrelated parties	54,021	43,236	9,865	5,541
Accrued expenses	136,003	108,677	67,822	59,134
Total trade and other payables	<u>291,846</u>	<u>231,824</u>	<u>107,932</u>	<u>69,315</u>

22. Long-term loans from financial institutions

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Long-term loans	3,508,366	1,025,862	646,038	390,000
Less: Current portion	<u>(2,315,736)</u>	<u>(1,025,862)</u>	<u>(646,038)</u>	<u>(390,000)</u>
Long-term loans, net of current portion	<u>1,192,630</u>	<u>-</u>	<u>-</u>	<u>-</u>

Movements of long-term loans account during the year ended 31 December 2018 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 January 2018	1,025,862	390,000
Add: Additions	3,572,663	1,714,083
Add: Acquisition of subsidiary during the year (Note 10)	539,000	-
Less: Repayments	<u>(1,629,159)</u>	<u>(1,458,045)</u>
Balance as at 31 December 2018	<u>3,508,366</u>	<u>646,038</u>

The Company and its subsidiaries have credit facilities from banks totaling Baht 9,058 million (2017: Baht 3,876 million) (the Company only: Baht 2,222 million, 2017: Baht 2,381 million) under numerous agreements, carrying interest rates reference to MLR. Loan repayments are due when condominium units are transferred to customers or repayment schedule, as specified in the loan agreements and full settlement due between May 2019 and December 2037 (2017: July 2018 to December 2020) (the Company only: July 2019 and September 2020 2017: July 2018 to June 2020).

These loans are secured by the mortgage of the condominium units and detached houses of the projects, the land and construction thereon of the projects, land awaiting development of the Company, investment property, property, plant and equipment, leasehold right and the construction thereon of a project, bank deposits of the Company and a subsidiary, ordinary shares of a subsidiary, any claims under land lease agreement, the transfer of beneficiary rights under purchase and sale agreements for the project's condominium units and detached houses, the transfer of beneficiary rights under insurance policies for the projects and guarantee provided by the Company.

The loan agreements of the Company and the subsidiaries contain covenants as specified in the agreements those, among other things, require the Company and the subsidiaries to maintain certain interest-bearing debt to equity and debt to equity ratios according to the agreements.

As at 31 December 2018, the long-term loan facilities of the Company and its subsidiaries have not yet been drawn down amounted to Baht 4,867 million (2017: Baht 2,210 million) (the Company only: Baht 939 million, 2017: Baht 1,351 million).

Raimon Land Public Company Limited

On 29 August 2017, the Company entered into a long-term loan agreement with a local bank, granting loan facilities of Baht 400 million. Subsequently, on 23 March 2018, the Company entered into an amendment of credit facility by increasing credit facility from Baht 400 million to Baht 450 million. This loan carries interest at a rate referenced to the rate of negotiable certificates of deposit plus 1 percent per annum and full settlement is to be made within September 2019. During the current year, the Company repaid the whole outstanding amount.

On 10 April 2018, the Company entered into a long-term agreement with a local bank, granting the loan facilities of Baht 350 million. This loan carries interest rate reference to MLR. Loan repayment is due when condominium units are transferred to customers, as specified in the loan agreement, and full settlement due within April 2020.

On 7 September 2018, the Company entered into a long-term agreement with a local financial institution, granting the loan facilities of Baht 190 million. This loan carries interest rate reference to MLR. Loan repayment is due when the collateral is released from mortgage, as specified in the loan agreement, and full settlement is due within July 2020. The management of the Company expect to release the collateral from mortgage within one year and have therefore classified the loan under the current portion of long-term loans.

On 26 September 2018, the Company entered into a long-term agreement with a local bank, granting the loan facilities of Baht 1,540 million. This loan carries interest rate reference to MLR. Loan repayment is due when condominium units are transferred to customers, as specified in the loan agreement, and full settlement due within September 2020.

Raimon Land Silom Company Limited (the subsidiary)

On 23 March 2018, the subsidiary entered into a long-term loan agreement with a local bank, granting the loan facilities of Baht 1,447 million. This loan carries interest rate reference to MLR. Loan repayment is due when condominium units are transferred to customers, as specified in the loan agreement, and full settlement is due within March 2022.

RML548 Company Limited (the subsidiary)

On 9 July 2018, the subsidiary entered into a long-term loan agreement with a local bank, granting the loan facilities of Baht 3,480 million. This loan carries interest rate reference to MLR. Loan repayment is due quarterly with first installment starting in March 2023 or within 6 months after commercial operation date, whichever comes first. Full settlement is due within December 2037.

KPN (SK19) Company Limited (the subsidiary)

According to the completion of the entering into the investment in the assets of KPN Land, a long-term loan of the subsidiary with a local bank has been included in the consolidated financial statements. The subsidiary has a long-term loan agreement with a local bank, granting the loan facilities of Baht 1,050 million. On 7 December 2018, the subsidiary entered into an amendment to facility letter to amend certain terms and conditions of the facility. This loan carries fixed interest rate for the first year and a rate reference to MLR for the following years. Loan repayment is due within May 2019.

