



TOWARDS

RAIMON LAND PLC.

Annual Report 2019

TOMORROW

We live in a world
where those who stop
are left behind.

**At RAIMON LAND,
we are always on the move,
towards the future.**

Our vision is not just to
conquer today's world.
It is much further.
We look at tomorrow's
possibility in today's world.
The future of living
innovation, that's
what we are.



1

Into Raimon Land's Future

Vision, Mission and Core Value	7
Our Journey To Success	8
Raimon Land's Footprint	11
Newly Launched Projects in 2019	12

2

2019 Raimon Land's Achievements

Message from the Chairman	23
Message from the CEO	24
Financial Highlights	26
Operation Highlights	28
Board of Directors	31
Report of the Executive Committee	32
Major Events in 2019	33
Social Activities	34

3

Raimon Land's Project and Market Condition and Competition

Residential Projects	38
Recurring Income Projects	56
Market Conditions and Competitions	62

4

Management and Corporate Governance

Corporate Structure	70
General Information of the Company, Subsidiaries and other related companies	72
Capital Structure and Shareholders	78
Report of the Nomination and Remuneration Committee	80
Director and Management Remuneration	81
Management Structure	83
Human Resources	84
Corporate Governance	86
Corporate Social Responsibility towards society and the Environment	114
Report of the Enterprise Risk Management Committee	116
Risk Factors	118
Report of the Audit Committee	122
Anti-Corruptions Policy	124
Internal Control and Risk Management System	126
Connected Transactions	129

5

Financial Statements

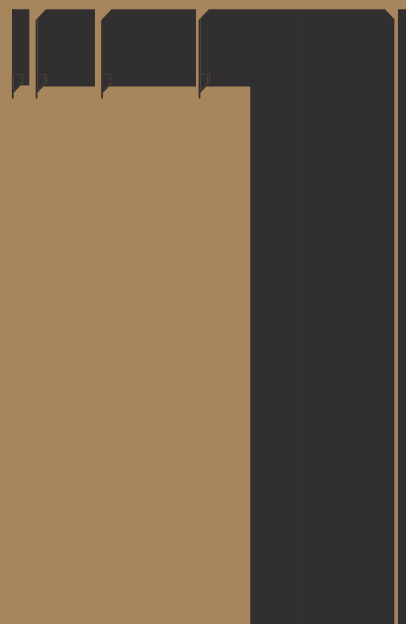
Management Discussion and Analysis	132
Board of Directors' Responsibility for Financial Report	137
Independent Auditor's Report	138
Financial Statements 2019	143
General Information	230

INTO RAIMON LAND'S FUTURE

Welcome to our world.
Where tomorrow is here
and the future is now.

Our world where every aspect of
life is enlarged and possibilities made
available by progressive visionary and
cutting-edge innovation.

Take an expedition into Raimon Land's
history and apex projects ...and foresee
what our next future would be.



BUILDING BETTER LIVES

RAIMON LAND PLC. — 6



VISION, MISSION AND CORE VALUE

Vision is a commitment to our customers, our communities, and ourselves. By committing to the vision, we are able to identify our mission and focus on what is really important to our stakeholders. Our core values represent the values that all members of Raimon Land should uphold in executing our mission.

VISION

“Building Better Lives”

The leading real estate company committed to build better lives through timeless, high-quality products and services

MISSION

Guided by core values and leading standards in quality and design, we will create and deliver innovative and inspiring real estate solutions to our customers and stakeholders.

CORE VALUES

1. Client Centric

Delight our clients in everything that we do safely and profitability

3. Teamwork

Have a team first attitude in all that we do, built on pride

5. Growth

Strive for self-improvement, excellence, growth and creativity to drive positive change

7. Communication

Communicate early and clearly to build honesty and professional relationships

2. Excellence

Pursue fit for purpose, quality and cost-effective solutions for our projects

4. Diversity

Embrace diversity and build a positive and united spirit

6. Integrity

Maintain confidentiality of company information at all times

8. Change

Lead the pursuit of changes and creative solutions to problems

OUR JOURNEY TO SUCCESS

1987 — 1993

Beginning of Raimon Land

- Initially incorporated as a garment manufacturing “Piazza Garment Co.,Ltd.”
- Renamed as “Raimon Land Co.,Ltd.”, after a successful development of commercial building projects.
- Became a “Public and Listed Company” in The Stock Exchange of Thailand, under security symbol “RAIMON”

1994 — 1999

Foundation of our core business

- Continuously launched and completed successful housing project “Raimon Park”
- Completed first batch of condominium projects in Bangkok “City Villa” and “Raintree Villa”

2004 — 2008

Foundation of our core business

- 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.



The Lakes

2012

Discover our strength

- 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”



The River

2013 — 2014

Strive for excellence

- JS Asset became the new principal shareholder and management 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.



185 Rajadamri

2015 — 2016

Strive for excellence

- 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”



The Lofts Asoke



Mews Yen Akat By Raimon Land



The Lofts Ekkamai

2017

Another step of success

- Raimon Land 30th Anniversary
- Launched and started construction of "The Lofts Silom"
- Expanded our business boundaries and diversified into Food and Beverage business with expert partner "Baan Ying"



The Lofts Silom

2018

Business partnership: stronger together

- Established business partnership with Tokyo Tatemono Asia Pte. Ltd. by jointly developing two luxury condominium projects "The Estelle Phrom Phong" and "Tait 12" worth approximately 9,000 million baht.
- Invested in the assets of KPN Land Co., Ltd "KPNL" under the entire business transfer process and allocation of the ordinary shares of the company to KPNL
- Opening the first Thai restaurant "Baan Ying" and the first noodle shop "Dink Dink" at Royal Square, Novena, Singapore



Baan Ying



Tait 12



Dink Dink

2019

Driving for business diversification




- Launched the first grade A office building of Raimon Land - Onc City Centre "OCC", having 61 storey with NLA 61,000 sq.m. Developed in collaboration with leading business partner, Mitsubishi Estate Asia Pte. Ltd.
- Signed the 3rd joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. to develop the project at Sukhumvit 38.
- Launched and started developing new condominium project "The Lofts Ratchathewi"
- Expanded food and beverage business by opening the first branch of "Dink Dink" noodle shop in Taiwan
- Started developing the first hotel project "Hotel Kitch" with 72 keys, expected to be ready for service in 2020



One City Centre



The Lofts Ratchathewi

-  BTS SkyTrain Sukhumvit Line
-  BTS SkyTrain Silom Line
-  MRT Blue Line



THE
LOFTS
RATCHATHEWI



185
RAJADAMRI
Living Your Legacy



THE
LOFTS
SILOM



Jait 12

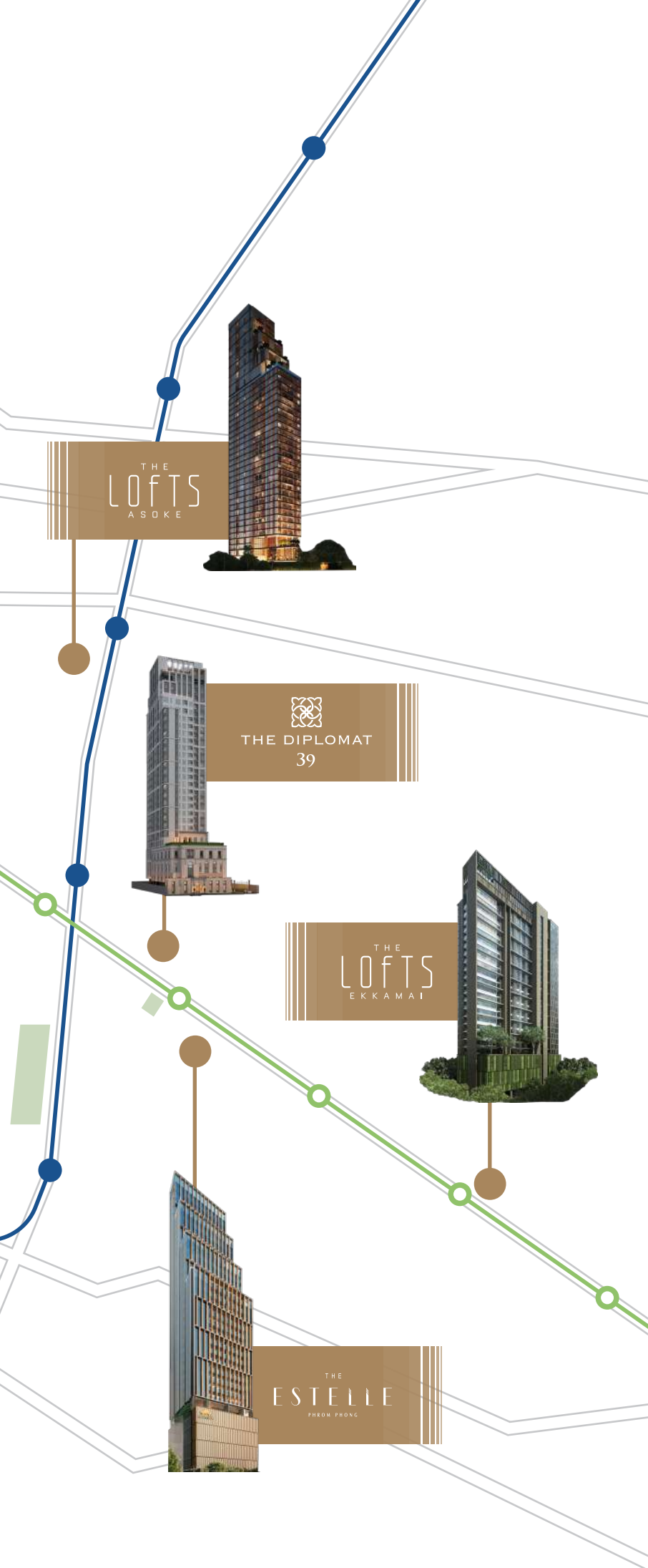


THE DIPLOMAT
SATHORN



THE RIVER

10
RAIMON LAND PLC.



RAIMON LAND'S FOOTPRINT

Total Condo & Housing (from 2004):

20 Projects

Total space built:

Over 1,000,000 Sq.m.

Total Number of Units:

5,126 Units

Total Number of Value:

THB 64,000 Million

Total Net Leasable Area:

61,000 Sq.m. by 2022

Restaurant:

3 Shops

Hotel & Service Apartment:

127 keys by 2020

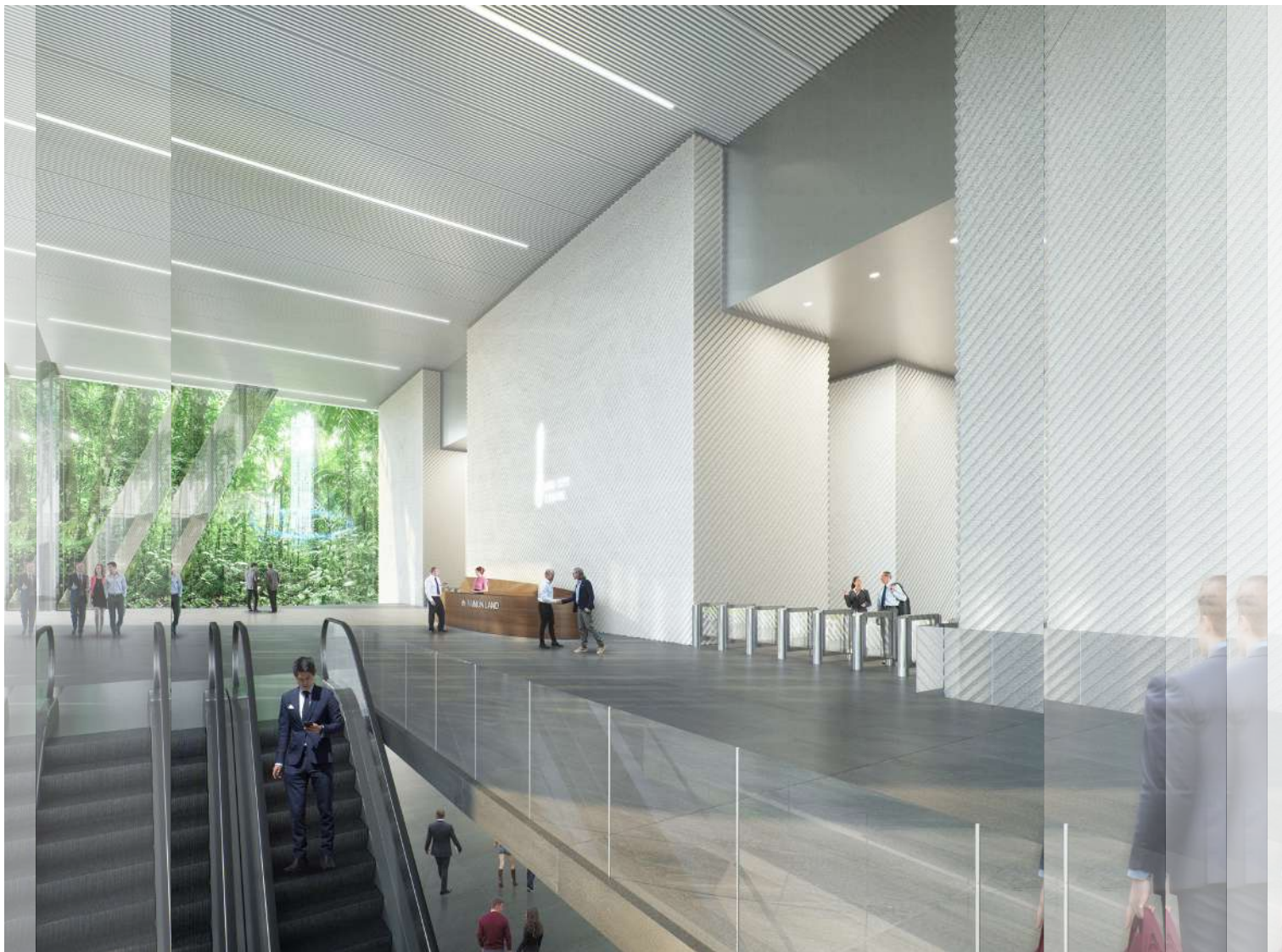
NEWLY LAUNCHED PROJECTS
IN 2019

One City Centre

One City Centre has reimagined the world in our office space to nurture employees' lives, stimulate their senses, refresh their bodies, free their minds, and elevate their efficiency and happiness in their everyday working and non-working life.







One City Centre

Sales Gallery Open on Monday - Friday at

19th Floor, Rajanakarn Building, 3 South Sathorn Road, Sathorn, Bangkok 10120



NEWLY LAUNCHED PROJECTS IN 2019

The Lofts Ratchathewi

The inspired features of all aspects of The Lofts Ratchathewi ensures an extraordinary living. Each and every dimension of the design is perfectly arranged, allowing for ease and comfortable living. The 4.7m high loft space offers extraordinary living experience.

The loft is designed with a Juliet balcony with full height window/door glass to maximize the voluminous interior, whilst allowing a panoramic city view. The Lofts Ratchathewi, in the heart of the city's trendiest area, with every facility at your doorstep.





The Lofts Ratchathewi

Sales Gallery Open Daily at

9th Floor, Spring Tower, Payathai Road, Thung Phaya Thai, Ratchathewi, Bangkok 10400



2019

RAIMON

LAND'S

ACHIVEME

To look forward to the future,
one might need to look back at
how far one has overcome and
all the goals one has accomplished.

As Raimon Land continues to move
into the future, let's take a look at
our achievements last year.

ENTS





MESSAGE FROM CHAIRMAN OF THE BOARD OF DIRECTORS

Dear Stakeholders

I am glad to have the opportunity to take on the role of Chairman at one of the most well-known luxury property brands in Thailand. My deep experience in residential and commercial real estate allows me to appreciate and share Raimon Land (The Company)'s vision, including how the Company will progress steadily into the next decade. The Company will be delivering value to our stakeholders through its residential and incurring income portfolios, under four key business segments:

1) Residential real estate

The "Raimon Land" brand continues to be one of the most respected luxury condominium brands in Thailand, and the residential real estate will continue to be our core revenue contributor. We believe that the synergy between the major shareholders and business partners will open new product segments and expand our customer base like never before in the Company's history. We are also prudent in our approach and consider risks and returns in any investment seriously. In 2019, under the backdrop of an uncertain economy, we launched The Lofts Ratchathewi, freehold condominium in a prime location, worth more than 3.6 billion Thai-baht. Nevertheless, we will continue to maintain our target of launching 10 billion Thai-baht worth of projects per year, taking into account the market situation.

2) Commercial real estate

In 2019, the Company broke ground for a grade A office commercial development, the One City Centre ("OCC"), with an established industry partner. The OCC was a significant project for Raimon Land as it represents the Company's ambition to turn its commercial real estate segment into a major tangible business. The project has secured 61,000 square meters (sq.m.) of NLA to generate recurring income from 2022 onwards. This project will also be another step in achieving our goal to own more than 100,000 sq.m. of rental office space to generate recurring income of at least 1 billion Thai-baht per year.

3) Hospitality

The hotel business will be another source of recurring income for the Company. In 2019, we have started the construction of a "food hotel" concept – "HOTEL KITCH", which will generate income from 2020 onwards. Under the Company's diversification plans, part of Raimon Land's expansion and investment strategy is to work with established partners. We will replicate our partnership model from previous successful projects towards hospitality projects going forward. We target to own at least 1,000 hotel keys to generate at least 1 billion Thai-baht per year by 2024.

Building on Raimon Land's vision of "Building Better Lives", I believe that a successful, sustainable business should be a force for good in itself. The direction of our investment decisions will continue to take into account risks and returns, and interests of our stakeholders.

On behalf of the Company's Board of Directors, I wish to extend my gratitude to all our stakeholders – shareholders, customers, partners and employees, for your confidence and support given to Raimon Land during this challenging times. We look forward to your continuous support into the future.



Mr. Kris Narongdej
Chairman of the Board of Directors



MESSAGE FROM CHIEF EXECUTIVE OFFICER

Dear Stakeholders

2019 has been a year of resilience for Raimon Land ("The Company"). In the backdrop of a volatile and uncertain global economy, including the US-China trade war, Brexit, Covid-19 and Hong Kong protests, we were also confronted with tighter domestic lending policies and a stronger Thai Baht that had dampened the real estate market. Yet, Raimon Land stood firm and continued to execute our steady five year growth and diversification plan. 2019 was also the first full year I had taken on as the Company's CEO, and I have witnessed the commitment of my team in executing our organisational, partnership, and strategic plans.

I would like to take the opportunity to thank my management team and colleagues for their effort and dedication to the Company over the past year.

Operational Review

Diversification through Raimon Land's recurring income portfolio, including Commercial, Food & Beverage ("F&B"), and Hospitality segments, has been part of our plan to generate a stable, resilient income base and create sustainable value for our shareholders. In 2019, we have taken important strides in moving towards our target to have 30% of our revenue from recurring income by 2024.

A significant step in advancing this strategy was the successful launch of the One City Centre ("OCC") our flagship, 8.8 billion-baht, prime grade commercial development located in the heart of Bangkok's Central Business District on Ploenchit Road. To be developed in partnership with Mitsubishi Estate, one of Japan's leading companies, the OCC will contain 61 floors with an estimated total rental area of 61,000 square meters, with about 92% marked out as office space and 8% as creative retail area. Amongst OCC's various stand-out features, it will have a 3,000 sq.m. sky dining area that will give customers an unique experience of the Bangkok skyline. The OCC is targeted to be completed by the fourth quarter of 2022 and revenue is expected to be realised by early 2023.

In the Hospitality segment, we have launched a new “food inspired hotel” concept that brings together the best gastronomical treats that Thailand has to offer. Branded as the Hotel KITCH, the first of three planned developments is only 200 metres away from Icon Siam in the heart of Bangkok. It will have 72 rooms and is expected to be ready in the first half of 2020. The hotel will be operated by Klapsons, an award-winning serviced residences management company.

Entrenching our Luxury Residential segment

As we continue to build resilience through our recurring income strategy, the Company has further entrenched our position as Thailand’s leading luxury residential property developer in the past year.

Continuing the highly successful “The Lofts Series” luxury residences, we launched The Lofts Ratchathewi, a 3.6 billion-baht development on Phyathai Road, a prime location in the core of Bangkok. With its strategic location near public transport, sources of jobs, education institutes, medical facilities and shopping complexes, we are optimistic on the demand for the development, despite headwinds in certain segments of the condominium market. The Lofts Ratchathewi is scheduled to commence construction in the second quarter of 2020 and is expected to be completed in the first quarter of 2023.

Underpinning our strategy to bring Raimon Land to the next level has been our partnership strategy with leading and established companies. 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 and Tait 12, have achieved strong sales over the past year. Leveraging on our common synergies, last year we have also set up another JV company with Tokyo Tatemono to develop a new luxury residential development on Sukhumvit Soi 38 near Thonglor BTS station.

Accolades

I am also proud to share that Raimon Land was awarded the prestigious 2019 Thailand Property Development Company of the Year by Frost & Sullivan. The award is a recognition to the Company’s outstanding performance in the areas of design, project value, customer satisfaction, and best practices in Thailand’s highly competitive property development landscape.

Looking Ahead

I have mentioned at the start of my message that 2019 had been a year of resilience for Raimon Land. Despite the various macroeconomic uncertainties in the past year, we have stayed resolute and steady in executing our diversification and long-term strategies, and ended the year with a backlog of 9 billion baht worth of projects to be delivered.

The macroeconomic uncertainties of 2019 have unfortunately spilled over into 2020. While there are signs that the US-China trade war is easing, and with Brexit risk normalising, the region and the world has been confronted with a new threat from the novel corona virus and the resulting health, trade, and international risks it has created. Nevertheless, I am confident of Raimon Land’s strategy, and our business affords us the nimbleness to cope with the external challenges when we need to. Prudence, steadiness, and resilience will be important elements underpinning our growth strategies.

We are continuing to progress towards our plan of achieving a targeted revenue of 10 billion-baht by 2024, and to have 30% of total revenue to be recurring income. In the hospitality segment, we are pursuing growth to 1,000 keys by 2023. As part of that, we are launching a second hotel brand as we see an opportunity gap between the 4-star hotels and boutique hotels: a simple luxury segment. Branded as the “New Age lifestyle” hotel concept, it will be launched with 208 rooms on Sukhumvit Road in last quarter 2020.

We will also continue to strengthen our supply chain, project management, building management, and disciplined financial management to achieve our goals. Technology will play an important role in these areas, while optimising our operations and interactions with our customers and stakeholders.

Raimon Land has stayed resilient in 2019 and we are building upon our strength into 2020. I would like to thank all our shareholders, partners and stakeholders for their unwavering patience and support for the Company over the past year. We will continue to Build Better Lives and strive to create value for our shareholders.



Mr. Lionel Lee
Chief Executive Officer

FINANCIAL HIGHLIGHTS

(Consolidated Financial Statements)

	(Baht in millions, except share, per share data and ratio)		
	FY 2019	FY 2018 Restated	FY 2017 Restated
Statement of Income			
Sales of real estate	3,055.57	2,933.32	2,866.26
Total revenues	3,624.23	3,326.86	3,015.90
Cost of real estate sold	2,220.04	2,193.18	1,934.26
Total expenses	3,194.02	3,084.08	2,688.66
Gross profit from core business	835.52	740.14	932.00
Net profit (loss)	59.86	3.04	191.19
Net profit (loss) - Equity holders of the Company	79.31	17.67	192.92
Statement of Financial Position			
Total assets	12,904.69	14,376.38	10,495.55
Total liabilities	7,174.93	8,607.87	5,391.25
Issued and paid up share capital	4,172.48	4,172.48	3,575.48
Total shareholders' equity	5,729.77	5,768.52	5,104.29
Equity attributable to owners of the Company	5,732.25	5,763.30	5,087.06
Liquidity Ratios (times)			
Current ratio	1.09	1.25	2.19
Quick ratio	0.15	0.29	0.29
Profitability Ratios (%)			
Gross profit margin ⁽¹⁾ (core business)	27.34%	25.23%	32.52%
Net profit margin ⁽²⁾	2.19%	0.53%	6.40%
Return on equity ⁽³⁾	1.38%	0.33%	3.79%
Return on assets	0.58%	0.14%	1.91%
Efficiency Ratios (times)			
Total assets turnover	0.22	0.24	0.28
Leverage Ratios (times)			
Debt to equity ratio	1.25	1.49	1.06
Interest-bearing debt to Equity	1.04	1.14	0.80
Net debt to Equity ⁽⁴⁾	1.13	1.34	0.93
Interest coverage ratio ⁽⁵⁾	1.88	1.43	4.25

	(Baht in millions, except share, per share data and ratio)		
	FY 2019	FY 2018 Restated	FY 2017 Restated
Percentage of Growth (% per year)			
Total asset growth	-10.24%	36.98%	8.20%
Total liabilities growth	-16.65%	59.66%	17.40%
Total shareholder's equity growth	-0.67%	13.01%	-0.07%
Total revenues growth	8.94%	10.31%	-42.07%
Total expenses growth ⁽⁶⁾	4.20%	24.96%	-33.83%
Per Share Ratios (Baht)			
Earning per share	0.019	0.005	0.054
Book value per share ⁽⁷⁾	1.373	1.383	1.428
Other Financial Data			
Net cash flows from operating activities	559.56	- 849.78	- 904.69
Net cash flows from investing activities	163.36	- 1,358.86	- 458.26
Net cash flows from financing activities	- 928.01	2,455.52	877.08

(1) Gross profit margin = (total sales – cost of sales) / total sales, whereas total sales consist of sale of real estate

(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

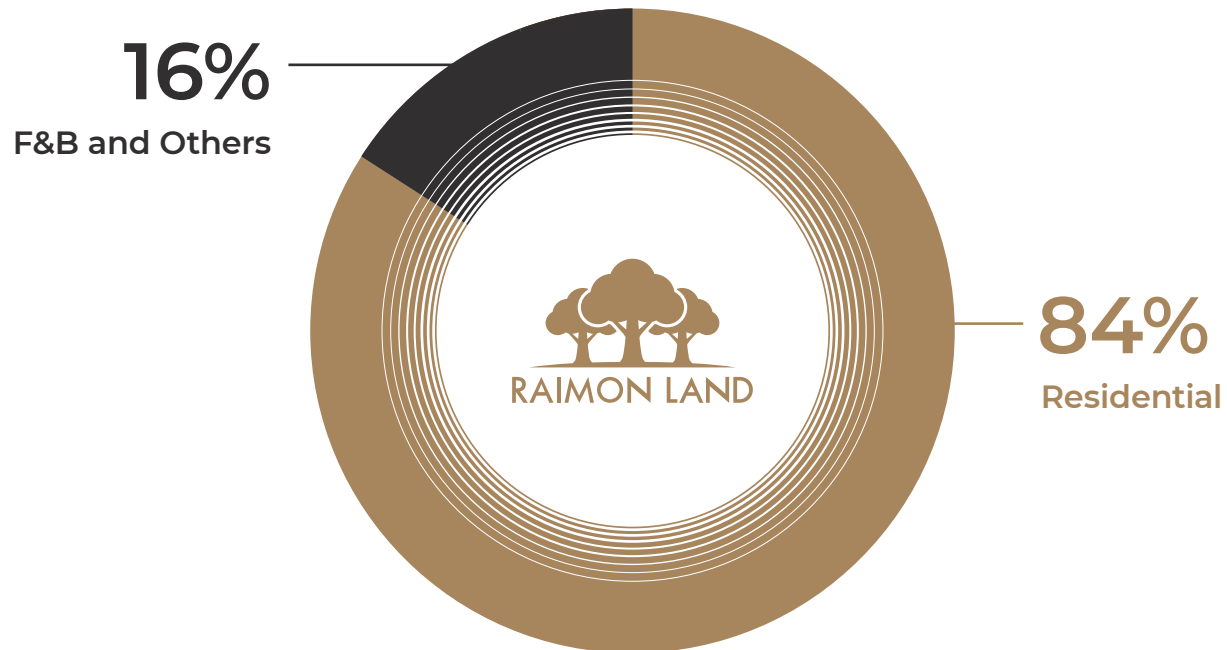
(5) Interest coverage ratio = Profit (loss) before finance cost and income tax / finance cost, finance cost means interest and other charges associated with financing eg. front end fee, etc.

(6) Exclude provision for doubtful debts, 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

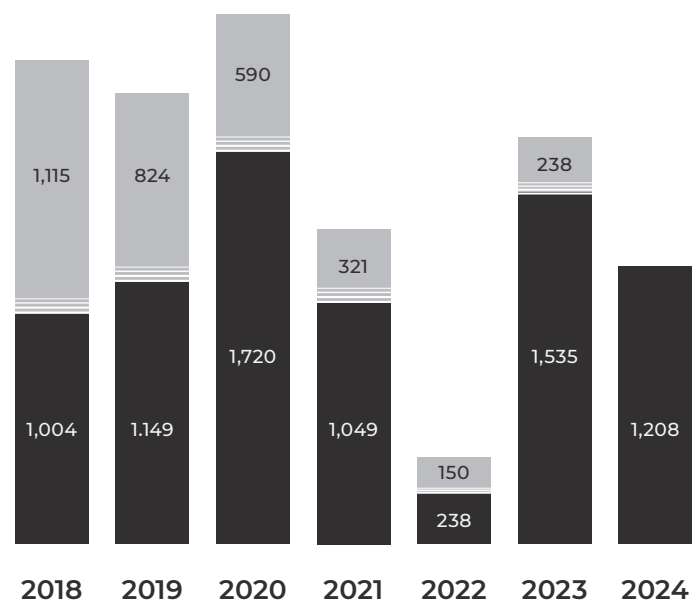
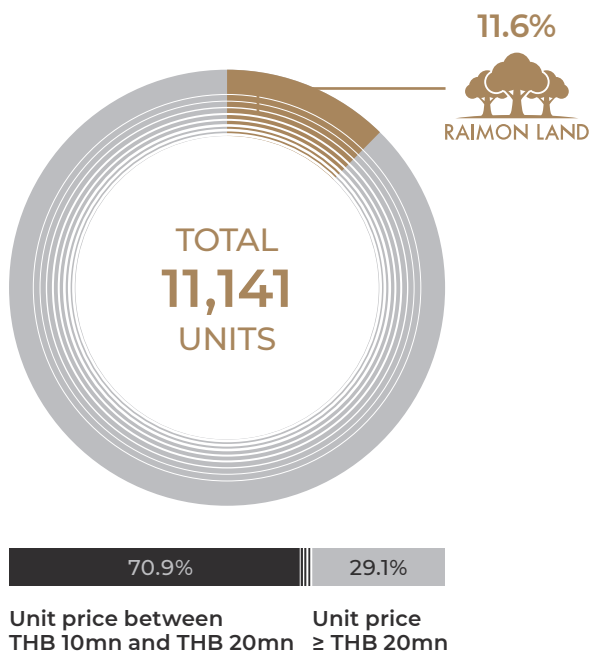
Revenue Contribution 2019



Market share of Bangkok Condominium

Condo unit expected to complete from 2018 onward*

Completed Bangkok Condo (Units)




* 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 Dec 2019)
(source: CBRE, JLL, REIC and company research)

Avg. unit price

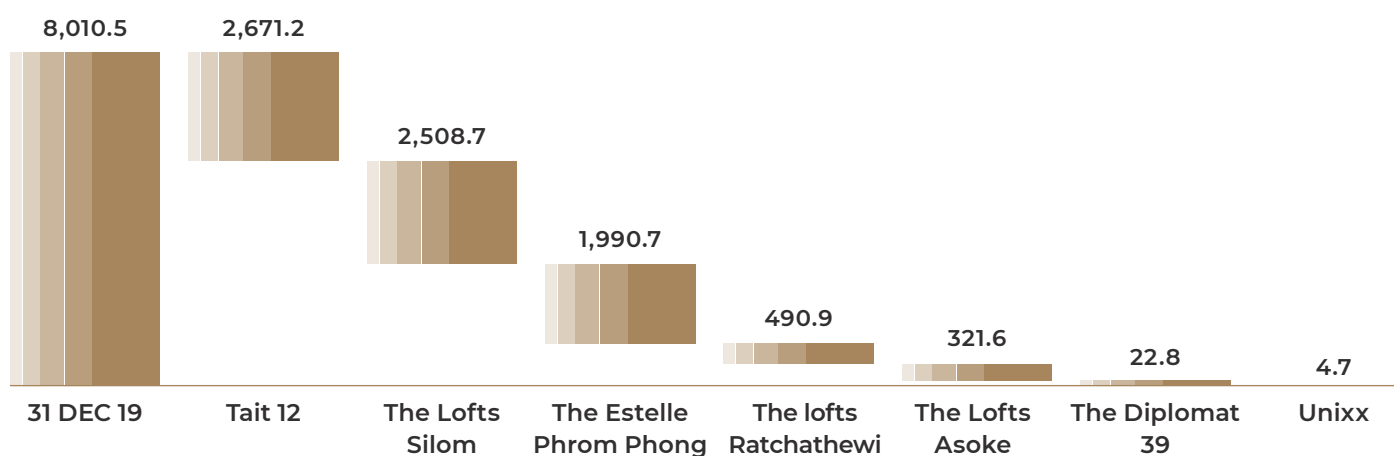
THB 10mn < x < THB 20mn

≥ THB 20mn

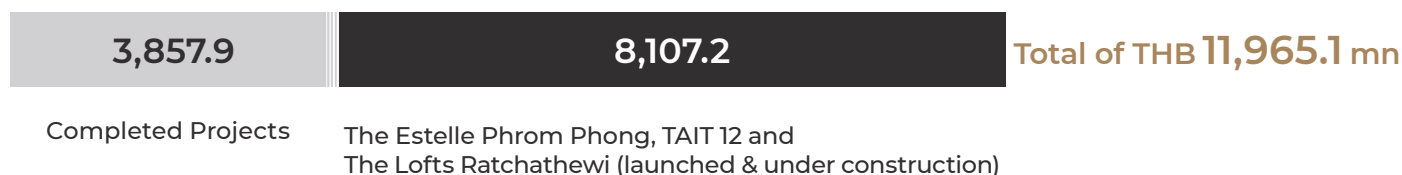
Performance 2019 – Highlights

Total Revenue THB 3,624 mn  + 9% YoY	Transfer THB 3,056 mn  + 4% YoY	F&B / Others ⁽¹⁾ THB 365 mn  + 50% YoY
Extra Gain THB 203 mn Gain from selling • land Prasartsuk, • Space 48 project and • investment in RML 548 (OCC project)	Presales THB 2,909 mn  2018 = 6,035	GPM (Real Estate) 27%  2018 = 25%
Inventory THB 11,965 mn  + 24% from 31 Dec 18	Backlog ⁽²⁾ THB 8,010 mn  - 10% from 31 Dec 18	D/E ⁽³⁾ 1.04 Times  1.14x as of 31 Dec 18

BACKLOG⁽²⁾ (THB mn)



Unsold Inventories (THB mn)



1) Including rental and service income, marketing commission income, project management fee, guarantee fee, interest and others;

2) As of 31 Dec 19, including secured backlog with SPA;

3) Interest-bearing Debt to Equity



BOARD OF DIRECTORS



1 Mr. Kris Narongdej
Chairman of the Board,
Non-Executive Director

2 Mr. Rathian Srimongkol
Vice-Chairman of the Board,
Chairman of Audit Committee,
Member of Nomination and
Remuneration Committee,
Independent Director

3 Mr. Lee Chye Tek Lionel
Chairman of Executive Committee,
Chairman of Enterprise Risk
Management Committee,
Member of Nomination and
Remuneration Committee,
Chief Executive Officer

4 Mr. Korn Narongdej
Non-Executive Director

5 Mr. Kris Thirakaosal
Chairman of Nomination and
Remuneration Committee,
Member of Audit Committee,
Independent Director

6 Mr. Lee Chye Cheng Adrian
Executive Director,
Member of Enterprise Risk
Management Committee,
Chief Operating Officer

7 Mr. Waroon Warawanisha
Executive Director

8 Mr. Vichet Kasemthongsri
Member of Audit Committee,
Independent Director

9 Mr. Sataporn Amornvorapak
Executive Director,
Member of Enterprise Risk
Management Committee,
Chief Financial Officer,
Company Secretary



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 2019, I'm proud to say that the Company has maintained its Corporate Governance (CG) rating at 4 stars (Very Good), 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 2020 is expected to be a challenging year for certain sectors of Thailand's real estate market, I am confident with the Company's business strategy, including diversification to recurring income model, 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.

A handwritten signature in black ink, appearing to be 'Lionel Lee', written in a fluid, cursive style.

Mr. Lionel Lee
Chief Executive Officer





MAJOR EVENTS IN 2019



Raimon Land Wins

2019 Thailand Property Development Company of the Year

By Frost & Sullivan

April		
<p>Signed 3rd JV Agreement with Tokyo Tatemono Sukhumvit 38 project</p> 	<p>Took over 100% of project SHAA Asoke and turn to a hotel project Sukhumvit 19 Hotel</p>	<p>signed JV Agreement with Mitsubishi Estate ONE CITY CENTRE (OCC)</p> 
August	December	
<p>Launch The Lofts Ratchathewi THB 3,607mn</p> 	<p>Open new branch "DINK DINK" in Taipei, Taiwan</p> 	

SOCIAL ACTIVITIES

Donation to For Better Lives Foundation



Raimon Land committed to donate 1 percent of consolidated net profit for the year starting from 2016 to "For Better Lives Foundation" for the purpose of public social interests. Since then, Raimon Land has donated in the amount of 10,521,717 Baht. For Better Lives Foundation has main objectives as follows:

- 1) To encourage, support and provide assistance for projects or activities related to community development to improve the well-being of the community.
- 2) To provide funding for further knowledge development, research or reward for student, teacher/professor and general public who interested in the technology development, architectural design innovation, construction engineering and environmental development.
- 3) To create projects for people and community development and assistance in aspects related to economy and society for the better quality of life and can be self-reliant.
- 4) To support any activities which will be for public benefits of the people and the nation

Donation for flood victims in Ubon Ratchathani

On 27 September 2019, Raimon Land donated 100,000 baht to Warin Chamrap Municipality in Ubon Ratchathani to help flood victims.