23. Debentures

						(Unit: Thousand Baht)	
Issued date	Matured date	Quantity (Unit)	Par value (Baht per unit)	Interest rate (Percent per annum)	Consolidated financial statements/ Separated financial statements		
					2018	2017	
29 July 2015	29 July 2018	500,000	1,000	4.8	-	500,000	
21 September	21 September 2019	1,000,000	1,000	4.7	1,000,000	1,000,000	
2016							
20 June 2017	20 June 2020	711,700	1,000	4.7	711,700	711,700	
19 December 2018	17 December 2020	214,000	1,000	5.5	214,000	-	
Total					1,925,700	2,211,700	
Less: Unamortised costs relating to the issuance of the debentures					(5,877)	(6,711)	
Debentures - net					1,919,823	2,204,989	
Less: current portion					(998,710)	(499,492)	
Debentures, net of current portion					921,113	1,705,497	

Movements in the debentures account during the year ended 31 December 2018 are summarised below.

	(Unit: Thousand Baht)
	Consolidated/Separate financial statements
Balance as at 1 January 2018	2,204,989
Add: Issuance of debentures	214,000
Less: Repayments	(500,000)
Add: Amortisation of deferred debenture issuing costs	3,610
Less: Deferred debenture issuing costs	(2,776)
Balance as at 31 December 2018	1,919,823

On 19 December 2018, the Company issued and offered 214,000 units of unsecured debentures with a face value of Baht 1,000 each, or a total of Baht 214 million. The debentures mature on 17 December 2020, bearing interest at a rate of 5.5 percent per annum. The interest is paid on quarterly basis.

The above debentures are unsecured and their interests are paid on quarterly basis. The debenture agreements contain covenants as specified in the agreement and restrictions on the Company, related to such matters as dividend payment and the maintenance of interest-bearing debt to equity ratio.

24. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire and long service awards, was as follows:

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Provision for long-term employee benefits at beginning of year	23,276	18,118	22,287	17,489
Included in profit or loss:				
Current service cost	4,910	4,684	5,098	4,340
Interest cost	653	474	595	458
Past service costs and gains or losses on settlement	3,185	-	1,916	-
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	2,137	-	2,137	-
Financial assumptions changes	73	-	73	-
Experience adjustments	(8,421)	-	(8,421)	-
Benefits paid during the year	(1,009)	-	(1,009)	-
Provision for long-term employee benefits at end of year	<u>24,804</u>	<u>23,276</u>	<u>22,676</u>	<u>22,287</u>

Line items in profit or loss which long-term employee benefit expenses are recognised are as follows:

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Administrative expenses	8,748	5,158	7,609	4,798
Total expenses recognised in profit or loss	<u>8,748</u>	<u>5,158</u>	<u>7,609</u>	<u>4,798</u>

The Company and its subsidiaries expects to pay Baht 0.5 million of long-term employee benefits during the next year (the Company only: Baht 0.5 million) (2017: Baht 0.2 million, the Company only: Baht 0.2 million).

As at 31 December 2018, the weighted average duration of the liabilities for long-term employee benefit is 22 years (the Company only: 23 years) (2017: 23 years, the Company only: 23 years).

(Unit: Percent per annum)

	Consolidated financial statements		Separate financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Discount rate	2.53 - 2.60	2.57 - 2.62	2.59	2.62
Salary increase rate	3	3	3	3
Turnover rate	0 - 42	0 - 34	0 - 24	0 - 34

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2018 and 2017 are summarised below:

(Unit: Thousand Baht)

	As at 31 December 2018			
	Consolidated financial statements		Separate financial statements	
	Increase 1 %	Decrease 1 %	Increase 1 %	Decrease 1 %
Discount rate	(2,118)	2,465	(1,942)	2,266
Salary increase rate	2,431	(2,125)	2,249	(1,961)
Turnover rate	(2,216)	943	(2,024)	838

(Unit: Thousand Baht)

	As at 31 December 2017			
	Consolidated financial statements		Separate financial statements	
	Increase 1 %	Decrease 1 %	Increase 1 %	Decrease 1 %
Discount rate	(1,761)	2,012	(1,685)	1,926
Salary increase rate	2,384	(2,104)	2,281	(2,011)
Turnover rate	(1,876)	552	(1,795)	537

On 13 December 2018, The National Legislative Assembly passed a resolution approving the draft of a new Labour Protection Act, which is in the process being published in the Royal Gazette. The new Labour Protection Act stipulates additional legal severance pay rates for employees who have worked for an uninterrupted period of twenty years or more. Such employees are entitled to receive compensation of not less than that of the last 400 days, based on the final wage rate. This change is considered a post-employment benefits plan amendment and the Company and its subsidiaries have additional liabilities for long-term employee benefits of Baht 2.7 million (The Company only: Baht 2.7 million). The Company and its subsidiaries will reflect the effect of the change by recognising past services costs as expenses in the income statement of the period in which the law is effective.