CAREER INSPIRATION DAY

Raimon Land, in collaboration with For Better Lives Foundation and social enterprise EdWINGS Education, organized Career Inspiration Day for students of Wat Bangpakok School. The objective is to inspire students on the career path through stories and experiences of Raimon Land's employees.

There were 154 junior high school students in grade 9 of Wat Banpakok School joined this activity. All students learnt that there are various options for career path which help them to be able to assess their own aptitude and potential career that match



with themselves. At the same time, all 24 participating employees from various departments realized more value of their duties and value in themselves. It also creates a relationship between colleagues through social activities.



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 came from broken homes. The foundation provides and supports their education and life necessities.

This is the 3rd 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

**RAIMON LA
PROJECT A
MARKET
CONDITION
AND
COMPETIT**

AND'S AND

N

ION

Residential Projects

Projects Under Development

- The Lofts Ratchathewi
- Tait 12
- The Estelle Phrom Phong

Projects Completed and
Ready to Transfer

- The Lofts Silom
- The Lofts Asoke
- Mews Yen Akat by Raimon Land
- The Diplomat Sathorn
- The Diplomat 39
- The River

Recurring Income Projects

Projects Under Development

- One City Centre

Current Projects

- Klapsons
- Dink Dink
- Baan Ying

Market Conditions and
Competitions



RESIDENTIAL PROJECTS - Projects Under Development



THE
LOFTS
RATCHATHEWI

The Lofts Ratchathewi

Phayathai Road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2020
Expected Construction Completion:	2023
Approximate no. of Units:	273
Approximate Total Project Value:	THB 3,780 mn
Sold Value to date:	THB 491 mn
Units Sold:	17%

“The Lofts Ratchathewi” is the 5th project in The Lofts series that still maintains the identity of a luxury condominium trend leader in Loft style. The project is situated in a convenient location, close to BTS Ratchathewi, BTS Phayathai and Airport Link Phayathai. Moreover, there will be a future new station of MRT Ratchathewi (a new station of the future MRT Orange Line) within just small steps from the project. The 3.7 and 4.7m high loft space is perfectly arranged, allowing for easy and comfortable living. A 33 floors building on 1-2-31.5 rai, or 2,526 sq.m., with total of only 273 units in the project offers privacy and extraordinary living experience.



RESIDENTIAL PROJECTS - Projects Under Development

40

RAIMON LAND PLC.

Tait 12

Tait 12

Sathorn 12 Alley, North-Sathorn Road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2019
Expected Construction Completion:	2022
Approximate no. of Units:	238
Approximate Total Project Value:	THB 4,327 mn
Sold Value to date:	THB 2,588 mn
Units Sold:	60%



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.



RESIDENTIAL PROJECTS - Projects Under Development

42

RAIMON LAND PLC.

THE
ESTELLE
PHROM PHONG

The Estelle Phrom Phong

Sukhumvit 26 Alley, Sukhumvit road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2019
Expected Construction Completion:	2022
Approximate no. of Units:	150
Approximate Total Project Value:	THB 5,124 mn
Sold Value to date:	THB 1,991 mn
Units Sold:	45%

“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 to 6 meters (depending on the format of the room).



RESIDENTIAL PROJECTS

- Completed and Ready to Transfer

THE
LOFTS
SILOM

The Lofts Silom

Pramuan Road, Silom, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2017
Construction Completion:	2019
Total Units:	268
Approximate Total Project Value:	THB 3,631 mn
Sold Value:	THB 2,836 mn
Transferred Value:	THB 327 mn
Units Sold:	84%

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).





RESIDENTIAL PROJECTS - Completed and Ready to Transfer

THE LOFTS ASOKE

The Lofts Asoke

Asoke Road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2016
Construction Completion:	2018
Total Units:	211
Approximate Total Project Value:	THB 3,234 mn
Sold Value:	THB 2,348 mn
Transferred Value:	THB 2,026 mn
Units Sold:	77%

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 – 87sq.m.) up to sky loft duplexes (76 – 145sq.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.





RESIDENTIAL PROJECTS - Completed and Ready to Transfer

MEWS
— YEN AKAT —
BY RAIMON LAND

Mews Yen Akat by Raimon Land

Yen Akat, Bangkok

As end of 2019

Tenure:	Freehold
Type:	5-bedroom, detached house
Main Contractor Commencement:	2015
Construction Completion:	2017
Total Units:	8 + 1 land plot
Approximate Total Project Value:	THB 501 mn
Sold Value:	THB 257 mn
Transferred Value:	THB 257 mn
Units Sold:	56%

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.





RESIDENTIAL PROJECTS - Completed and Ready to Transfer



THE DIPLOMAT
SATHORN

The Diplomat Sathorn

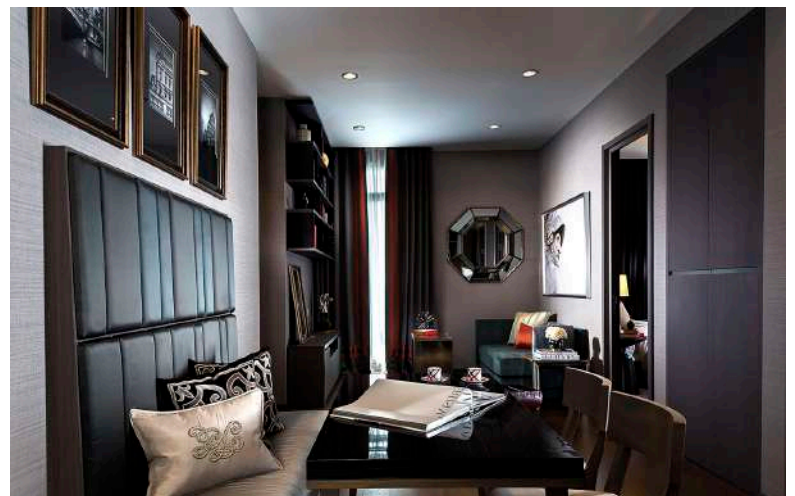
North Sathorn Road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Construction completion:	2016
Year of acquisition:	2018
Total Units ¹ :	9
Approximate Total Project Value ¹ :	THB 162 mn
Sold Value ¹ :	THB 30 mn
Transferred Value ¹ :	THB 30 mn
Units Sold ¹ :	22%

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", 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





RESIDENTIAL PROJECTS - Completed and Ready to Transfer



THE DIPLOMAT
39

The Diplomat 39

Sukhumvit 39 Alley, Sukhumvit road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Construction completion:	2018
Year of acquisition:	2018
Total Units ¹ :	107
Approximate Total Project Value ¹ :	THB 2,381 mn
Sold Value ¹ :	THB 2,021 mn
Transferred Value ¹ :	THB 1,998 mn
Units Sold ¹ :	92%



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.



¹ Count only ready-to-transfer units in the Diplomat 39 project which the Company acquired from KPNL



RESIDENTIAL PROJECTS - Completed and Ready to Transfer

THE RESIDENCE. THE LIFESTYLE. THE ADDRESS.

THE RIVER

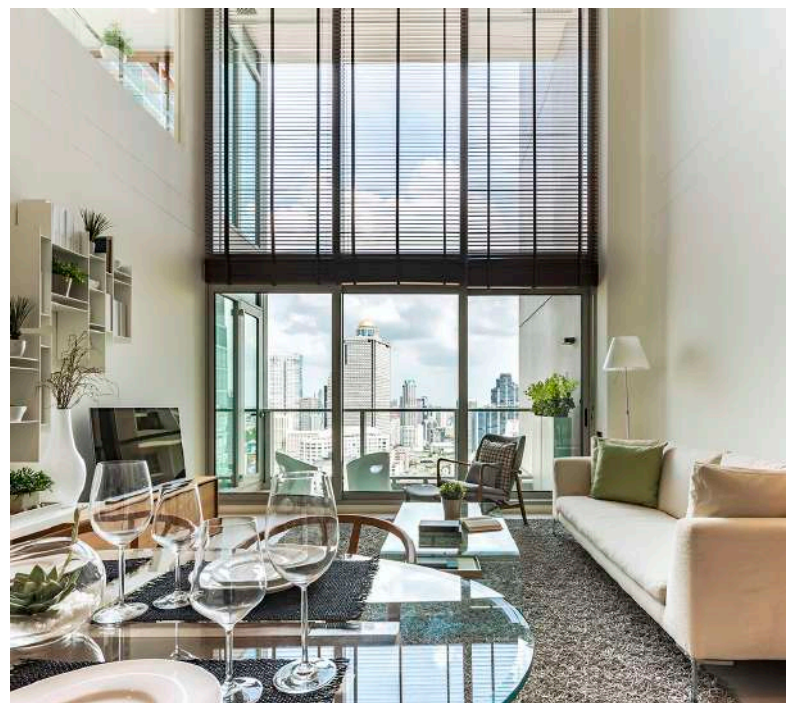
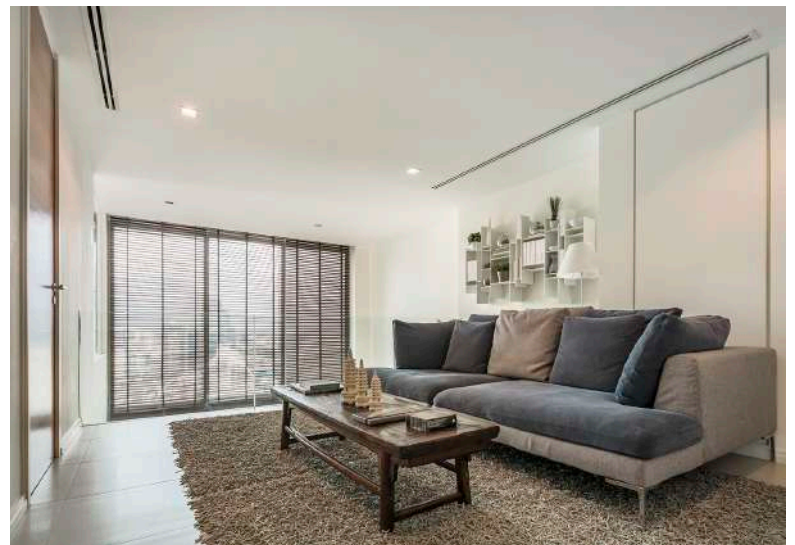
The River

Chareonnakorn road, Bangkok

As end of 2019

Tenure:	Freehold
Type:	Condominium
Main Contractor Commencement:	2008
Construction Completion:	2012
Total Units:	811
Approximate Total Project Value:	THB 14,434 mn
Sold Value:	THB 13,126 mn
Transferred Value:	THB 13,126 mn
Units Sold:	97%

Commanding the Bangkok's finest river views, The River offers its residents the ultimate lifestyle of luxury and convenience, with easy access to the CBD, prime shopping and entertainment districts, and approximately 120m of absolute river frontage. An unrivalled choice of 1-3 bedroom units, duplexes and penthouses offer unique and iconic design, and superb facilities. In 2012, The River was recognized by the Thailand Property Awards as the 'Best Luxury Condo Development (Bangkok)' and the 'Best Condo Development (Thailand)'. That same year, the property was recognized by the South East Asia Property Awards as the 'Best Condo Development (South East Asia)'.





RECURRING INCOME PROJECTS - Projects Under Development

56

RAIMON LAND PLC.



Office Building One City Centre

Ploenchit road, Bangkok

As end of 2019

Land Ownership: 30-year leasehold
(renewable with conditions)

Type of service: Office space for rent

Number of floors: 61 floors*

Gross floor area (GFA): 111,500 sq.m.

Net leasable area (NLA): 61,000 sq.m.

Main contractor commencement: 2019

Expected construction completion: 2022

Construction progress: 25%

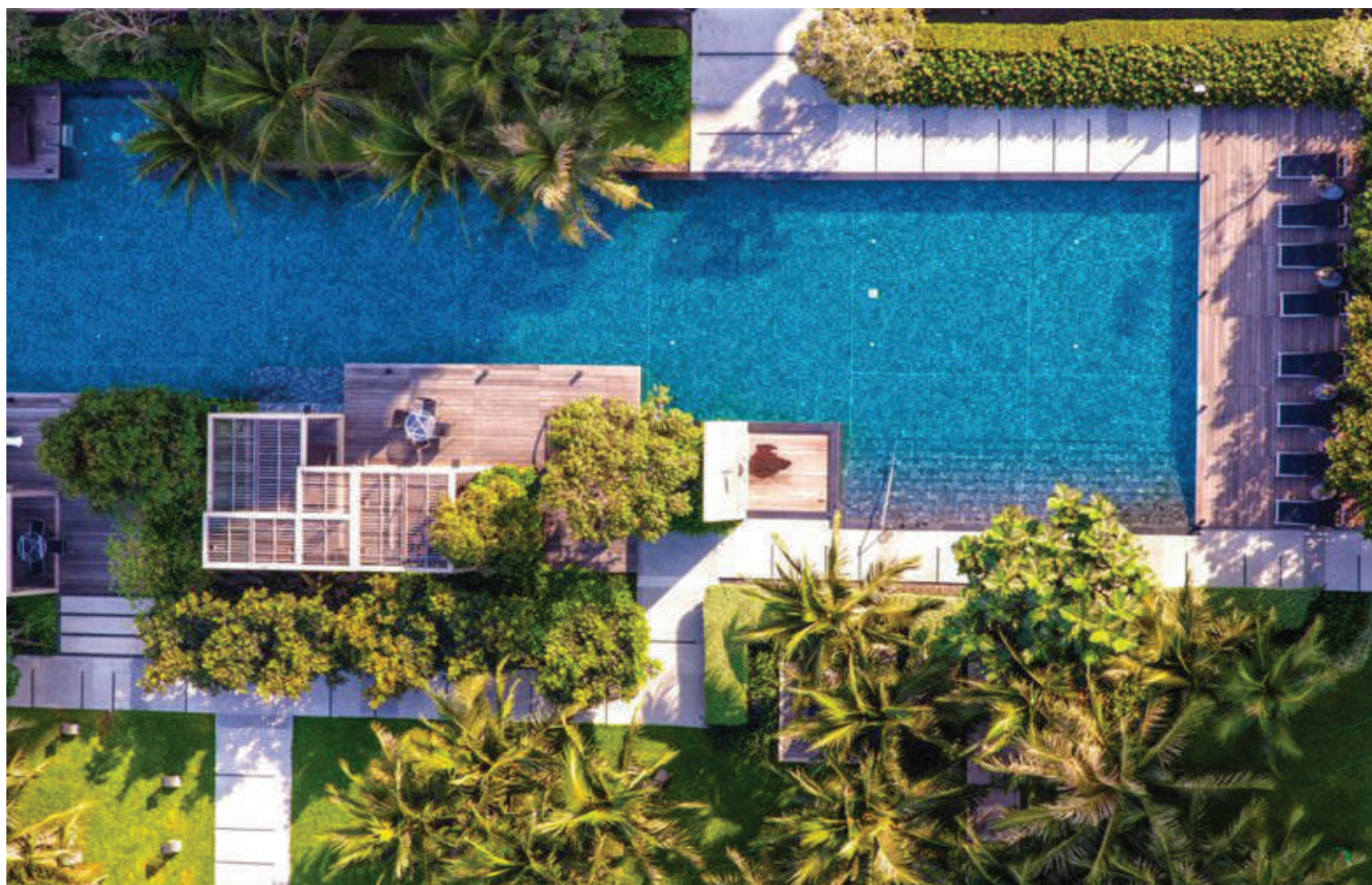
*note: details of the project may be adjusted, however, the floor for rental space will be 50 floors.



One City Centre or “OCC” is a grade A high-rise office building that has 61 floors, situate on Ploenchit road. The total investment value of approximately THB 8,000mn. the Company aims to achieve LEED (The Leadership in Energy and Environmental Design) Gold Certification from U.S. Green Building Council. The design and construction of the structure and facilities mainly aimed at energy conservation and comfortability of tenants. The total space comprises of office space for rent, food stores and retail space for rent as well as podium area or multifunction space in front of the building. The construction of the project is expected to complete within 4th quarter 2022.



RECURRING INCOME PROJECTS - Current Projects



Klapsons Service Apartment

Charoennakorn road, Bangkok

As end of 2019

Property Ownership:	The Company's own
Type of service:	Service Apartment
Number of units:	55 rooms
Room size:	58 – 232 sq.m.
Occupancy rate:	65%

Nestled inside the award-winning property, The River, situated at a prime waterfront location on the banks of the Chao Phraya River, “Klapsons” residences features 55 stunning river-view rooms with intelligently designed living spaces and generous facilities like hotels. Unit size ranges from 58 to 232 sq.m.



RECURRING INCOME PROJECTS - Current Projects (Food & Beverage)



Dink Dink Noodle Store

As end of 2019

First branch – 1st fl. Royal Square @Novena,
Singapore

Restaurant area:	58 sq.m.
Number of seats:	58 seats
Average price per dish:	SGD 6 - 9

2nd branch – Foodfare at Marina Bay
Financial Center (MBFC), Singapore

Restaurant area:	20 sq.m.
Number of seats:	sharing area in a food court
Average price per dish:	SGD 5 - 7

3rd branch – Food Republic at Far Eastern A13,
Taiwan

Restaurant area:	20 sq.m.
Number of seats:	sharing area in a food court
Average price per dish:	TWD 140 - 170





Baan Ying, Thai Restaurant

2nd fl. Royal Square @Novena, Singapore

As end of 2019

Restaurant area:

257 sq.m.

Number of seats:

122 seats

Average price per dish:

SGD 12 - 15



MARKET CONDITIONS AND COMPETITION

The Real Estate Market

In 2019, several government's rules and regulations have been changed which had a direct affect on residential developers in Bangkok and its vicinity. These include, 1) the supervisory criteria governing housing loans, in which commercial banks were expected to reduce the loan to value ratio (LTV) for the second residence onwards (in case the installments for the first residence has not yet been completed), or residences priced at 10 million baht or more, and reduce the proportion of total loans (top-up loans including housing loans) to the value of collateral not exceeding the specified ceiling (effective since April 2019). This is in order to reduce speculation in the property sector and the uncertainty of future collateral values, 2) the Land and Buildings Tax Act (effective from January 2020) which may increase tax burdens for entrepreneurs with large outstanding supply, in particular, completed condominiums will be taxed if they are not sold out within 3 years from the effective date of the Act.