25. Share capital

25.1 On 27 April 2018, the Annual General Meeting of the Company's shareholders for the year 2018 passed the following resolutions.

- a) To approve the reduction of the Company's registered capital by Baht 146,000,000 from the existing registered capital of Baht 4,704,337,397 to Baht 4,558,337,397 by cancelling the 146,000,000 authorised but unissued shares, with a par value of Baht 1 per share which accommodated the issuance and offering of warrants to the employees of the Company and its subsidiaries under the RML-WC.
- b) To approve the increase of the Company's registered capital by Baht 23,077,407 from the registered capital of Baht 4,558,337,397 (as mentioned in the Note 25.1 a) to Baht 4,581,414,804 by issuing 23,077,407 newly issued ordinary shares, with a par value of Baht 1 per share to accommodate the right adjustment for the exercise of warrant to purchase ordinary shares of the Company (RML-W4 and RML-WB).

The Company registered the decrease and the increase in its share capital with the Ministry of Commerce on 31 May 2018 and 1 June 2018, respectively.

25.2 On 11 October 2018, the Extraordinary General Meeting of the Company's shareholders for the year 2018 passed the following resolutions.

- a) To approve the Company's registered capital decrease by Baht 914,840,957 from the existing registered capital of Baht 4,581,414,804 (as mentioned in the Note 25.1 b) to Baht 3,666,573,847 by cancelling the 914,840,957 authorised but unissued shares, with a par value of Baht 1 per share.
- b) To approve the increase of the Company's registered capital by Baht 601,688,520 from the registered capital of Baht 3,666,573,847 (as mentioned in the Note 25.2 a) to Baht 4,268,262,367 by issuing 601,688,520 newly issued ordinary shares, with a par value of Baht 1 per share.
- c) To approve the allocation of 601,688,520 newly issued ordinary shares with a par value of Baht 1 each as follows:
 - 1) Allocation of 597,000,000 newly issued ordinary shares with a par value of Baht 1 per share as part of the payment of the consideration for the investment in the assets of KPN Land as mentioned in Note 10 to the financial statements.
 - 2) Allocation of 4,688,520 newly issued ordinary shares with a par value of Baht 1 per share to accommodate the adjustment of rights of warrants RML-WB.

The Company registered the decrease and the increase in its share capital with the Ministry of Commerce on 12 October 2018 and 16 October 2018, respectively.

25.3 On 12 December 2018, the Company allocated 597,000,000 newly-issued ordinary shares of the Company with a par value of Baht 1 to be used to settle as part of the consideration payable for the investment in the assets of KPN Land. The Company registered the corresponding increase in its paid-up capital with the Ministry of Commerce on the same day, changing the paid-up share capital from Baht 3,575,484,127 to Baht 4,172,484,127. The Company recorded share premium of Baht 167,160,000.

26. Warrants to purchase new ordinary shares of the Company issued to the Company's shareholders

On 15 June 2015, the Company issued 893,853,790 warrants (RML-W4). Each warrant can be exercised to purchase 1 ordinary share at an exercise price of Baht 1.97 each. These warrants can be exercised for 3 years from the issued date, on the last business day of each March, June, September and December. The initial exercise date was on 30 September 2015 and the last exercise date was on 14 June 2018.

On 27 April 2017, the Company adjusted the right of warrants (RML-W4) due to the Company's distribution of dividend in excess of the rate as prescribed in the terms and conditions of warrants (more than 90 percent of the net profit after deducting income tax). Each warrant can be exercised to purchase 1.02348 ordinary share at an exercise price of Baht 1.925 each.

On 4 May 2018, the Company adjusted the right of warrants (RML-W4) due to the Company's distribution of dividend in excess of the rate prescribed in the terms and conditions of warrants (more than 90 percent of the net profit after deducting income tax). Each warrant can be exercised to purchase 1.06076 ordinary share at an exercise price of Baht 1.857 each.

During the year, 492 warrants (RML-W4) were exercised, equivalent to 520 shares, at a price of Baht 1.857 each, which resulted in the recording of share premium of Baht 445. The Company registered the change in its paid-up share capital from Baht 3,575,483,607 to Baht 3,575,484,127 with the Ministry of Commerce on 28 June 2018.

The last exercise date of warrants (RML-W4) was on 14 June 2018, and 893,853,298 warrants expired without being exercised.

27. Warrants to purchase ordinary shares of the Company

27.1 Warrants to purchase new ordinary shares of the Company issued to the executive directors and/or employees of the Company (RML-WB)

On 1 November 2013, the Extraordinary General Meeting of the Company's shareholders No. 1/2013 passed the approval for the Company to issue and offer 89 million units of warrants to purchase the Company's ordinary shares ("ESOP-Warrants") at the rate of Baht 0 per unit and at the exercise ratio of 1 unit per 1 ordinary share and at the exercise price of Baht 1.67 per share to two Executive Directors of the Company, 44.5 million units each. The date of issue warrants (RML-WB) was on 15 November 2013. The holders of the warrants are able to exercise their rights to purchase the Company's ordinary shares on the last business day of each month at the agreed option for a term of 5 years from the issue date.

On 27 April 2017, the Company adjusted the right of warrants (RML-WB) due to the Company's distribution of dividend in excess of the rate as prescribed in the terms and conditions of warrants (more than 90 percent of the net profit after deducting income tax). Each warrant can be exercised to purchase 1.02348 ordinary share at an exercise price of Baht 1.632 each.

The last exercise date of warrants (RML-WB) was on 14 November 2018, and all warrants expired without being exercised.

The expenses recognised from share-based payment transactions for year ended 31 December 2017 of the Company were approximately Baht 1 million. While there was no expense recognised from share-based payment transactions for the year ended 31 December 2018 due to fully recording this expense.

The fair value of the warrants (RML-WB) was measured based on Binomial option pricing model as presented below.

	<u>RML-WB</u>
Fair value of warrants at grant date	0.22 - 0.48 Baht per share
Share price at grant date	1.32 Baht per share
Exercise price	1.67 Baht per share
Expected dividend yield	0 %
Expected stock volatility*	45.51 %
Risk-free interest rate	2.83 %

* The expected volatility of the share options is based on historical data of the Company's stock price during the period 16 November 2011 to 15 November 2013.

27.2 Warrants to purchase ordinary shares of the Company issued to the executive directors and/or employees of the Company and its subsidiaries (RML-WC)

On 24 April 2017, the Annual General Meeting of the Company's shareholders for the year 2017 passed a resolution to approve the issuance and offering of warrants entered in name certificates and non-transferable in the amount of not exceeding 146,000,000 units with no cost to the employees of the Company and its subsidiaries under the RML-WC. Each warrant can be exercised to purchase 1 ordinary share at an exercise price of Baht 1.31 per share. The warrants will be exercisable within 3 years after the warrants are issued and offered. The Company will allocate and offer the warrants within one year from the date that the Annual General Meeting of the Company's shareholders approved the issuance and offering of the warrants. The Company grants the board of director and/or the Chief Executive Officer and/or person authorised by the board of director and/or the Chief Executive Officer to consider and determine the qualifications of employees of the Company and its subsidiaries eligible to receive the warrants and the amount of warrants in which each employee of the Company and its subsidiaries will receive.

On 15 March 2018, the Board of Directors Meeting of the Company pass a resolution to approve the cancellation of issuance and offering of warrants to purchase ordinary shares of the Company to the executive directors and/or employees of the Company and its subsidiaries (RML-WC). On 27 April 2018, the Annual General Meeting of the Company's shareholders for the year 2018 passed this resolution.

28. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution.

29. Expenses by nature

Significant expenses by nature are as follow:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Cost of real estate sold	2,193,176	1,934,260	939,578	195,504
Cost of food and beverage	19,125	-	-	-
Salary and other employee benefits	261,279	228,920	212,211	211,269
Management fee	-	19,689	-	-
Depreciation and amortisation charges	68,055	65,396	19,567	20,023
Special business tax and transfer fees	119,260	117,660	52,840	20,411
Other selling expenses	203,835	127,446	26,117	21,215
Loss on diminution in value of investment in subsidiaries	-	-	8,030	159,514
Impairment loss of investment properties	-	10,971	-	-

30. Income tax

Income tax expenses for the years ended 31 December 2018 and 2017 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Current income tax:				
Current income tax charge	92,258	37,588	80,427	10,011
Deferred tax:				
Relating to origination and reversal of temporary differences	(33,045)	21,402	1,396	(460)
Income tax expenses reported in the statement of comprehensive income	<u>59,213</u>	<u>58,990</u>	<u>81,823</u>	<u>9,551</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2018 and 2017 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Deferred tax relating to actuarial gains	<u>1,242</u>	<u>-</u>	<u>1,242</u>	<u>-</u>

The reconciliation between accounting profit and income tax expenses is shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Accounting profit (loss) before tax	<u>53,180</u>	<u>250,180</u>	<u>573,841</u>	<u>(33,088)</u>
Applicable tax rate	20%	20%	20%	20%
Accounting profit (loss) before tax multiply by income tax rate	10,636	50,036	114,768	(6,617)
Difference in tax rates of subsidiary	(195)	-	-	-
Effects of:				
Temporary differences unrecognized as deferred tax	24,669	(12,207)	(34,716)	-
Gain from decrease in control of subsidiaries	(16,550)	-	-	-
Share of loss from investments in joint ventures	5,844	-	-	-
Tax exemption for dividend income from subsidiaries	-	-	(5,540)	(26,771)
Write-off deferred tax assets				
- Tax losses of subsidiaries	-	7,637	-	-
Deferred tax assets which were not recognised during the year				
- Tax losses of subsidiaries	34,811	6,758	-	-
- Allowance for impairment loss on investments	-	-	1,606	31,903
- Allowance for doubtful accounts	52	-	5,827	3,408
- Others	228	7,536	-	7,481
Non-taxable income	-	(371)	-	-
Additional expenses deduction allowed	(1,762)	(1,544)	(1,037)	(977)
Non-deductible expenses	1,480	1,145	915	1,124
Total	<u>48,772</u>	<u>8,954</u>	<u>(32,945)</u>	<u>16,168</u>
Income tax expenses reported in the statement of comprehensive income	<u>59,213</u>	<u>58,990</u>	<u>81,823</u>	<u>9,551</u>