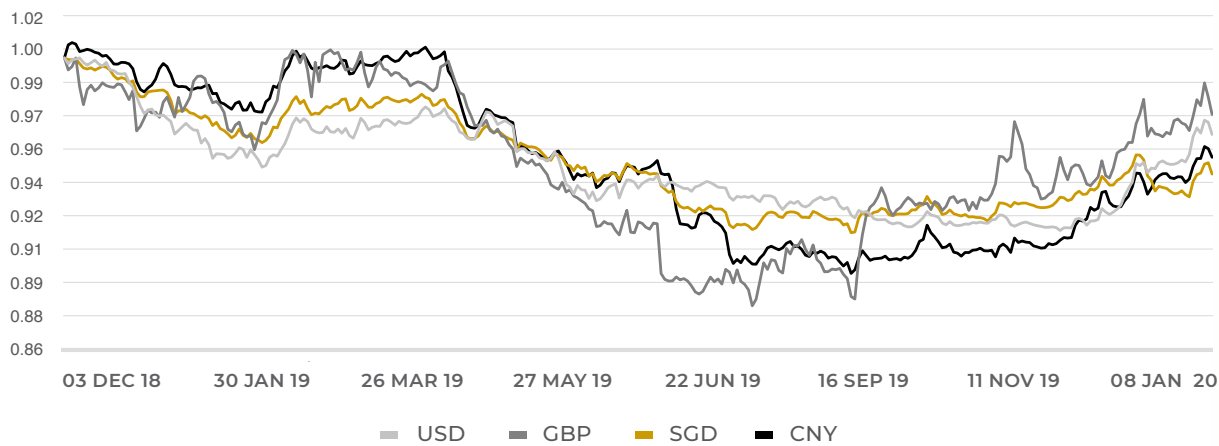
These factors have resulted in affecting the real estate business as a whole. According to the Bank of Thailand report for the 4th quarter of 2019¹, it concluded that the overall real estate business continues to contract, especially the condominium market, which has shown an oversupply in some locations thus causing operators to delay the launch of new projects and applying pricing strategies and the provision of promotional gifts to remedy the situation. On the other hand, the overall demand has also declined in line with the economic conditions and the cautious approach in granting credit of financial institutions. Additionally, the land and building tax has also increased concerns amongst long-term investors in delaying their investment decisions. However, the factors that helped in remedying the situation were low interest rates and a freeze on housing prices. Since August 2019, the Monetary Policy Committee of the Bank of Thailand has announced three policy rate cuts, from the original 1.75% to 1.00% per annum in February 2020. This is considered as the lowest post-2009 financial crisis policy interest rate.

For the year 2020, the Bank of Thailand has assessed that the Thai economy is likely to expand lower than previous estimates, and is expected to be much lower than the potential level due to the global spread of the novel coronavirus, the delay in the dispersing of the state's annual budget and drought will severely affect several businesses and the related employment market. Tourism is inclined to decrease from the original estimation, and the export of products is also expected to contract in response to the economy of the trading countries, as well as the potential impact on the regional production chain².

Another crucial factor affecting the real estate market is the appreciation of the Thai baht. This will have a direct impact on real estate developers with foreign clients, as customers may delay the transfer of assets as it requires a higher amount of the clients' respective currencies to receive transfers of the property ownership in Thailand. Compared to other major currencies in the world for the past 1 year, it can be seen that between the period of December 2018 to February 2020, the baht has strengthened to a maximum of approximately 12 percent as compared to the pound sterling. However, from the graph below, it can be seen that the Thai baht has started to depreciate towards the end of 2019.

¹ Business Outlook and Trend Report 4th Quarter 2019, Bank of Thailand

² Source: BOT News, Issue No. 5/2563, 5 February 2020, Bank of Thailand

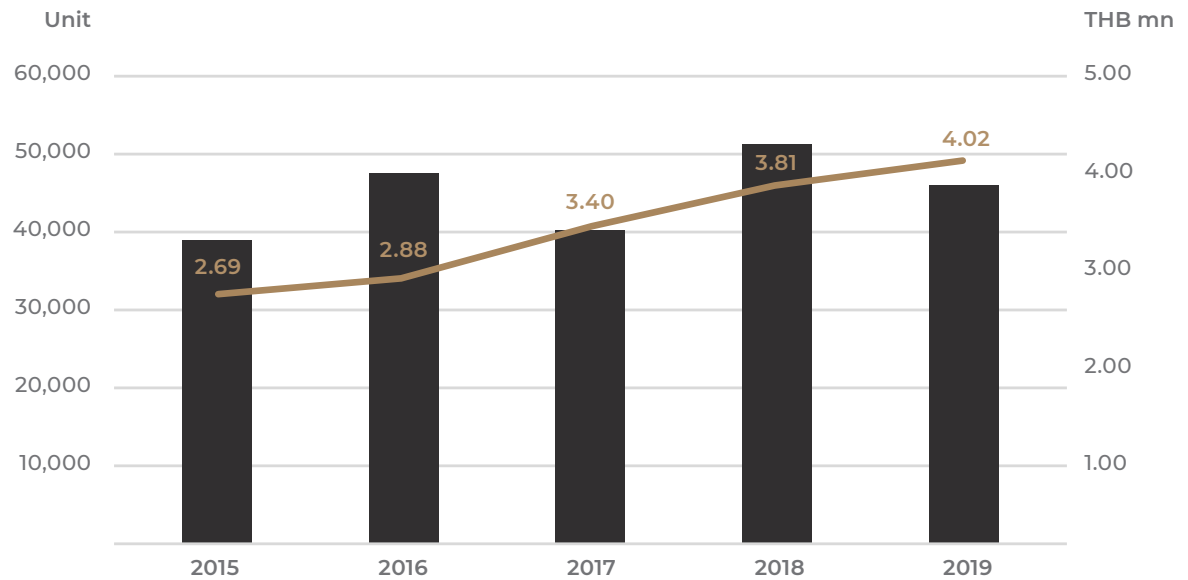


The exchange rate indices movement of the Thai baht, the US dollar, the pound sterling, Singapore dollar, and Chinese Yuan, using the rate of 3 December 2018 as the base price.

Source: The Bank of Thailand

For the overview of luxury condominiums¹, there was a total of 1,973 luxury condominiums units that were completed in 2019, which is a decline from 2018 where 2,119 units were completed. 2019 saw the opening of a total 9 new luxury projects, down from 10 projects launched in 2018. However, the total number of units has increased to 2,878 units from 2,512 units in 2018. This indicates that condominium developers still place significant importance to the upper-level market due to the strong purchasing power and which is unlikely to be affected by the economic slowdown and the tightening of regulations for loan applications.

¹ Counting only condominium projects in Bangkok and its vicinities, with an average sales price of THB 10 million or more per unit.

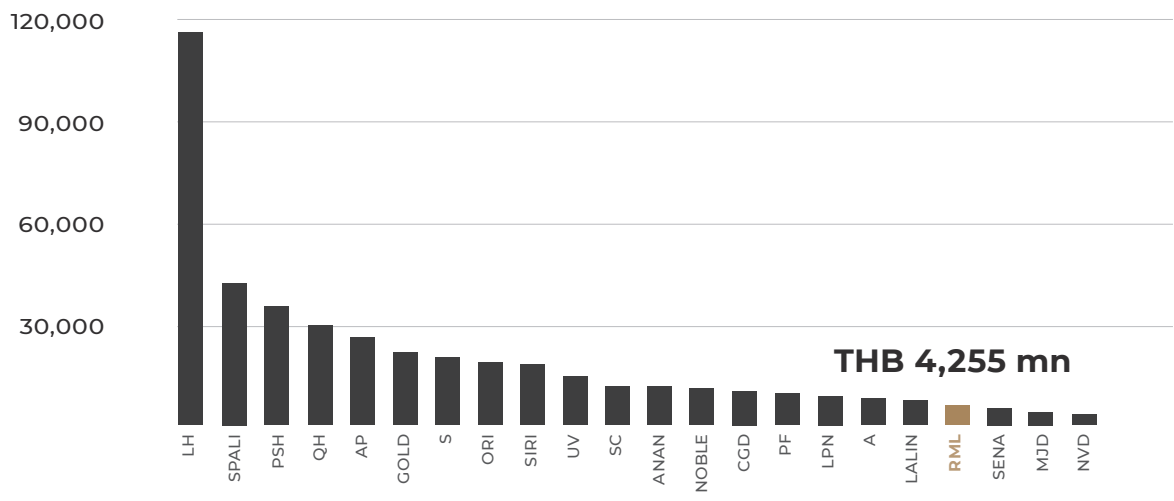


Summary of the number of residential unit ownership transfer from legal entities in Bangkok, and the average price per unit between 2015 - 2019

Source: Real Estate Information Center, of the Government Housing Bank (www.reic.or.th)

Demand for the market as a whole in 2019 has seen the transferal of 45,928 condominium units, down 5,044 units from 2018, or a decline of 9.90%. The average price per unit show a slight increase from 3.81 million baht to 4.02 million baht per unit, an increase of 5.64%. On the supply side, it is well known that throughout 2019, the condominium market in Bangkok has shown signs of slowing down. Developers have reduced the launch of new projects by more than 40% from the original development plans, and have postponed the sales of some projects to 2020. It was found that about 44% of new condominiums, or 19,514 units, are located in the outer Bangkok area, where land prices are not high yet. There were only 18 projects, or approximately 5,753 units, that were launched in the inner-city area (Sathorn, Silom, and lower Sukhumvit)¹

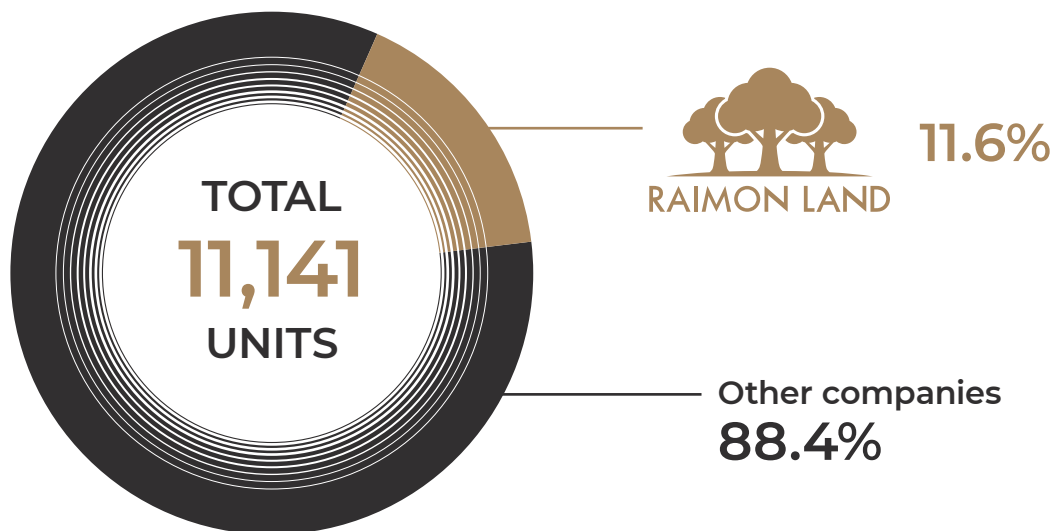
Number of Competitors, Size of the Company in comparison with other players, position and competitiveness of the Company



Source: www.SetSmart.com (as of 31 December, 2019)

¹ TerraBKK.com - <https://www.terrabkk.com/news/197034>

Although the Company is a medium-sized market cap company, its market share is still ranked in the top 3 of the luxury residential development market (the ultra-luxury segment)¹, which is comparable to companies with large market caps. When considering the condominium market that is scheduled to be completed in 2018, the Company has a market share of 11.6%². This is due to the Company's policy in creating premium Grade A work, and has consistently maintained a good reputation among the top-level customer base, and has inevitably resulted in referrals among friends and acquaintances, which is a major marketing strength that the Company has applied throughout the past.



The proportion of the Company's condominium units, as compared to the number of units in the luxury market.¹

Amidst unfavorable market conditions, and considering the fact that the Company has constantly dedicated its focus on building residential projects, for long-term investments, and conducting preliminary studies on location and the actual needs of its target customers before the start of every project, has contributed tremendously to the Company's success despite the overall economic slowdown.

¹ Counting only the number of condominium units in Bangkok vicinities, with an average sales price of 10 million baht or more, and is scheduled to be completed from 2018 onwards. Data as of 31 December 2019. (Source: CBRE, JLL, REIC and company research)

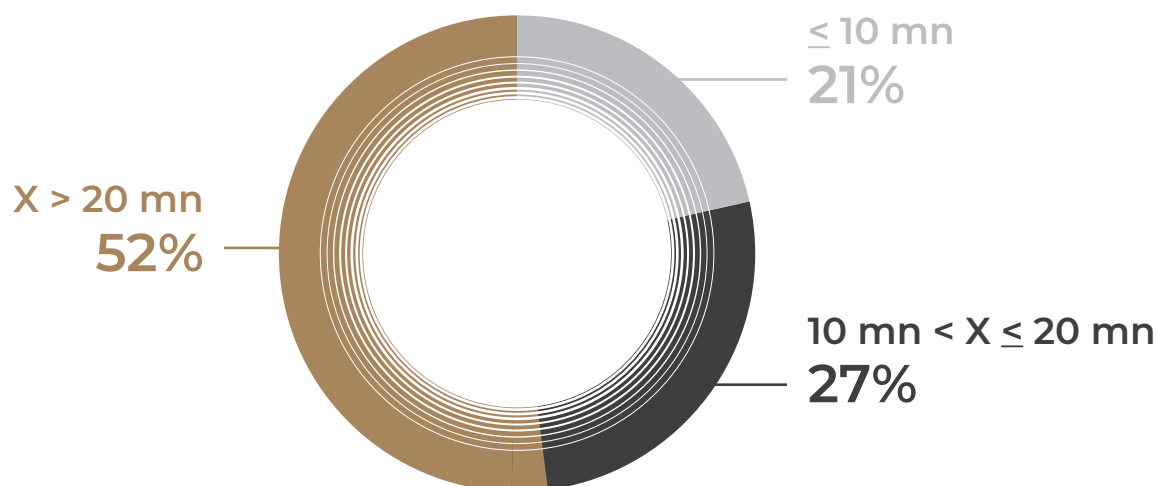
² Cludes 6 projects of the Company; i.e. The Lofts Ratchathewi, The Estelle Phrom Phong, Tait 12, The Lofts Silom, The Lofts Asoke, and The Diplomat 39.

Marketing Policy

The Company is confident in its belief that the market demand trend of ultra-luxury and luxury condominiums still remains strong. For the ultra-luxury market, the key factor in customers' decisions, relies on the potential of the location and the uniqueness of the project, which differs slightly from the luxury market, which in addition to the location factor, also involves the consideration on the price factor and the value of the condominiums. Both target groups currently already own first residences, therefore, their purchases of second residences is mainly for investment purposes or as their second home, and would influence their decision in choosing a familiar location and suites that can serve a useful and practical functionality.

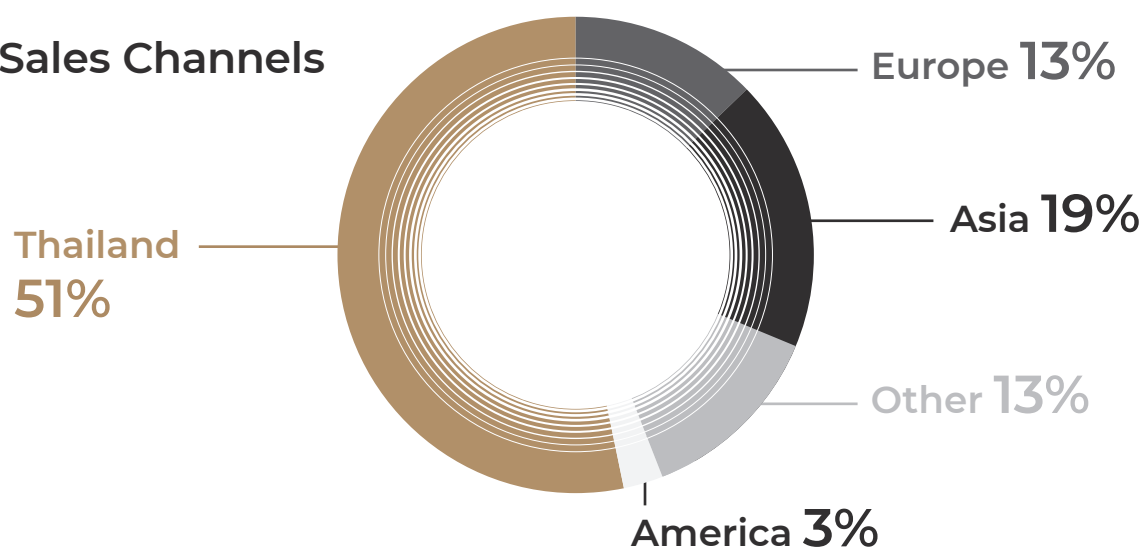
This is due to the current market conditions, whereby freehold properties in the city centre is limited in supply and are highly-priced, combined with the government's policy of expanding the electric train routes in Bangkok and its surrounding vicinities, has made commuting even more convenient. From the above reasons, the Company has, therefore, began to look for properties in a wider variety of locations for its residential project developments, and thus the various projects are now not just limited to the inner Bangkok area (CBD) as before. However, all of the future Company's projects will still emphasize on its strength and expertise in providing ultra-luxury and luxury projects as it has done so in the past. Moreover, another important strategy of the Company in differentiating itself from other players is to present a variety of innovations for its projects, from project design right up to the home management systems by applying creative technology to financial management and customer relations, in order to set new standards and improve the quality of life for its residents. These include the Smart Home System, in which residents can adjust lighting levels, communication systems, home security systems, and energy saving functionalities via a touch screen, or the initiation of a dual key access, where it provides convenience for customers who would like to invest in a unit and rent it out to 2 separate individuals within the same apartment, to which privacy can still be maintained simultaneously.

With its continuous determination to create the best, the Company's projects have been very well received by customers, and has firmly established the Raimon Land brand to the forefront of luxury residences. In 2019, the Company's existing customers portfolio extended their trust and has continuously provided referrals to their friends and acquaintances. The Company has successfully applied this strategy on a constant basis, as it positions itself as an entrepreneur who focuses on meeting the needs and satisfaction for high-end customers. The majority of the customers are able to transfer the ownership of these condominiums without the need for bank loans. Sales and revenue from the transfer of the Company's condominium units, therefore, has not been affected by the change in regulations on mortgage loans from the Bank of Thailand in the past year.



Unit value of residential properties sold by the Company in the past 5 years (2015 – 2019)

Sales Channels



Proportion of Units Sold categorized by customers' nationality, for the past 5 years (2015 -2019)

During the past year, in terms of residential real estate sales, the Company has extensively utilized the services of property agencies and its own internal sales staff in the proportion of 21% and 79% respectively, as its main sales channels.