As at 31 December 2018 and 2017, the components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Deferred tax assets				
Unused tax loss	31,404	19,424	-	-
Allowance for diminution in value of project development cost	24,165	31,497	219	2,430
Allowance for impairment loss on investment properties	21,568	22,607	-	-
Provision for long-term employee benefits	4,535	4,457	4,535	4,458
Cash received from customers and project development cost from the difference between tax and accounting of revenue recognition	46,743	51,526	-	1,004
Interest capitalised to project development cost from the difference between tax and accounting recognition	8,400	7,354	-	-
Others	7,498	2,807	-	-
Total deferred tax assets	<u>144,313</u>	<u>139,672</u>	<u>4,754</u>	<u>7,892</u>
Deferred tax liabilities				
Surplus of project development cost	16,899	18,573	-	-
Investment property	6,889	-	-	-
Fair value of forward exchange contracts	-	500	-	500
Total deferred tax liabilities	<u>23,788</u>	<u>19,073</u>	<u>-</u>	<u>500</u>

As at 31 December 2018, the Company and its subsidiaries have deductible temporary differences and unused tax losses totaling Baht 1,920 million (2017: Baht 1,901 million) (the Company only: Baht 761 million, 2017: Baht 853 million). Deferred tax assets have not been recognised on these amount as the Company and its subsidiaries believe future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

The unused tax losses which was not recognised as deferred tax assets amounting to Baht 314 million will expire by 2019 - 2023 (2017: Baht 205 million which will expire by 2018 - 2022).

31. Earnings per share

Basic earnings (loss) per share is calculated by dividing profit (loss) for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

Diluted earnings (loss) per share is calculated by dividing profit (loss) for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued. However, warrants was not included in calculation of diluted earnings per share for the year 2018 and 2017 since the exercise price plus the balance of fair value of each warrants is higher than the average market price for the year.

Consolidated financial statements						
		Weighted average number				
Profit for the year		of ordinary shares		Earnings per share		
<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)	
Basic earnings per share						
Profit attributable to equity holders of the						
Company	8,601	192,918	3,608,196	3,575,484	0.002	0.054
Effect of dilutive potential						
ordinary shares						
Warrants to purchase ordinary shares of the						
Company (ESOP-RML-WB / RML- W4)	-	-	-	-		
Diluted earnings per share						
Profit of ordinary shareholders						
assuming the conversion of warrants to						
ordinary shares	8,601	192,918	3,608,196	3,575,484	0.002	0.054

Separate financial statements					
Profit (loss) for the year		Weighted average number		Earnings (loss) per share	
		of ordinary shares			
<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
Basic earnings per share					
Profit (loss) attributable to equity holders					
of the Company					
492,018	(42,639)	3,608,196	3,575,484	0.136	(0.012)
Effect of dilutive potential					
ordinary shares					
Warrants to purchase ordinary shares of the					
Company (ESOP-RML-WB / RML- W4)					
-	-	-	-		
Diluted earnings (loss) per share					
Profit (loss) of ordinary shareholders					
assuming the conversion of warrants to					
ordinary shares					
<u>492,018</u>	<u>(42,639)</u>	<u>3,608,196</u>	<u>3,575,484</u>	0.136	(0.012)

32. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The fund is monthly contributed to by employees, at the rate of 3 percent or 5 percent of their basic salaries, and by the Company at the rate of 5 percent of employees' basic salaries. The fund, which is managed by Kasikorn Asset Management Company Limited will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2018 amounting to approximately Baht 7 million (2017: Baht 6 million) were recognised as expenses.

33. Dividends

Dividends	Approved by	Total dividends	Dividends per share
		(Thousand Baht)	(Baht)
Final dividends for 2017	Annual General Meeting of the Company's shareholders on 27 April 2018	<u>111,907</u>	<u>0.03</u>
Final dividends for 2016	Annual General Meeting of the Company's shareholders on 24 April 2017	<u>250,281</u>	<u>0.07</u>

34. Commitments and contingent liabilities

34.1 Capital commitments

- a) As at 31 December 2018, its subsidiaries had capital commitments of approximately Baht 838 million and USD 0.4 million or approximately Baht 12 million relating to design and construction contracts of their projects.

As at 31 December 2017, the Company and its subsidiaries had capital commitments of approximately Baht 853 million and USD 1.5 million or approximately Baht 49 million and SGD 0.6 million or approximately Baht 14 million (the Company only: approximately Baht 1.2 million) relating to design and construction contracts of their projects and renovation works for food and beverage business.