The Company is still continuously searching for opportunities to develop commercial real estate, as well as office buildings in Bangkok. In 2019, the Company began the construction of an office building and retail spaces for rent under the name of the One City Centre Project ("OCC"), by targeting for the building to receive

the LEED¹ Gold rating. The rating will facilitate support to the domestic and international demand for rental of high standard office spaces. The project is expected to generate revenue by the year 2022, and is a joint investment with Japan's Mitsubishi Estate Asia (MEA Commercial Holding Pte. Ltd.). However, entering into the property rental business is an implementation of a strategy for generating regular income from rental fees to reduce income volatility, as well as to maintain the stability of the Company's cash flow in the long term, which is an addition to the present residential project development.

Food & Beverage Market

Regarding the Company's intention towards diversification to other businesses aside from real estate, combined with the study and analysis conducted by the Company regarding the changes that are part of the 5 global mega trends, which are the social and demographic changes, i.e. the rapid urbanization^{2,3}, as can be seen from the past where 10 megacities with more than 10 million people, only existed 30 years ago, to a staggering 28 such cities presently. More than half of the world's population live in urban communities due to the availability of various services, conveniences, and better opportunities, in various fields such as work, education, medical treatment, social and cultural activities, etc., In addition to the increase of population in urban communities, there has been an increase in the elderly population. It is predicted that by 2050 or approximately 30 years from now, there would be approximately 2,100 million people who will be aged 65 years and over globally.

From the aforementioned mega trend, the Company sees an opportunity to build a business in the food and beverage sector due to its urban nature that will result in changes in the consumers' lifestyles, whereby a more hectic lifestyle and requirements for more convenience has become more apparent. Eating out has become an integral part of the daily life. In addition, the current working-age population which would eventually develop into the elderly in the future, have started to look for healthy food and beverage products, are now being more meticulous and has attached great importance to the quality of food.

Dedicated exclusively for the food and beverage business, the Company's subsidiary, Siam Spoon, has signed a joint venture agreement with Bangkok Wooden Spoon Co., Ltd., which is managed by the same owner as Baan Ying Restaurant in Thailand, and established a Singapore-registered joint venture company, BAAN YING PTE. LTD., with the objective to grow food and beverage business in ASEAN.

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

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

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

MANAGEMENT AND CORPORATE GOVERNANCE

MENT PORATE NCE



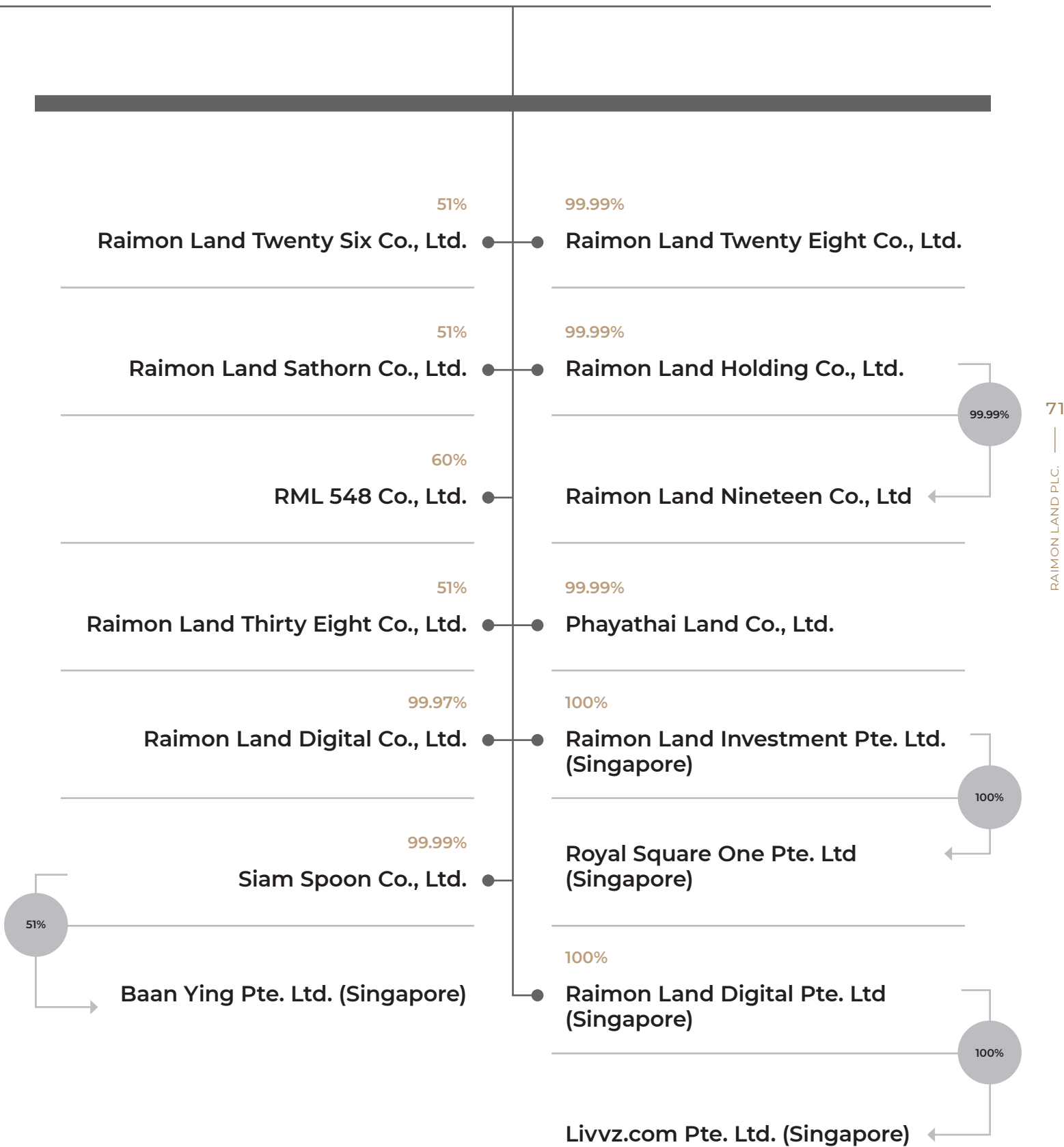
CORPORATE STRUCTURE

Raimon Land Public Company Limited

70
RAIMON LAND PLC.



Raimon Land Public Company Limited



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
1. Raimon Land Public Company Limited (0107536001508)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892 E-mail: ir@raimonland.com Website:www.raimonland.com	Property Development	4,172,484,127	4,172,484,127	
Subsidiaries					
1. The River Co., Ltd. (0105534045182)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Investment for property rental/ provide services	7,000,000	7,000,000	99.99%
5. Raimon Land Planner Co., Ltd. (0105543094441)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	500,000,000	500,000,000	99.99%

Name of Company (Registration number)	Address	Business Type	Authorized Capital (THB)	Paid-up Capital (THB)	% Held
7. Raimon Land Residences Co., Ltd. (0105551069892)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development and/orinvestment in subsidiaries for project development	10,000,000	10,000,000	99.99%
8. Raimon Land Unixx Co., Ltd. (0105551070491)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	2,300,000,000	1,737,500,000	99.78%
9. Raimon Land Services Co., Ltd. (0105553005034)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Services/ property development services	500,000	500,000	99.96%
10. Raimon Land Ekkamai Co., Ltd. (010555172779)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	10,000,000	5,000,000	99.99%
11. Asangha Realty Co., Ltd. (0105559129100)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	1,073,720,000	1,073,720,000	51.00%

Name of Company (Registration number)	Address	Business Type	Authorized Capital (THB)	Paid-up Capital (THB)	% Held
15. RML 548 Co., Ltd. (0105560145890)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	2,166,666,600	2,166,666,600	60.00%
16. Siam Spoon Co., Ltd. (0105560145881)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Investment	15,000,000	15,000,000	99.99%
17. Raimon Land Sathorn Co., Ltd. (0105560163871)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 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, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	577,000,000	577,000,000	99.99%
20. Raimon Land Thirty Eight Co., Ltd. (0105561192956)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	1,739,640,000	1,217,748,000	51.00%
21. Raimon Land Digital Co., Ltd. (0105561207180)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Buying and selling property for non- residential purpose	1,000,000	250,000	99.97%
22. Raimon Land Twenty Eight Co., Ltd. (0105561203770)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	512,410,300	512,410,300	99.99%

Name of Company (Registration number)	Address	Business Type	Authorized Capital (THB)	Paid-up Capital (THB)	% Held
23. Raimon Land Holding Co., Ltd. (0105561187111)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Investment and property development	159,662,400	159,662,400	99.99%
24. Raimon Land Nineteen Co., Ltd. (0105560198268)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	50,000,000	50,000,000	99.99%
25. Raimon Land Twenty Four Co., Ltd. (0105562131853)	Rajanakarn Building, 19th Floor, 3 South Sathorn Road,Yannawa, Sathorn, 10120 Tel : 66 (0) 2029 1889 fax : 66 (0) 2029 1892	Property Development	5,000,000	1,250,000	99.99%
26. Raimon Land Investment Pte. Ltd. (Singapore)	114 Lavender Street #11-73 CT Hub 2 Singapore 338729	Property Development and Holding Company	1,655,002 SGD	1,655,002 SGD	100%
27. Raimon Land Digital Pte. Ltd (Singapore)	114 Lavender Street #11-73 CT Hub 2 Singapore 338729	Property Development	2 SGD	2 SGD	100%
28. Baan Ying Pte. Ltd. (Singapore)	103 Irrawaddy Road, #02-07, Singapore 329566	Food & Beverage in Singapore	2,160,000 SGD	2,160,000 SGD	51%
29. Livvz.com Pte. Ltd. (Singapore)	114 Lavender Street #11-73 CT Hub 2 Singapore 338729	Online service for sell or rent of property	635,300 SGD	635,300 SGD	100%
30. Royal Square One Pte. Ltd. (Singapore)	103 Irrawaddy Road, #01-08, Singapore 329566	Investment Holding Company	50,000 SGD	50,000 SGD	100%

Other Related Companies	Address	Type/Relation
1. Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd	AIA Sathorn Tower, 23rd - 27th Floor, 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok, 10120 Tel : 66 (0) 2034 0000 , fax : 66 (0) 2034 0100 Website: www.deloitte.com	Auditor of Raimon Land and its subsidiaries
2. The Capital Law Office Limited	44 Smooth Life Tower 16th Fl., 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	34th 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	Legal Advisor of Raimon Land
4. DLA Piper (Thailand) Limited	47th Floor, Unit 4707 Empire Tower, 195 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel : 66 (0) 2686 8500 , fax : 66 (0) 2670 0131 Website: www.dlapiper.com	Legal Advisor of Raimon Land
5. LawAlliance Limited	14th Floor, Lumpini Tower, 1168/22 Rama IV Road, Thungmahamek, Sathon, Bangkok 10120 Tel : 66 (0) 2677 6300-2 , fax : 66 (0) 2677 6304 Website: www.lawalliance.co.th	Legal Advisor of Raimon Land

Other Related Companies	Address	Type/Relation
6. Chandler MHM Limited	36th Floor, 98 Sathorn Square Office Tower, North Sathorn Road, Silom, Bangrak, Bangkok 10500 Tel : 66 (0) 2009 5000 , fax : 66 (0) 2009 5080 Website: www.chandlermhm.com	Legal Advisor of Raimon Land
7. Thailand Securities Depository Co., Ltd.	93 Ratchadaphisek Road, Dindaeng, Bangkok 10400 Tel : 66 (0) 2229-28000 , fax : 66 (0) 2654 5427 TSD Call center: 0 2229-2888 Website: www.set.or.th/tsd	Securities Registrar of Raimon Land
8. 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
9. Siam Commercial Bank Public Company Limited	9 Ratchadapisek Rd., Jatujak Bangkok 10900 Tel : 66 (0) 2544 1000 Website: www.scb.co.th	Financial Institution of Raimon Land
10. Bank of Ayudhya Public Company Limited	1222 Rama III Road, Bang Phongphang, Yan Nawa, Bangkok 10120 Tel : 66 (0) 2296 2000 Website: www.krungsri.com	Financial Institution of Raimon Land

CAPITAL STRUCTURE AND SHAREHOLDERS

Registered and Issued and Paid-up Capital

Common Share (RML)

As of 31 December 2019, The Company has only one type of share which is common share. Details of registered capital and issued and paid-up capital as follows:

Authorized Capital* (million shares)	4,172.5
Issued and Paid-up Capital (million shares)	4,172.5

Remark * Par Value 1 Baht per share

Shareholders

Major Shareholders

List of top 10 major shareholders and shareholding structure whose name appears on the Company's share register book as of 12 March 2020 has details as follows:

Shareholders	Shareholding Structure	
	Shares	(%)
JS ASSET MANAGEMENT PTE. LTD.	893,000,000	21.40
KPN Land Co., Ltd	858,700,000	20.58
Mr. Jirawud Kuvant	253,086,400	6.07
Mr. Mongkol Prakitichaiwattana	171,238,000	4.10
CREDIT SUISSE (SWITZERLAND) LTD.	150,000,000	3.60
Thai NVDR Co., Ltd.	131,127,008	3.14
Mr. Kris Narongdej	68,698,300	1.65
RHB INVESTMENT BANK BERHAD (RETAIL) KL MAIN	54,000,000	1.29
Mrs. Supranee Chaichukiat	47,100,000	1.13
Mr. Chuchart Chaichukiat	42,400,000	1.02
Total	2,669,349,708	63.98%

Other Securities

Warrants

As of 31 December 2019, the Company has no outstanding warrants

Bill of Exchange

As of 31 December 2019, the Company has following bills of exchange outstanding

Issuer	Issue Date	Discount	Due Date	Face Value
Asia Plus Securities Co., Ltd	22 July 2019	4.20%	17 January 2020	200,000,000 THB
Total				200,000,000 THB

Debentures

As of 31 December 2019, the Company has following debentures outstanding:

Detail	Value (Million)	Terms (Year)	Interest Rate* (%)	Maturity
Debenture of Raimon Land PLC No. 1/2017, maturity in 2020	711.7	3	4.70	20 June 2020
Debenture of Raimon Land PLC No. 1/2018, maturity in 2020	214	2	5.50	17 December 2020
Debenture of Raimon Land PLC No. 1/2019, maturity in 2022	1,005	3	5.50	1 August 2022
Debenture of Raimon Land PLC No. 2/2019, maturity in 2021	194	2	5.25	4 December 2021

* 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

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.

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.

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.

Statutory Reserve for the Subsidiarie

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

Dear 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;

	Number of Attendance
1. Mr. Kris Thirakaosal (Independent Director) Chairman of Nomination and Remuneration Committee	3/3
2. Mr. Rathian Srimongkol (Independent Director) Member of Nomination and Remuneration Committee	3/3
3. Mr. Lee Chye Tek Lionel Member of Nomination and Remuneration Committee	2/3

In 2019, the Nomination and Remuneration Committee held 3 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 consider and approve 2020 Annual pay raise and 2019 bonus payment to CEO.
2. To acknowledge 2020 Annual pay raise and 2019 bonus payment to staff.
3. To acknowledge 2019 Report of the Nomination and Remuneration Committee.
4. To consider the 2018 bonus payment to Directors.
5. To determine Directors' Remuneration for the year 2019.
6. To consider the reappointment of new directors replacing those retired by rotation.
7. To consider appointment of a Director to replace the resigned Director.
8. To consider appointment of a new Independent Director to replace the resigned Director.
9. To consider the appointments and remunerations of new Directors to replace the resigned Directors.

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.

Monetary Remuneration

- Directors' Remuneration⁽⁴⁾

Name	Remuneration in 2019 (THB)
Prof. Dr. Surakiart Sathirathai ⁽¹⁾	2,389,726.03
Mr. Rathian Srimongkol	881,712.33
Mr. Kris Thirakaosal	857,654.79
Ms. Nuch Kalyawongsa ⁽²⁾	258,000.00
Mr. Bancha Wudhiprecha ⁽¹⁾	458,769.86
Mr. Kris Narongdej ⁽³⁾	136,666.67
Mr. Korn Narongdej ⁽³⁾	39,633.33
Total	5,022,163.01

Remarks: (1) Prof. Dr. Surakiart Sathirathai and Mr. Bancha Wudhiprecha, resigned from directorship, effective from 1 October 2019

(2) Ms. Nuch Kalyawongsa resigned from directorship, effective from 1 July 2019

(3) Mr. Kris Narongdej was appointed to be director in place of Prof. Dr. Surakiart Sathirathai and Mr. Korn

Narongdej was appointed to be director in place of Ms. Nuch Kalyawongsa, effective from 20 November 2019

(4) All directors, except Executive Directors, shall receive monthly director fee.

- Management's remuneration*

Type of remuneration	Remuneration in 2019 (THB)
Salary	60,454,368.00
Bonus	14,499,461.40
Contribution to Provident Fund	2,780,468.40
Others	6,196,728.00
Total	83,931,025.80

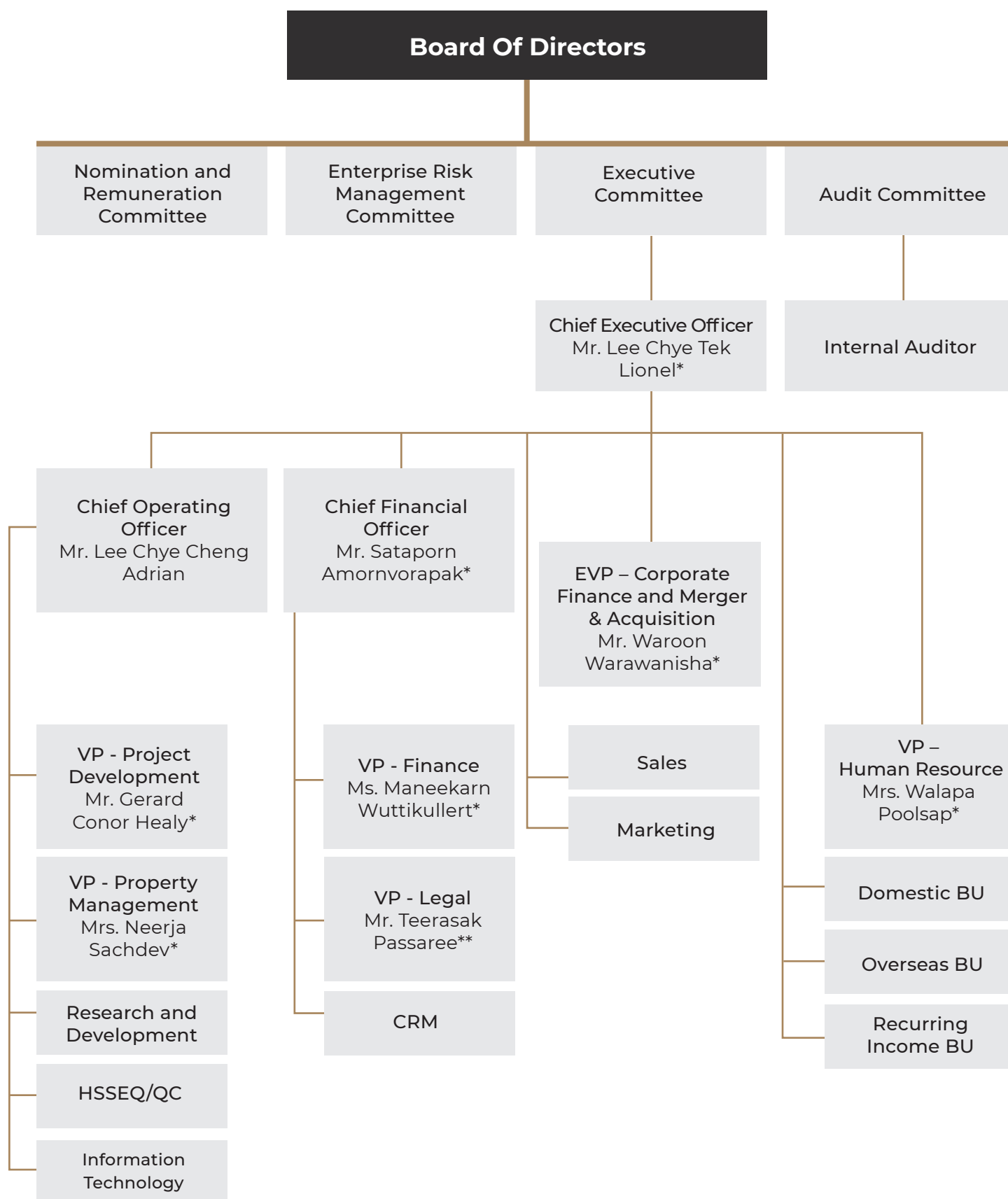
*Remark: "Executives" means the manager or the next four executives succeeding the manager, the persons holding equivalent position to the fourth executive according to the Notification of Capital Market Supervisory Board TorJor. 23/2551 (section 89/1) In this case, referred to employees who are in the position of vice president or above, until the chief executive officer who is the manager and highest executives. As of 31 December 2019, there are a total of 9 executives, comprises of 4 executive directors and 5 executives as detailed in the diagram in Management structure

Other Types of Remuneration

As of 31 December 2019, the Company has no other warrant issued to Directors, Management and/or the Employees of the Company left.

MANAGEMENT STRUCTURE

Management structure of Raimon Land Public Company Limited as of 31 December 2019



* 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 2019, the Company had a total of 214 employees not including directors and executives of Raimon Land under the Notification of Capital Market Supervisory Board TorChor 23/2551 (Article 89/1). Details of employees as per departments as following:

Departments	Number or employees
Research & Business Development	7
Customer Relations Management	24
Project Development	29
Direct Marketing	6
Executive Office	4
Customer Relations Management - Post Handover	10
Finance & Accounting	24
Corporate Finance	4
Human Resources	4
Administration	15
Internal Audit	1
Information Technology	4
Legal	2
Marketing	11
Property Management	2
Property Management (Raimon Land Services Co. Ltd.)	31
Sales	30
Others	6
Total	214

Reason / policy In the event that having significant changes in the number of employees or having labor dispute (during the past 3 years)

None

Employee Remuneration

Types of Remuneration	Total Remuneration in 2019 (THB)
Salaries and Overtime	132,143,020.79
Bonus	17,946,965.00
Sales Commission	40,898,081.31
Contribution to the Employee provident fund	5,033,792.65
Others	8,059,899.67
Total	204,081,759.42

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://rml.listedcompany.com/>

Summary Table of Staff Training

Item	Details	Hours
1	Real Estate Regulation	34
2	IR Fundamental Course	32
3	Be a Talent Sourcing Pro	8
4	Accounting issue regulation	3.50
5	Guidelines for Acquisition / Dispose of Securities by Online Report Systems	7
6	Penetrating the issue of property, plant and equipment, and relevant financial reporting standards	18
7	New trends of hotel investment & updated Thai hotel	17
8	Enhancing good corporate governance based on CGR	7.50
9	Job Analysis	8
10	Remuneration Management	16
11	Refreshment of the role and expectation of CEO	32
12	Architects Act 2000 and Building Control Act / Educational Sector Role in Town Planning	2.50
13	Cyber Defense Initiative Conferences 2019 IT General	32
14	General Business English Communications	450
15	360 Degree Feedback Training	540
16	Wealth Dynamics Seminar	280
17	Windows 10+ Cyber Security Training	
18	Personal Income Tax & Stamp Duty Training	175
19	Corporate Planning	231
20	Anti-Corruption and Risk Management Training	540
21	360 Follow up session & Clifton Strength	150
22	Writing a Job Description	450
23	Inside Microsoft Office 365	560
24	Core Value	540
Total		4,415.50

Remarks: Average training session for staff is 24.53 hour per person

CORPORATE GOVERNANCE

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' including Corporate Governance Code for listed companies 2017 as follows:

Report of Good Corporate Governance Principles Implementation for the year 2019

For the year 2019, the Company received the quality evaluation of the arrangement of the Annual General Meeting of Shareholders for the year 2019 by the Thai Investors Association at 93 out of 100 points and received the results of the corporate governance survey of listed companies for the year 2019 at "Very Good" level (4 stars) from Thai Institute of Directors Association for the 3rd consecutive year.

Moreover, in 2019, the Board of Directors evaluated and reviewed the adoption of the CG Code in the organization's work and oversight within the business contexts of the Company. The Board of Directors has also complied with the principles of good corporate governance, which consists of 5 principles:

Principle 1	Rights of shareholders
Principle 2	Equitable Treatment of Shareholders
Principle 3	Role of stakeholders
Principle 4	Disclosure and transparency
Principle 5	Responsibilities of the Board of Directors

Detail as follows:

Principle 1 Rights of shareholders

(1) Fundamental Rights: The Company shall not take any actions that may infringe or deprive the rights of shareholders and shall encourage the exercise of fundamental right by its shareholders such as:

- Right to purchase, sale or transfer shares: The Company has appointed Thailand Securities Depository (TSD) to perform the duty as its securities registrar to provide convenience to shareholders regarding securities registration matters of the Company.
- Right to Receive Share of Profits: The Company allocated profits to shareholders in the form of dividends. The company shall pay dividends to all shareholders according to their shareholding proportion.
- The Right to Receive Adequate and Accurate Business Information In a Timely Manner.
- Right to Attend Shareholders' Meetings: Including the rights to express opinions, provided suggestions, inquire information and the rights to vote in various matters of the Company and etc.

(2) Right to know important information: Every shareholder has the right to know information equally. The Company has disclosed up-to-date and adequate important business information to shareholders via the news channel of the SET, the Company's website and the Company's newsletter in both Thai and English, to provide the shareholders more channels to access the Company's various important business information in a timely manner.

(3) Right to Attend Shareholders' Meetings and facilitate shareholders: The Company shall promote, encourage and facilitate its shareholders whether its major shareholders, minor shareholders, foreign shareholders and institutional shareholders, to participate in its shareholders' meeting and exercise their rights in decision making of important matters of the Company.

- The Company has arranged the General Shareholders Meeting once a year within 4 months after the end of the fiscal year. In case of any urgent matters the Company might call an extraordinary shareholders meeting as necessary. The Board of Directors, Management, Auditors and Legal Advisor have attended the shareholders' meeting to answer questions at the meeting.
- The Company shall facilitate the shareholders' attendance by convening the shareholders' meeting at a conveniently accessible venue, with a clear map enclosed with the notice, date and time of the meeting shall not be on holiday. Moreover, the Company has used barcode system for more accuracy and faster registration and voting process as well as allocate adequate time for the meeting.
- The shareholders shall receive the notice of meeting at least 7 days in advance (or within the applicable timeframe as prescribed by law) together with supporting documents that specifies the date, time and venue of the meeting. The notice 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 information for decision making process in a timely manner. The shareholders can download the notice of the meeting and supporting document on the Company's website, which available both Thai and English. Moreover, meeting schedule was published on the daily newspaper for at least 3 consecutive days and at least 3 days before the meeting date to announce the shareholders' meeting.
- The Company shall not taking any actions that limits rights to attend shareholders' meeting such as having registration officers ready 2 hours before the meeting and until the end of the meeting, not set inconvenient requirements to his/her appointment of proxy or gives right for shareholders who attend the meeting after the meeting starts to be able to vote for resolution for the meeting agenda that is in process of consideration and not yet to have votes or resolution.

Principle 2 Equitable Treatment of Shareholders

- The Company has only one type of shares which is ordinary shares. The Company gives its shareholders equal voting right, one share shall be counted as one vote.
- The Company has set and disclose the rules for proposing meeting agenda, raising questions, and nomination of persons to be appointed as directors to give an opportunity for the minority shareholders to participate in monitoring the Company's operations and selection of qualified directors who can perform duties effectively for the maximum benefit of every shareholder and stakeholder of the Company.
- For the Meeting in 2019, the Company has publicized such guidelines on the Company's website and made an announcement on the website of the Stock Exchange of Thailand from 1 December to 31 December 2018 to invite the Company's shareholders to propose meeting agenda and raise questions about the Company.

However, no one proposed meeting agenda, or raised questions about the Company during such period.

- In the event that the shareholders may not be able to attend any shareholders' meeting in person, the Company encourages them to appoint a proxy or a designated independent director as his/her proxy to attend a meeting. In this regard, Proxy Form A, B and C shall be delivered together with the meeting invitation, including the profile and background of a designate independent

director. The shareholders can download the notice of the meeting and supporting document on the Company's website. All shareholders shall be treated equally.

- 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. However, The company shall not limit the legal rights of the shareholders, who attend the meeting and have a total of not less than one-third of the total shares sold, ask the meeting to consider matters other than those specified in the meeting invitation letter.

In 2019, there were no extra agenda added for consideration and approval beside that agendas set out in the meeting notice.

- Providing the use of ballots for transparency and accountability to vote in all agendas.
- The Board of Directors provides an opportunity for shareholders to elect directors on an individual basis. Chairman of the shareholders' meeting shall equally provide shareholders an opportunity to express opinions and ask questions related to the agenda or related to the Company in general before calling for vote
- The Company has disclosed the resolutions of the shareholders' meeting, including voting results by informing the news to Stock Exchange of Thailand and published them on the Company's website by 9.00 hrs. on the following date of the shareholders' meeting
- The Company shall prepare and record the details of attended directors, the absent director, meeting procedures and voting procedures, including important questions and comments and the resolution in each agenda which also classify into agree, disagree, abstain and void ballots.
- The minutes of the meeting shall be submitted to the Stock Exchange of Thailand within 14 days and also shall be published on the Company's website in both Thai and English.

In 2019, the Company did not receive any complaints about disrespect toward the basic rights of shareholders. Furthermore, the Company treats shareholders equally with no misuse of internal Company information for any gain was encountered

Principle 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 towards Competitors

The Company sets a policy towards 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 towards 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 towards 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 towards Employees, Compensation and Welfare

- 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 a policy of arranging appropriate compensation and welfare for employees. We believe that well-being of employees leads to the better performance of the Company. Compensation and Welfare consist of:
 - Provident Fund
 - Social Security Fund
 - Life Insurance and Group Insurance
 - Yearly Medical Check-up and subsidy for 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.

Principles 4 Disclosure and transparencys

- 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

In the year 2019, the Investor Relations Department organized 4 Analyst Meetings and 4 Meetings with Investors in upcountry. In addition, the Company has disclosed the corporate presentation and operation results on the company's website, item "Investor Relations" > "Presentations & Webcast"

- 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.
- 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. Top Executive (CEO) 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.

Principle 5 Responsibilities of the Board of Directors

1) Structure of the Board of Directors

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

Independent Directors	3	persons
Executive Director	4	persons
Non-Executive Director	2	person

Details of The Board of Directors are as follows:

1. Mr. Kris Narongdej

Date of first appointment as a director - 20 November 2019

Position - Chairman of the Board
- Non-Executive Director

Age - 49 years old

Education / Training / University - Master's Degree: Business Management – Boston University (Magna Cum Laude)
- Bachelor's Degree: International Business – Boston
- Leadership program, Class 21, Capital Market Academy Program)
- Director Accreditation Program (DAP) Class 54, 2006

Current positions in other Listed Companies - None

Current positions in Non-Listed Companies - Executive Director, KPN Group Corporation Co., Ltd
- Executive Director, KPN LAND Co., Ltd
- Executive Director, WHA-KPN Alliances Co., Ltd
- Executive Director, CBNP (Thailand) Co., Ltd
- Executive Director, KPN Award Co., Ltd
- Executive Director, KPN Trading Co., Ltd
- Executive Director, KPN Tower Co., Ltd
- Director, Siam Motors Group of Companies
- Vice Chairman, Dr. Kasem & Khunying Phornthip Narongdej Foundations.

Directorship in related Companies - None

Shareholding Proportion (as of 31 December 2019) - Direct: 68,498,300 shares (1.64%)
- Spouse / cohabitating partner and minor children: None
- Juristic Person(s) as the related persons according to the Notification of the SEC: KPN Land Co., Ltd 858,700,000 shares (20.58%)

Family's relationship - Elder brother of Mr. Korn Narongdej (Non-Executive Director)

Punishment record under law on securities and exchange or Law on derivatives - None

2. Mr. Rathian Srimongkol

Date of first appointment as a director - 15 May 2018

Position	<ul style="list-style-type: none"> - Vice-Chairman of the Board - Chairman of Audit Committee - Member of Nomination and Remuneration Committee - Independent Director
----------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Age	- 60 years old
-----	----------------

Education / Training / University	<ul style="list-style-type: none"> - Master of Business Administration, Thammasat - 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 - Certificate in Politics and Governance in Democratic Systems for Executives Course (Class 9), King Prajadhipok's Institute. - Diploma, National Defence College, The Joint State Private Sectors Course Class No.51/21, National Defence College of Thailand. - 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)
-----------------------------------	----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Directorship in related Companies	- None
-----------------------------------	--------

Shareholding Proportion (as of 31 December 2019)	<ul style="list-style-type: none"> - Direct: 3,812,500 Shares (0.09%) - Spouse / cohabitating partner and minor children: None - Juristic Person(s) as the related persons according to the Notification of the SEC: None
-----------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Family's relationship	- None
-----------------------	--------

Punishment record under law on securities and exchange or Law on derivatives	- None
------------------------------------------------------------------------------------	--------

3. Mr. Lee Chye Tek Lionel (Authorized Director)

Date of first appointment as a director - 1 February 2013

Position	<ul style="list-style-type: none"> - Chairman of Executive Committee - Chairman of Enterprise Risk Management Committee - Member of Nomination and Remuneration Committee - Chief Executive Director
----------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Age	- 46 years old
-----	----------------

Education / Training / University	- 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 section "Details of Directors, holding positions as an executive in a subsidiary"
Shareholding Proportion (as of 31 December 2019)	- Direct: None - Spouse / cohabitating partner and minor children: Spouse 35,000,000 shares (0.84%) - Juristic Person(s) as the related persons according to the Notification of the SEC: 893,000,000 Shares (21.40%)
Family's relationship	- Elder brother of Mr. Lee Chye Cheng Adrian (Executive Director and Chief Operating Officer)
Punishment record under law on securities and exchange or Law on derivatives	- None

4. Mr. Lee Chye Cheng Adrian (Authorized Director)

Date of first appointment as a director	- 4 February 2013
Position	- Executive Director - Member of Enterprise Risk Management Committee - Chief Operating Officer
Age	- 39 years old
Education / Training / University	- 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)
Directorship in related Companies	- Please see section "Details of Directors, holding positions as an executive in a subsidiary"
Shareholding Proportion (as of 31 December 2019)	- Direct: 14,600,000 shares (0.35%) - Spouse / cohabitating partner and minor children: None - Juristic Person(s) as the related persons according to the Notification of the SEC: None
Family's relationship	- Younger brother of Mr. Lee Chye Tek Lionel (Director, Chief Executive Officer)
Punishment record under law on securities and exchange or Law on derivatives	- None

5. Mr. Kris Thirakaosal

Date of first appointment as a director - 20 September 2018

Position - Chairman of Nomination and Remuneration Committee
- Member of Audit Committee
- Independent Director

Age - 42 years old

Education / Training / University - 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 (as of 31 December 2019) - Direct: None
- Spouse / cohabitating partner and minor children: None
- Juristic Person(s) as the related persons according to the Notification of the SEC: None

Family's relationship - None

Punishment record under law on securities and exchange or Law on derivatives - None

6. Mr. Vichet Kasemthongsri

Date of first appointment as a director - 16 January 2020

Position - Member of Audit Committee
- Independent Director

Age - 58 years old

Education / Training / University - MPPM (Master Program of Public and Private Management), National Institute of Development Administration (NIDA)
- Mini MBA Thammasat University Series # 39
- Director Certificate Program (DCP) 70/2013
- Role of the Chairman Program (RCP) Series # 31
- Thailand Energy Academy (3rd Class President)
- Capital Market Academy batch 20
- Diploma, National Defence College, The National Defence Course Class 58

Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- None
Directorship in related Companies	- None
Shareholding Proportion (as of 31 December 2019)	- Direct: None - Spouse / cohabitating partner and minor children: None - Juristic Person(s) as the related persons according to the Notification of the SEC: None
Family's relationship	- None
Punishment record under law on securities and exchange or Law on derivatives	- None

7. Mr. Korn Narongdej

Date of first appointment as a director	- 20 November 2019
Position	- Non-Executive Director
Age	- 42 years old
Education / Training / University	- Industrial Relations and Personnel Management, London School of Economics (LSE), London, UK - Management with the emphasis on Business Administration (Dean's Scholars for four consecutive semesters) Regent's College, London, UK - Ultra Wealth Group 3, Master of Investment - Director Certification Program (DCP) Class 254/2018
Current positions in other Listed Companies	- None
Current positions in Non-Listed Companies	- Vice Chairman, KPN LAND Co., Ltd - Chief Executive Officer, KPN Award Co., Ltd - Chief Executive Officer, KPN Lifestyle Co., Ltd - Director, Dr.Kasem-Khunying Phornthip Narongdej Foundation
Directorship in related Companies	- None
Shareholding Proportion (as of 31 December 2019)	- Direct: 700,000 shares (0.02%) - Spouse / cohabitating partner and minor children: None - Juristic Person(s) as the related persons according to the Notification of the SEC: None
Family's relationship	- Younger brother of Mr. Kris Narongdej (Chairman of the Board, Non-Executive Director)
Punishment record under law on securities and exchange or Law on derivatives	- None

8. Mr. Sataporn Amornvorapak (Authorized Director)

Date of first appointment as a director - 14 August 2014

Position

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

Age - 47 years old

Education / Training / University

- 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 section "Details of Directors, holding positions as an executive in a subsidiary"

Shareholding Proportion (as of 31 December 2019)

- Direct: None
- Spouse / cohabitating partner and minor children: None
- Juristic Person(s) as the related persons according to the Notification of the SEC: None

Family's relationship - None

Punishment record under law on securities and exchange or Law on derivatives - None

9. Mr. Waroon Warawanisha

Date of first appointment as a director - 28 February 2019

Position - Executive Director

Age - 59 years old

Education / Training / University

- Master of Management, Kellogg School of Management, USA
- Directors Certification Program class DCP 206/2015

Current positions in other Listed Companies - None

Current positions in Non-Listed Companies - None

Directorship in related Companies	- Please see section "Details of Directors, holding positions as an executive in a subsidiary"
Shareholding Proportion (as of 31 December 2019)	- Direct: 13,045,800 shares (0.31%) - Spouse / cohabitating partner and minor children: Spouse 41,200 shares (0.00%) - Juristic Person(s) as the related persons according to the Notification of the SEC: None
Family's relationship	- None
Punishment record under law on securities and exchange or Law on derivatives	- None

5.2 In 2019, there were a total of 8 Board of Directors meetings, whereby the attendance record of directors is as follows:

No.	Name	Date of Appointment	Attendance
1	Mr. Lee Chye Tek Lionel	1 February 2013	7/8
2	Mr. Lee Chye Cheng Adrian	4 February 2013	8/8
3	Miss Nuch Kalyawongsa ⁽¹⁾	4 February 2013	3/4
4	Mr. Sataporn Amornvorapak	14 August 2014	8/8
5	Mr. Waroon Warawanisha	28 February 2018	8/8
6	Mr. Rathian Srimongkol	15 May 2018	8/8
7	Mr. Kris Thirakaosal	20 September 2018	6/8
8	Prof. Dr. Surakiart Sathirathai ⁽²⁾	24 October 2018	6/6
9	Mr. Bancha Wudhiprecha ⁽²⁾	14 November 2018	6/6
10	Mr. Kris Narongdej ⁽³⁾	20 November 2019	0/0
11	Mr. Korn Narongdej ⁽³⁾	20 November 2019	0/0

Remarks: (1) Miss Nuch Kalyawongsa resigned from directorship, effective from 1 July 2019

(2) Prof. Dr. Surakiart Sathirathai and Mr. Bancha Wudhiprecha resigned from directorship, effective from 1 October 2019

(3) Mr. Kris Narongdej and Mr. Korn Narongdej were appointed as director, effective from 20 November 2019.