- b) As at 31 December 2018, the Company had capital commitment of approximately Baht 2,648 million (2017: the subsidiaries only Baht 526 million), relating to purchase of land.
- c) As at 31 December 2018, a joint venture had capital commitments of approximately Baht 52 million and USD 0.7 million or approximately Baht 22 million relating to design and construction contracts of its projects.
- d) As at 31 December 2018, a joint venture had capital commitment of approximately Baht 16 million, relating to purchase of land.

34.2 Operating lease commitments

The Company and its subsidiaries have entered into several lease agreements in respect of long-term land lease and office building and retails space and related service agreements. The terms of the agreements are generally between 1 to 30 years.

As at 31 December 2018 and 31 December 2017, the Company and its subsidiaries had future minimum lease payments required under these non-cancellable operating leases contracts as follows.

(Unit: Million Baht)

	Consolidated		The Company only	
	financial statements			
	2018	2017	2018	2017
Payable within:				
1 year	42	42	-	11
Over 1 and up to 5 years	134	69	-	14
Due over 5 years	1,711	-	-	-

Part of future minimum payments amounting to Baht 40 million are recorded as liabilities under the straight line basis over the lease term in the consolidated statement of financial position as at 31 December 2018.

A joint venture has entered into lease agreement in respect of short-term land lease. The term of the agreement is generally 2 years.

As at 31 December 2018 and 31 December 2017, a joint venture had future minimum lease payments required under these non-cancellable operating lease contract as follows.

	(Unit: Million Baht)	
	2018	2017
Payable within:		
1 year	2	-
Over 1 and up to 5 years	1	-

34.3 Long-term service commitments

The Company and its subsidiaries had commitment in respect of agency fees of the projects to pay under the “Agency Agreement” at the rate of 1 to 7 percent of project units’ sale price.

34.4 Guarantee

- a) As at 31 December 2018, the Company had guaranteed bank credit facilities of its subsidiaries and joint venture amounting to Baht 4,105 million (2017: Baht 1,059 million).
- b) As at 31 December 2018, the Company had guaranteed long-term land lease agreement of a subsidiary in order to guarantee the contractual performance under the land lease agreement of this subsidiary.

34.5 Tax assessment

During the year 2012, Raimon Land Park View Development Company Limited (a former subsidiary) received letters of corporate income tax and specific business tax assessments from the Revenue Department, whereby the taxes were assessed on the basis that the former subsidiary must include the mortgage value in the former subsidiary’s calculation of land sale price for tax purposes. The former subsidiary then lodged an appeal against the tax assessment to the Tax Appeal Committee of the Revenue Department, on the grounds that the land sale price had already included the outstanding mortgage obligation. Subsequently, in March 2016, the Tax Appeal Committee rejected the former subsidiary’s appeal against the tax assessment by the Revenue Department and ordered the former subsidiary to pay tax and surcharges amounting to approximately Baht 600 million to the Revenue Department. However, the Company disagreed with the ruling by the Tax Appeal Committee. The former subsidiary, therefore, filed a case with the Central Tax Court seeking revocation of the tax assessment by the Revenue Department on 7 September 2016.

The Central Tax Court issued a judgment on 31 July 2017, concluding that the former subsidiary had paid the tax correctly, and thus the former subsidiary was not liable for the additional tax and surcharge assessed by the Revenue Department. Furthermore, the former subsidiary is entitled to receive a refund of withholding tax amounting to Baht 21.6 million from the Revenue Department, together with interest at a rate of 1% per month, calculated from 1 June 2011 to the date on which the Revenue Department issues a notification of tax refund to the former subsidiary. However, the Revenue Department lodged an appeal against the judgment with the Court of Appeal for Specialized Cases on 19 December 2017 and the former subsidiary had to submit a response to the appeal. On 13 March 2018, the subsidiary submitted its response to the Court of Appeal for Specialized Cases.

The Court of Appeal for Specialized Cases issued a judgment on 5 November 2018, concluding that the dismissal of the former subsidiary and disagree with the judgment of The Central Tax Court, and ordered the former subsidiary to pay tax and surcharges to the Revenue Department. Subsequently, on 13 February 2019, the former subsidiary submitted a petition for Writ of Certiorari to the Supreme Court to oppose the judgment of the Court of Appeal for Specialized Cases, following which is to wait for the Supreme Court to determine whether it would allow the former subsidiary to lodge an appeal against the judgment of the Court of Appeal for Specialized Cases. The case of the former subsidiary is still pending and not yet finalised.

However, the management of the Company considered that the Company's legal advisor is of the opinion that the shareholder obligations are limited to the paid-up share capital and the share capital of the former subsidiary has been fully paid up and it ceased its operations in 2010. In addition, the Company did not provide any guarantees to the former subsidiary. Therefore, the management believe that there will be no negative impact on the Company. Thus, the Company has not set aside provision for any liability in the accounts.

As mentioned in Note 13 to the financial statements, on 26 December 2018, the Company sold its ordinary shares in the former subsidiary to a person, with a memorandum of understanding that the Company would absent itself from a shareholder's right, liabilities and/or any responsibilities as a shareholder. As a result, the Company changed status of this company from a subsidiary to other party and it has been excluded from the consolidated financial statements.