However, there was no other Board of Directors' Meeting after that.

- 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.

2) 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, Chairman of the Board and Chief Executive Officer. In addition, Chairman of the Board of Directors shall not be the same person with Chief Executive Officer.

3) 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.

4) Scope of Authority of the Board of Directors

- The Board of Directors is required to perform 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 Board of Directors is 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, such director must inform the Company without delay.
- The Board of 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 on the management of the executives on quarterly basis to ensure the implementation of the Company's strategy and in line with policies, business plan and budget effectively and efficiently, as well as evaluate and oversee the reporting of operation result, especially in terms of financial goals and business plans to be in accordance with the strategy set out.
 - 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.

5) 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.

6) Role and Responsibilities of Chief Executive Officer

- Manage the business operation in accordance with business plan and strategies as authorized by the Board of Directors
- Manage the human resource, financial and financial management, general management, projects that approved by the Board of Directors or any other matters for the benefits of the Company in accordance with the Company's objectives and within the scope of authorities approved by the Board of Directors.
- Having authority to approve the investment, expense, discount, compensation, liquidity management and other matters as specified in the Approval Limit No. 1/2017 of Raimon Land Public Company Limited.
- Perform any duties as assigned by the Board of Directors

7) Company Secretary

Mr. Sataporn Amornvorapak

7.1 Policy Governing Company Secretary

The Board of Directors has stipulated a requirement for Company Secretary. Appointment of Company Secretary takes into considerations relevant rules, regulations and good corporate governance. The Company Secretary is required to have background in laws or accounting, and preferably been trained under relevant programs. The Company Secretary is expected to provide legal advices to the Board of Directors in conjunction with supervising activities of Board of Directors. In addition, the Company Secretary is required to organize meetings, prepare relevant documents, and ensure that resolutions of the Board of Directors have been carried out.

In 2019, the Company Secretary is Mr. Sataporn Amornvorapak - Executive Director, Member of Enterprise Risk Management Committee and Chief Finance Officer, on the ground that he has relevant experience and is qualified for such position. The required attributes and roles and responsibilities of Company Secretary are as follows:

7.2 Required Attributes for Company Secretary

1. Has a thorough understanding on the Company's business, roles and responsibilities of Company Secretary, responsibilities of the Board of Directors, and possesses knowledge of relevant rules and regulations
2. Performs roles and responsibilities according to applicable rules and regulations, codes, article of associations with the utmost care, honesty, integrity, and commitment with the aim to achieve the Company's objectives under good corporate governance
3. Strictly adheres to integrity and good conducts and always takes into consideration every stakeholder, in addition to refraining from any activities that might negatively affect the Company's reputation
4. Ensures the Company's confidentiality and does not seek any personal benefits or gains from any type of business dealings
5. Has excellent interpersonal skill and is capable of coordinating with various internal and external parties

7.3 Roles and Responsibilities of Company Secretary

1. Provides preliminary advices to the Board of Directors in relation to rules and regulations of the Company as well as ensures that such rules and regulations are being enforced
2. Coordinating and facilitating shareholder and Board of Director meetings as per stipulated by the Company's rules and regulations
3. Organizing, preparing agendas for and taking minutes of board meetings and annual general meetings as well as ensuring that all resolutions either by shareholders or by the Board of Directors are carried out
4. Organizing and preparing statutory books including: Register of Board of Directors, Annual Reports, Invitation Letters for shareholder and Board of Director meetings

5. Bookkeeping of report of conflict of interests whether by Directors and/or management as well as ensuring that such report is submitted to relevant authorities
6. Overseeing information distribution and disclosure to relevant authorities as per applicable rules and regulations

8) 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 2019, there were 8 meetings of the Board of Directors. The company set 4 meeting schedules in advance and had 4 extraordinary meeting during the year.

9) 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.

10) Appointment of Directors

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.

10.1) 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:

- 10.1.1 Each shareholder has one vote to one share.
- 10.1.2 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).
- 10.1.3 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.
- 10.1.4 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.
- 10.1.5 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
- 10.1.6 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.

10.2) 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:

- 10.2.1 Holding less than 1% of the Company's total voting shares;
- 10.2.2 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;
- 10.2.3 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

10.2.4 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.

10.2.5 Term of office of an independent director: In the case that the current independent directors shall be re-elected for another term of office, the total term of office of such independent directors, from the date of the first appointment, shall not exceed 9 years consecutively to ensure that such independent directors shall independently use their discretion to make decisions on various matters or to make objections in the case of having different views on matters affecting the interests of shareholders or stakeholders without being under the influence of any persons.

11) 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.

12) 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	Executive Director, Chief Financial Officer, Company Secretary and the person taking the highest responsibility in finance and accounting	<p><u>Continuing Professional Development (CPD)</u></p> <ul style="list-style-type: none"> - Drill into the new lease issue TFRS16 (5 hours) - The Transferring Pricing Act: Impact on Entrepreneurs (4 hours) - Invest in debenture Planning: Under the new government (4.30 hours) - Seminar: Asia Pacific CFO Vision 2019 (8.30hours) - Real estate business and averaging input tax (7 hours) <p><u>Continuing Professional Development (CPD) in Accounting</u></p> <ul style="list-style-type: none"> - All TFRS in 2562 class 1/62 (sub-program 601) (6 hours) - Refreshment of the Role and Expectation of A CFO (13 hours)

Name	Position	Courses/Seminar Title
Ms. Maneekarn Wuttikullert	VP – Finance and the person supervising accounting	<p><u>Official Continuing Professional Development (CPD)</u></p> <p><u>Accounting</u> comprised of</p> <ul style="list-style-type: none"> - Deloitte Forum 2019: TFRS Version 2019 and 2020 Practical Implication) (7 hours) - Refreshment of the Role and Expectation of A CFO (13 hours) <p><u>Others</u> comprised of</p> <ul style="list-style-type: none"> - Real estate business and averaging input tax (7 hours) <p><u>Unofficial Continuing Professional Development (CPD)</u></p> <ul style="list-style-type: none"> - Economic conditions and the impacts on real estate, including bank loan regulations that came into effect on 1 April 2019 (2 hours) - Personal Income Tax (3:30 hours) - Insight Financial Management: Empowering the business through professional financial management (12:30 hours) - Invest in debenture Planning: Under the new government (4.30 hours)

13) 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:

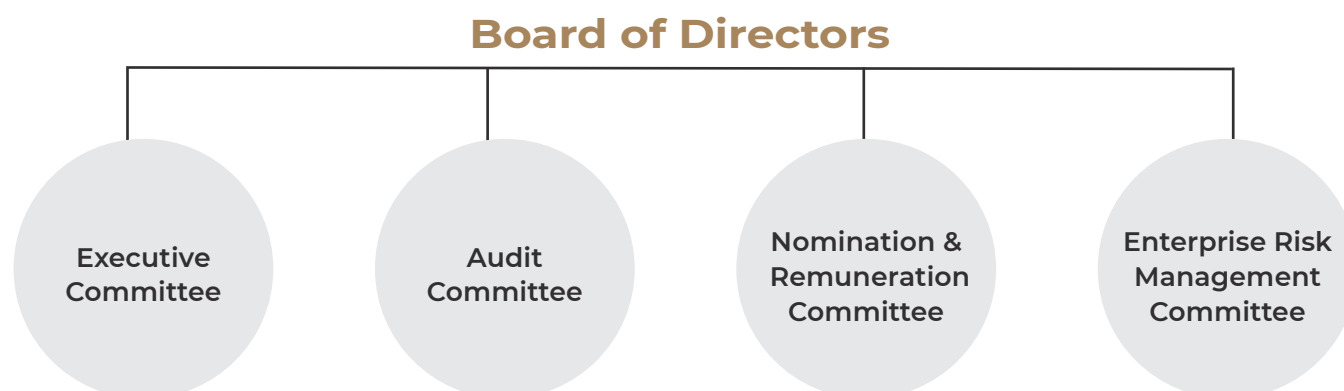
Criteria	Board as a group	Committee as a group	Board on individual basis
1. Board structure and qualifications	/	/	/
2. Roles, duties and responsibilities of the board	/	/	/
3. The board meeting	/	/	/
4. Duties of directors	/	-	-
5. Relationship with management	/	-	-
6. Director and Management Self-improvement	/	-	-

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 2019)

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



Executive Committee

As of 31 December 2019, there were 4 Executive Directors namely:

No.	Name	Position Title	Number of Attendance / Number of Meetings
1	Mr. Lee Chye Tek Lionel	Chairman of Executive Committee	13/13
2	Mr. Lee Chye Cheng Adrian	Executive Director	11/13
3	Mr. Sataporn Amornvorapak	Executive Director	13/13
4	Mr. Waroon Warawanisha	Executive Director	13/13
5	Mr. Rawee Tahtniyom ⁽¹⁾	Chief Marketing Officer	9/10 ¹

¹ Mr. Rawee Tahtniyom resigned from directorship, effective from 16 October 2019

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 3 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 2019 there were seven meetings and reported to the Board of Directors regularly. Members of the Audit Committee are as follows:

No.	Name	Position Title	Number of Attendance / Number of Meetings
1	Mr. Rathian Srimongkol	Chairman of the Audit Committee	7/7
2	Mr. Kris Thirakaosal	Member of the Audit Committee	5/7
3	Mr. Bancha Wudhiprecha ¹	Member of the Audit Committee (Until 30 September 2019)	6/6

¹ Mr. Bancha Wudhirprecha resigned from directorship and Audit Committee, effective from 1 October 2019

Secretary to Audit Committee

Mr. Jakkalin Kornkul Assistant Vice President – Internal Audit
From 1 January 2019 – 30 June 2019

Miss Sirakarn Nitsaisook Assistant Vice President – Internal Audit
From 1 July 2019 onwards

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, discharge 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, appoint and discharge 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) As authorized by the Board of Directors, the Audit Committee has the authority to approve the amendments of procedures to be in compliance with the anti-corruption policy, commences from the effective date of the anti-corruption policy
- 14) 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:

No.	Name	Position Title	Number of Attendance / Number of Meetings
1	Mr. Lee Chye Tek Lionel ¹	Chairman of the Enterprise Risk Management Committee	3/3
2	Mr. Lee Chye Cheng Adrian	Member of the Enterprise Risk Management Committee	3/3
3	Mr. Sataporn Amornvorapak	Member and Secretary of the Enterprise Risk Management Committee	3/3

¹ Mr. Lee Chye Tek Lionel was appointed to be Chairman of Enterprise Risk Management Committee by the Board of Directors which became effective since 27 February 2019.

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

Scope of Authority, Duties, and Responsibilities of the 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 top executives (CEO) for further recommendation to the Board of Directors.

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

No.	Name	Position Title	Number of Attendance / Number of Meetings
1	Mr. Kris Thirakaosal	Chairman of Nomination and Remuneration Committee (Independent Director)	3/3
2	Mr. Rathian Srimongkol	Member of Nomination and Remuneration Committee (Independent Director)	3/3
3	Mr. Lee Chye Tek Lionel	Member of Nomination and Remuneration Committee	2/3

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 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 matter	Reason
The Company has a policy to require a minimum quorum of at least 2/3 for board decisions.	According to the Company's Articles of Association, no less than one half of the total number of directors present shall form a quorum
The Company has a compliance unit	Internal Auditor Department will incharge of the Company's Compliance
Nominating and Remuneration Committee should entirely consist of independent directors	The Nomination and Remuneration Committee consists of Independent Directors of approximately 66.66 percent of the total number of the Committee in which the Company has an opinion that the structure and composition of the Nomination and Remuneration Committee are appropriate since the Nomination and Remuneration Committee consists of Independent Directors more than half of the members of the Committee and the Chairman of the Nomination and Remuneration Committee is an Independent Director.

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 2019

No.	List of Directors	Number of Ordinary Shares (RML)		
		Beginning FY2019	Ending FY2019	Difference
1	Mr. Kris Narongdej ⁽¹⁾	66,738,300 ⁽¹⁾	68,448,300	+1,710,000
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	833,861,000 ⁽¹⁾	858,700,000	+24,839,000
2	Mr. Rathian Srimongkol	3,812,500	3,812,500	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
3	Mr. Kris Thirakaosal	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
4	Mr. Vichet Kasemthongsri	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
5	Mr. Lee Chye Tek Lionel	-	-	-
	Spouse / cohabitating partner and minor children:	-	35,000,000	+35,000,000
	Juristic Person(s) as the related persons according to the Notification of the SEC:	893,000,000	893,000,000	-

Report of Shareholding by Directors and Management of the Company, as of 31 December 2019

No.	List of Directors	Number of Ordinary Shares (RML)		
		Beginning FY2019	Ending FY2019	Difference
6	Mr. Lee Chye Cheng Adrian	2,000,000	14,600,000	+12,600,000
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
7	Mr. Sataporn Amornvorapak	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
8	Mr. Waroon Warawanisha	1,480,000	13,045,800	+11,565,800
	Spouse / cohabitating partner and minor children:	588,000	41,200	-546,800
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
9	Mr. Korn Narongdej	-(1)	700,000	+700,000
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-

No.	List of Management	Number of Ordinary Shares (RML)		
		Beginning FY2019	Ending FY2019	Difference
1	Mr. Gerard Conor Healy	96	96	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
2	Mrs. Neerja Sachdev	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
3	Mrs. Walapa Poolsap	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
4	Ms. Maneekarn Wuttikullert	-	-	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-
5	Mr. Teerasak Passaree	200,000	200,000	-
	Spouse / cohabitating partner and minor children:	-	-	-
	Juristic Person(s) as the related persons according to the Notification of the SEC:	-	-	-

Remark (1) Mr. Kris Narongdej and Mr. Korn Narongdej were appointed as director on 20 November 2019

Auditor Fee For 2019

No.	Company being Audited	Auditor Fee (THB)
1	Raimon Land Public Company Limited	1,860,000
2	Taksin Properties Co., Ltd.	320,000
3	Raimon Land Silom Co., Ltd.	300,000
4	Raimon Land Unixx Co., Ltd.	200,000
5	Asangha Realty Co., Ltd.	200,000
6	Raimon Land Development Co., Ltd.	100,000
7	Raimon Land Ekkamai Co., Ltd.	100,000
8	Raimon Land Services Co., Ltd.	100,000
9	Raimon Land Estate Co., Ltd.	60,000
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.	120,000
16	Raimon Land Sathorn Co., Ltd.	120,000
17	RML 548 Co., Ltd.	300,000
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.	80,000
22	Raimon Land Digital Co., Ltd.	80,000
23	Raimon Land Holding Co., Ltd.	60,000
24	Raimon Land Nineteen Co., Ltd.	100,000
25	Raimon Land Twenty Eight Co., Ltd.	60,000
26	Raimon Land Twenty Four Co., Ltd.	60,000
Total		4,740,000

No.	Company being Audited	Auditor Fee (SGD)
1	Raimon Land Investment Pte. Ltd. (Singapore)	5,000
2	Raimon Land Digital Pte. Ltd (Singapore)	5,000
3	Baan Ying Pte. Ltd. (Singapore)	5,000
4	Livvz.com Pte. Ltd. (Singapore)	5,000
Total		20,000

In 2019, there is no additional service fee other than the auditor fees.

Details Of Directors, Holding Positions As An Executive In A Subsidiary

Name of Director	RML	Name of Companyof Company																							
		Subsidiaries Company in Thailand																							
		CP	RV	TP	RR	RD	RES	RU	RS	RE	RP	PYL	RSL	AS	RLE	R26	R548	SSP	RAN	RST	R28	RH	R19	R38	RDG
Mr. Kris Narongdej	/																								
Mr. Rathian Srimongkol	/																								
Mr. Kris Thirakaosal	/																								
Mr. Vichet Kasemthongsri	/																								
Mr. Korn Narongdej	/																								
Mr. Lee Chye Tek Lionel	/	/	/	/		/	/	/	/	/	/	/		/	/	/	/	/	/	/	/	/	/	/	/
Mr. Lee Chye Cheng Adrian	/	/	/	/		/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/	/
Mr. Sataporn Amornvorapak	/			/	/	/		/		/		/	/	/	/	/	/	/	/	/	/	/	/	/	/
Mr. Waroon Warawanisha	/	/	/	/		/	/	/	/	/	/		/				/				/	/	/		

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.
 R24 = Raimon Land Twenty Four Co., Ltd.