34.6 Litigations

As at 31 December 2018, the Company and its subsidiaries have pending litigation cases, relating to allegations of breaches of agreements to purchase and to sell from some customers and torts with total amount of claim at Baht 11 million (2017: Baht 30 million). However, the Company and its subsidiaries are defending the lawsuits, and since the Company's lawyers and management believe that the Company and its subsidiaries will not have a material effect from the litigation.

As at 31 December 2018, the subsidiary recorded the provision in respect of these cases amounting to Baht 2 million.

35. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company and its subsidiaries are organised into business units based on their project property development.

The Company and its subsidiaries have aggregated all operating segments and presented them as the reportable segment which is property development. The aggregated operating segments have similar economic characteristics and are similar in the other respects required by the financial reporting standard. The operation of the Company and its subsidiaries is carried out from the single geographic location, Thailand. As a result, all of the revenues, operating profits and assets as reflected in these consolidated financial statements pertain to the aforementioned reportable operating segment and geographical area.

36. Fair value hierarchy

As at 31 December 2018 and 2017, the Company and its subsidiaries had the assets that were measured at fair value or disclosed fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated financial statements			
	31 December 2018			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current Investment	1	224	-	225
Assets for which fair value are disclosed				
Investment properties	-	-	215	215

(Unit: Million Baht)

	Consolidated financial statements			
	31 December 2017			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current Investment	1	-	-	1
Foreign currency forward contracts	-	2	-	2
Assets for which fair value are disclosed				
Investment properties	-	-	221	221

(Unit: Million Baht)

	Separate financial statements			
	31 December 2018			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current Investment	1	-	-	1
Assets for which fair value are disclosed				
Investment properties	-	-	74	74

(Unit: Million Baht)

	Separate financial statements			
	31 December 2017			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current Investment	1	-	-	1
Foreign currency forward contracts	-	2	-	2
Assets for which fair value are disclosed				
Investment properties	-	-	74	74

37. Financial instruments

37.1 Financial risk management

The Company's and the subsidiaries' financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, current investments, restricted bank deposits, trade and other receivables, loans to, investments, trade and other payables, short-term loan, long-term loans and debentures. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company and its subsidiaries are exposed to credit risk primarily with respect to trade and other receivables and loans to related parties. The Company's and its subsidiaries' management manage the risk by adopting appropriate credit control policies and procedures and therefore do not expect to incur material financial losses. The maximum exposure to credit risk is limited to the carrying amounts of trade and other receivables and loan to related parties as stated in the statements of financial position.

Interest rate risk

The Company's and the subsidiaries' exposure to interest rate risk relates primarily to their cash at banks, loans to, short-term loans, long-term loans and debentures. Most of the financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

Significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	Consolidated financial statement					
	As at 31 December 2018					
	Fixed interest rates		Floating	Non-interest		Effective
	within 1 year	1-5 years	interest rate	bearing	Total	interest rate
						(% p.a.)
<u>Financial Assets</u>						
Cash and cash equivalents	-	-	741	155	896	0.125 - 1.30
Current investments	-	-	-	225	225	-
Restricted bank deposits	14	-	-	-	14	0.5
Trade and other receivables	-	-	-	209	209	-
	14	-	741	589	1,344	
<u>Financial Liabilities</u>						
Short-term loans from financial institutions	-	-	989	-	989	MLR - 1.25 to - 1.5
Trade and other payables	-	-	-	292	292	-
Short-term loan from a related parties and accrued interest	144	-	-	-	144	5 - 8
Long-term loans from financial institutions	539	-	2,969	-	3,508	4 and MLR - 0.75 to - 2.9
Debentures	999	921	-	-	1,920	4.7 - 5.5
	1,682	921	3,958	292	6,853	

(Unit: Million Baht)

Consolidated financial statement

As at 31 December 2017

	Fixed interest rates		Floating	Non-interest	Total	Effective
	within 1 year	1-5 years	interest rate	bearing		interest rate
						(% p.a.)
<u>Financial Assets</u>						
Cash and cash equivalents	-	-	647	1	648	0.125 - 1.30
Current investments	-	-	-	1	1	-
Restricted bank deposits	360	-	-	-	360	1.3
Trade and other receivables	-	-	-	53	53	-
	360	-	647	55	1,062	
<u>Financial Liabilities</u>						
Short-term loans from financial institutions	-	-	829	-	829	MLR - 1.75
Trade and other payables	-	-	-	232	232	-
Long-term loans from financial institutions	-	-	1,026	-	1,026	2.3 and MLR - 0.75 to - 2.1625
Debentures	500	1,705	-	-	2,205	4.7 - 4.8
	500	1,705	1,855	232	4,292	

(Unit: Million Baht)

Separate financial statement

As at 31 December 2018

	Fixed interest rates		Floating	Non-interest	Total	Effective
	within 1 year	1-5 years	interest rate	bearing		interest rate
						(% p.a.)
<u>Financial Assets</u>						
Cash and cash equivalents	-	-	183	38	221	0.125 - 1.30
Current investments	-	-	-	1	1	-
Restricted bank deposits	14	-	-	-	14	0.5
Trade and other receivables	-	-	-	457	457	-
Short-term loans to related parties and interest receivable	930	-	-	41	971	5
	944	-	183	537	1,664	
<u>Financial Liabilities</u>						
Trade and other payables	-	-	-	108	108	-
Short-term loan from related party and accrued interest	586	-	-	38	624	3 - 5
Long-term loans from financial institutions	-	-	646	-	646	MLR - 0.75 to - 1.25
Debentures	999	921	-	-	1,920	4.7 - 5.5
	1,585	921	646	146	3,298	

	Separate financial statement					
	As at 31 December 2017					
	Fixed interest rates		Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
	within 1 year	1-5 years				
Financial Assets						
Cash and cash equivalents	-	-	362	-	362	0.125 - 1.30
Current investments	-	-	-	1	1	-
Trade and other receivables	-	-	-	352	352	-
Short-term loans to related parties and interest receivable	2,932	-	-	62	2,994	5.0 and MLR - 1.75
	2,932	-	362	415	3,709	
Financial Liabilities						
Trade and other payables	-	-	-	69	69	-
Short-term loan from related party and accrued interest	121	-	-	34	155	3.00
Long-term loans from financial institutions	-	-	390	-	390	2.3 and MLR - 0.75
Debentures	500	1,705	-	-	2,205	4.7 - 4.8
	621	1,705	390	103	2,819	

Foreign currency risk

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

The Company and its subsidiaries have exposure to foreign currency risk arises mainly from cash at banks and lending that are denominated in foreign currencies. The Company seeks to reduce this risk by entering into forward exchange contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at 31 December 2018 and 2017, the balances of the Company and subsidiaries' financial assets and liabilities denominated in foreign currencies are summarised below.

(Unit: Million)

Foreign currencies	Consolidated financial statements				Separate financial statements			
	Financial assets		Financial liabilities		Financial assets		Financial liabilities	
	2018	2017	2018	2017	2018	2017	2018	2017
US Dollar	7.0	1.0	-	-	8.6	2.2	-	-
Singapore Dollar	0.1	0.1	-	-	0.7	0.5	-	-

Foreign currencies	Average exchange rate as at	
	31 December 2018	31 December 2017
	(Baht per 1 foreign currency unit)	
US Dollar	32.4498	32.6809
Singapore Dollar	23.6943	24.4503

The outstanding forward exchange contract for managing the exposure to foreign currency risk are as follows

Consolidated / Separate financial statements as at 31 December 2017			
Foreign currency	Amount	Forward rate	Maturity date
Forward contracts to "Sell"			
US Dollar	USD 1.9 million	Baht 33.87 per US Dollar	July 2018

37.2 Fair values of financial instruments

Since the majority of the Company's and its subsidiaries' financial instruments are short-term in nature or carrying interest at rates closed to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statements of financial position.

For derivatives, their fair value has been determined by using a discounted future cash flow model and a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies, yield curves of the respective currencies and interest rate yield curves. The Company and its subsidiaries had considered to counterparty credit risk when determining the fair value of derivatives.

38. Capital management

The primary objective of the Company's and its subsidiaries' capital management is to ensure that it has an appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2018, the Group's interest-bearing debt to equity ratio was 1.15:1 (2017: 0.80:1) and the Company's was 0.50:1 (2017: 0.52:1).

39. Events after the reporting period

- 39.1 On 1 February 2019, the Company entered into an assignment agreement pursuant to the sale and purchase agreement for land with Raimon Land Thirty Eight Company Limited (“Subsidiary”).
- 39.2 On 8 February 2019, Perabal Company Limited, Naradell Company Limited and KPN (SK19) Company Limited change the name to Raimon Land Holding Company Limited, Raimon Land Twenty Eight Company Limited and Raimon Land Nineteen Company Limited, respectively.
- 39.3 On 15 February 2019, the Company entered into a joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. (“TTA”), a real estate developer in Japan to jointly develop condominium projects by jointly investing in Raimon Land Thirty Eight Company Limited which is currently subsidiary of the Company. At present, the Company holds shares 99.97% in this subsidiary.

40. Approval of financial statements

These financial statements were authorised for issue by the Company’s Board of Directors on 27 February 2019.

GENERAL INFORMATION

Name:	RAIMON LAND PUBLIC COMPANY LIMITED	
Type of Business:	Property Development	
Address:	3 Rajanakarn Building 19 th Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120	
Company Registration:	0107536001508	
Website:	www.raimonland.com	
Investor Relations:	ir@raimonland.com	
Telephone:	66 (0) 2029 1889	
Facsimile:	66 (0) 2029 1891-2	
Capital As At	Registered Capital	Baht 4,268,262,367
31 st December 2018:	Paid - up Capital	Baht 4,172,484,127

Further information could be found in the Company's
Form 56-1 uploaded at www.sec.or.th or the Company's website :
www.raimonland.com

BUILDING BETTER LIVES



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