Name of Director	Name of Company of Company					
	Subsidiaries Company in Oversea					
	IVS	DGS	BY	LI	RSQ1	
Mr. Kris Narongdej						
Mr. Rathian Srimongkol						
Mr. Kris Thirakaosal						
Mr. Vichet Kasemthongsri						
Mr. Korn Narongdej						
Mr. Lee Chye Tek Lionel	/	/				
Mr. Lee Chye Cheng Adrian	/	/	/	/	/	
Mr. Sataporn Amornvorapak	/	/		/	/	
Mr. Waroon Warawanisha						

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

BY = Baan Ying Pte. Ltd. (Singapore)
 LI = Livvz.com Pte. Ltd. (Singapore)

RSQ1 = Royal Square One Pte. Ltd. (Singapore)

CORPORATE SOCIAL RESPONSIBILITY TOWARDS SOCIETY AND THE ENVIRONMENT

Organizational Governance, Human Rights, and Labor Practices

The Company is committed to good organizational governance, fair human rights and labor practices. The Company has stipulated code of conduct which is published on the Company's website: <http://rml.listedcompany.com/>. In addition, in order to promote the Company's staff to comply with code of conduct, the Company has provided employees with access to information via the Company's internal system called sharepoint.

Responsibility towards Customers

The Company emphasizes on customers' benefits during the process of project concept design all the way through selection of construction materials (details of each project may vary) with key following points:

- Ample common area and sufficient parking space for customers
- Rigorous security system including elevator key card access and strict policy on external visitors
- Design and construction materials which help reduce energy consumption and customers' energy-related expenses
- Double glaze glass to prevent noise pollution

In addition, in the case of unpredictable events that render customers unable to affect a transfer, the Company, on case by case basis, has a policy to assist customers as followings:

- In the case of death or severe sickness, the Company will return deposits without penalties
- In the case of sudden change in customers' financial position arising from abrupt unemployment or significant change in foreign exchange rate, the Company shall hold the customers' deposit for a period of one year with the purpose of re-deploying the amount as deposits for an alternative unit within the same or other project

Environment Protection

The Company emphasizes environment protection during the process of project concept design all the way through selection of construction materials (details of each project may vary) with key following points:

1. Energy Conservation

- Double Glazing and/or additional Low E coating (solar barrier) - to reduced heat (lower A/C and electrical load) and noise gain
- Use of automatic control air conditioning systems that make use of chilled water to reduce energy usage and to be more environmentally-friendly
- Use of an electrical system that supports the use of LED light bulbs thus helping to save energy

2. Environment Preservation

- Re-cycling of 'grey' water from units to use for landscape irrigation or floor cleaning
- Implement of wastewater treatment system and retention pond before discharge to public water treatment pond
- Low water consumption bathroom/toilet fittings, example: 4 litres per minute rather than 6 liters/minute, dual flush cisterns
- Using water pressure control system for water-saving and reduce water consumption.
- Salt water chlorination system for swimming pools to reduce pollution arising from chlorine purification
- Use of wood laminated materials in the construction work that help reduce the overall quantity of solid wood material and, thus, the number of trees that are felled. In the case of wood, forested (renewable) timber is used rather than rain forest timber
- Ceramic tile, using this product rather than natural stone or even timber
- Preservation of existing mature trees on projects, where possible
- Install EV charger for electronics car in the project's parking lot

3. Design Element

- Targets 50% of project's open area as green area and provides greeneries wherever possible such as green wall for carpark section of the building
- Considerate in design to reduce the impact on the surrounding communities by making complex 3D images and presented to surrounding communities to create understanding before requesting construction permission

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 three members who are competent and experienced in this business. The composition of the committee is as follows:

-
- | | | |
|----|---------------------------|-----------------------------------------------------------------------------------------------------|
| 1. | Mr. Lee Chye Tek Lionel | Chairman of the Enterprise Risk Management Committee (Director/Chief Executive Officer) |
| 2. | Mr. Lee Chye Cheng Adrian | Member of the Enterprise Risk Management Committee (Director/Chief Operating Officer) |
| 3. | Mr. Sataporn Amornvorapak | Member and Secretary of the Enterprise Risk Management Committee (Director/Chief Financial Officer) |
-

Performance of the Enterprise Risk Management Committee in 2019

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 three 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 enterprise risk management of the external factors particularly the impact of Thai economy regarding continuing investments in the government's mega-projects, business opportunity arising from trade war, and the rebound of the Chinese tourists. Additionally, the Committee has managed the operational risks of the company such as marketing department. 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 Enterprise 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 enterprise risk management with the Company.

5. Considered and Reported the Risk Exposures to the Board of Directors

The 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 high competition in the condominium market, uncertainty of global economic and market, and uncertainty of economic, legal, and politic in Thailand.

6. Self-assessment of the Enterprise 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.

Overall, the Enterprise 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 enterprise risk management in line with evolving circumstances. The Company has efficiently and suitably managed key corporate risks, while keeping them manageable.

February 14, 2020

On behalf of the Enterprise Risk Management Committee



(Mr. Lee Chye Tek Lionel)

Chairman of the Enterprise Risk Management Committee
Raimon Land Public Company Limited

RISK FACTORS

1 Risks from economic fluctuation

Risks relating to the fluctuation of Thai economy

Since the beginning of 2019, the fluctuation of the domestic economy continues to affect the residential property market. Sluggish consumer confidence and the uneven recovery of household purchasing power has impacted buying decisions, resulting in the accumulation of unsold housing units in the market and the LTV measures to govern housing loans. However, the government has issued various stimulus measures to boost the real estate market such as the fee reduction for property transactions, and tax waivers for first-time home buyers and low-income earners wishing to own their own homes.

Yet, there remain substantial unsold units in certain segments of the property market which continue to pose a risk to the sector. Hence, the investments in mixed-use projects and the effect this has on the market must be closely monitored. In the short term, the market is expected to be in equilibrium because most of the large projects are in progress and there is sufficient demand to absorb additional supply. However, in next 4 - 5 years after the large mixed-use projects are completed, supply for residence, office building, or retailing space may be increased. In the medium term, if the economy does not grow according to projections, and if the Company does not adjust its plans adequately to capture the property business cycle, there is a risk that there will be a supply and demand imbalance.

The Company recognizes that the uncertain domestic economy may affect its business operations. The Company has closely monitored each type of risk so it can make necessary adjustments to its business strategies properly and promptly. The Company is aware of such risk and has employed effective risk management by closely monitoring the economic indicators as well as property market situations to ensure that the marketing strategy implemented will enable it to develop and deliver residential projects that can accurately address customer needs and at the same time compete with market competitors.

2 Business Risks

2.1 Risks Relating To High Competition In Property Market

Through 2019, the competition within the property market remained intense, particularly in condominiums segment, where interest from overseas investors and buyers has been especially strong. There are many new projects being developed in the high-end sector as property developers are adjusting themselves to compete in this sector. The residential projects are still being developed along the mass transit systems route. Even if expanding into mixed-use projects (which include office buildings, hotels, residences, department stores, and retail shops) is the new solution for the larger developers, the competition remains high and the continually increasing price in the Central Business District needs to be taken into account as well. Some developers are also expanding to develop projects for elderly-living for both the domestic and international clientele.

Moreover, many types of collaboration between Thai and foreign investors are still prevalent such as acquisition, business combination, and joint venture. Since 2018, there are more than 30 residential projects that are a result of joint ventures between foreign investors and Thai companies. Over 75% of these joint ventures involved Japanese companies. Chinese players are also beginning to have a more important role in the market.

With the realization of this risk, the Company therefore engage in joint ventures with Japanese real estate firm Tokyo Tatemono to develop condominium projects as a way of building competitiveness, expanding business opportunities and reducing exposure to development risk.

The greater importance of foreign companies within the property market is helping to raise the value of the projects that are undertaken as well as to enhance capabilities, including the use of technology in real estate developments; and to expand the potential customer base of new projects to include a higher number of foreign buyers.

Moreover, 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 project development

Prices of construction materials may fluctuate significantly which in turns affect the cost of project development. Raimon Land mitigates 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 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, for every development project, the Company selects and appoints reputable and experienced external advisors and experts to ensure that the latest technology, applications or special equipment are used to enhance the quality of 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.

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 to 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. 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.

Moreover, the stricter regulations governing housing debt that determine loan limits on a loan-to-value ratio directly affect a household's ability to finance the purchase of real estate, as tighter LTV limits require more equity to finance a purchase. The residential property sector in all price ranges has been slow down because buyers have to reconsider their ability to retain mortgages. To cope with this issue, a lot of projects that were launched since second quarter in 2019 have adjusted their marketing strategies and targeted more sales from real buyers.

The introduction of the Land and Building Tax Act, which will come into effect in 2020, will impose taxes on unused land and this may lead to land changing hands more rapidly and developments being pushed through in the run up to the law's enforcement, though if this happens, this may then lead to the oversupply of unsold inventory stock. This 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

In addition, the Company has identified the Thailand's new Personal Data Protection Act (PDPA) as an important Privacy regulation for business as the Company collects and processes a lot of data on an everyday basis. Given that PDPA enforcement, all Company that operate in Thailand by default will have to take responsibility for data protection breaches that occur properly within the supply chain, at whichever point they happen. Therefore, the Company engaged expertise consultant to support in performing gap analysis, provide recommendations, and design solutions to achieve compliance with the act by 27 May 2020. The Company prepared PDPA readiness plan and establish robust implementation program as well as set up capable team to support on PDPA requirement appropriately.

REPORT OF AUDIT COMMITTEE

To: Shareholders of Raimon Land Public Company Limited

The members of the Audit Committee of Raimon Land Public Company Limited were appointed, in accordance with the resolution of the Board of Directors, comprised of 3 (three) independent directors including Mr. Rathian Srimongkol, Chairman of the Audit Committee, Mr. Kris Thirakaosal, Member of the Audit Committee, and Mr. Bancha Wudhiprecha¹, Member of the Audit Committee. The Audit Committee possessed all required qualifications in accordance with the regulations related to independent directors and members of the Audit Committee, with the Head of the Internal Audit Department of the Company² acting as the Secretary of the Audit Committee. The Audit Committee performed its duties in accordance with best practices guidelines issued by the Stock Exchange of Thailand (SET), as stipulated in the Audit Committee Charter of the Company, and as assigned by the Board of Directors.

In 2019, the Company held 7 (seven) Audit Committee meetings, in which the number of meetings attended by each Director in the year could be summarized as follows:

No.	Name	Position Title	Number of Attendance / Number of Meetings
1	Mr. Rathian Srimongkol	Chairman of the Audit Committee	7/7
2	Mr. Kris Thirakaosal	Member of the Audit Committee	5/7
3	Mr. Bancha Wudhiprecha ¹	Member of the Audit Committee (effective until September 30, 2019)	6/6

All meetings were held with the presence of the Management, External Auditor, and Head of the Internal Audit Department of the Company. In this regard, it was the meeting between the Audit Committee and the External Auditor without the presence of the Company's Management, totaling once. Principal details of performances as of 2019 could be summarized as follows:

1. Review of Financial Statements

The Audit Committee reviewed and consented the Quarterly and Annual Financial Statements 2019 of the Company and its Subsidiaries prior to propose them to the Board of Directors for consideration and approval. The financial statements were considered together with Management and the External Auditors. The Audit Committee concurs with the External Auditors that financial statements present fairly, in all material respects, with the sufficient disclosure of financial information according to Thai Financial Reporting Standards. In addition, the External Auditors audited and issued their opinions independently with good cooperation from the Company.

2. Review and Assessment of Adequacy of Internal Control Systems and Internal Audit

The Audit Committee, in collaboration with the Internal Auditor, reviewed the adequacy of the internal control systems on a regular basis, while offering suggestions on internal control to improve operational efficiency. Additionally, the Audit Committee emphasized that the management continued improving the internal control system to be highly effective at all times.

3. Review Compliance of Laws

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 was of the opinion that no significant irregularity or non-compliance that may affect the Company's reputation and financial position.

¹ Mr. Bancha Wudhiprecha had resigned from the position of Independent Director and Member of the Audit Committee, effective October 1, 2019.

² Mr. Jakkalin Kornkul was appointed as Assistant Vice President of the Internal Audit Department, effective until June 30, 2019 and

Ms. Sirakarn Nitsaisook was appointed as Assistant Vice President of the Internal Audit Department, effective July 1, 2019.

4. Review of Risk Management System

The Company assigned its Risk Management Committee the responsibility for implementing policies and procedures for risk assessment and management. The Risk Management Committee assessed risks that might affect the Company's business operations and reported them to the Board of Directors on a quarterly basis.

5. Review of Connected Party Transactions and those that may involve a Conflict of Interests

To comply with relevant laws and requirements related to the disclosure of such information in accordance with the regulations declared by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC), and based on the External Auditor's opinion that those transactions of any significance with connected parties were fully disclosed in the financial statements and associated notes; thus the Audit Committee was in agreement with the Auditors and was also of the opinion that these connected transactions were considered reasonable and to the best benefit for the Company's business operations as well as were fully disclosed as required.

6. Review of Anti-Corruption Policies and Program

The Audit Committee considered the Company's anti-corruption policies and program to be appropriate, efficient, and adequate, while encouraging policy implementation to effectively prevent corruption.

7. Review Performance of Internal Audit Department

The Audit Committee 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 2020 together with approval of the appointment, performance evaluation, and proposed transfer or termination of the Head of the Internal Audit Department.

8. Determination of Selection, Nominating of External Auditor and Remuneration for 2020

The Audit Committee considerations were based on a level of independence, knowledge, skills, experience, credentials and remuneration to conduct an audit of the Company and its subsidiaries. These were to select qualified External Auditors and to nominate them to the Board of Director for approval by the 2020 Annual General Meeting. The Audit Committee was 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 fiscal year ending December 31, 2020, together with the proposed Audit Fee not exceeding Baht 2,000,000, considering that they were qualified under the regulations of the Office of Securities Exchange Commission, having no relationships or connections with the Company and its Subsidiaries, having expertise in auditing, and showed satisfactory performance.

Comments / Observations of Performances

In summary, the Audit Committee performed all duties as specified in the Audit Committee Charter, which had been approved by the Company's Board of Directors. The Audit Committee reviewed the above matters and was of the opinion that the Company made and maintained accurate and correct accounts of its operations and associated financial information, in all material aspects, as well as had in place a good internal control system, continuously monitored the results of its business activities, complied with laws and regulations and other commitments made, properly disclosed connected party transactions, and, lastly adhered to the principles of good corporate governance.

February 27, 2020
On behalf of the Audit Committee,



Mr. Rathian Srimongkol,
Chairman of the Audit Committee

ANTI-CORRUPTION POLICY

The Company gave importance to operating its business based on the principles of transparency and good corporate governance, which would be a significant foundation for sustainable business development. The Company, including the Board of Directors, Management, and employees, had earnestly cooperated in anti-corruption. The Board of Directors approved the anti-corruption policy issued in 2015, which was published on the Company's website.

The Company had been a certified member of Thailand's Private Sector Collective Action Coalition against Corruption (Thai CAC) since March 9, 2017 and the Company was recertified in the CAC Committee's Meeting 4/2019 dated February 7, 2020. The recertification was valid for a period of 3 (three) years following the date of approval.

Anti-corruption policies could be summarized 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 paid utmost attention to and/or refrain from the following actions:
 - Giving and accepting gifts and hospitality.
 - Giving and accepting cash or cash equivalent.
 - Offering bribes to government officials.
 - Giving or accepting bribes in any course of business.
 - Fraudulent action with any private organizations.
 - Financial donations for charity and social support were required to be conducted in a transparent and legal manner without any hidden intention.
3. All employees would notify any act of corruption as defined in the policy to their supervisor, management of the Company, or an internal audit department. The employees had to provide concurrence on the investigation.
4. Any employee who committed the corruption and violates the terms of this policy would be subject to disciplinary action and the Company would investigate as appropriate. In case such as violates the law, the conviction had to be applied
5. The Company complied with the anti-corruption laws in Thailand.

Supervision and Control Guidelines for Prevention and Monitoring of Corruption Risks

The Risk Management Department successfully assessed risks associated with corruption as follows:

- Risk of Facilitation payments offering to the government officials
- Risk of Bidder Collusion in bidding for a contract
- Risk of unfair limitation of contractual specifications.
- Risk of offering any inappropriate present to government officials.

However, the above-mentioned risks were closely monitored and controlled by the Risk Management Department and the Company had an appropriate internal control system to help prevent and manage such risks at a low level.

Whistle Blowing against Corruption Cases

1. The Company developed a whistle-blowing channel outside traditional mean so that whistle-blowing reports can be submitted by the employees, suppliers, or the general public through this channel.
2. Any person intending to report any case of corruption would be allowed to contact Mr. Rathian Srimongkol, Chairman of the Audit Committee, via rathians@gmail.com or Mr. Kris Thirakaosal, Member of the Audit Committee, via kris.thirakaosal@gmail.com. The Company kept the identity of the whistleblower confidentially and provided comprehensive protection to the whistleblower.
3. The Company would disclose information only as needed in order to preserve whistleblower's safety against discrimination or retaliation.

If the Company had received a report of wrongdoing or corruption, the Company would proceed with efficient processes to handle such cases when required to implement the following procedures.

1) Validation of Allegation

Internal Audit Department was responsible for initial evaluation of the allegation then provided suggestion to Audit Committee and/or Chief Executive Officer.

2) Investigation, Collection, and Consideration of Facts

The Company would appoint an Investigation team/Investigator where appropriate who would collect facts in detail, followed by the analysis of evidence and preparation of reports.

3) Reporting of Investigation Results

The Investigation team/Investigator would report the investigations and facts to the Audit Committee and the Chief Executive Officer with recommendations of actions to prevent from future allegation and to make a proper response to the case.

INTERNAL CONTROL AND RISK MANAGEMENT

Raimon Land Public Company Limited (the ‘Company’) realized that internal control was one of the most significant processes. Good internal control would make the Company’s working system accurate, transparent, and verifiable, while being able to reduce and prevent any damage that might possibly occur. The Company therefore improved its internal control system to be more efficient and appropriate and set up the Internal Audit Department to review the adequacy and efficiency of the internal control system.

The Internal Audit Department was a unit fully independent from Management, responsible for inspecting and reviewing operations of all business departments within the Company and its Subsidiary Companies to ensure they remain in compliance with good internal control systems. The Internal Audit Department focused on preventive measures and gave useful recommendations or relevant information to support those undertaking the business activities with the aim to improve efficiency and productivity while ensuring full compliance and to ensure that all operations were transparent and verifiable in accordance with the principles of good corporate governance. The Assistant Vice President of the Internal Audit Department, acting as the Head of the Internal Audit Department, was required to report the audit results to the Audit Committee quarterly and the Audit Committee would submit these audit results to the Board of Directors for acknowledgement on a quarterly basis accordingly.

A good internal control system would help manage risks and other damages that might occur to the Company and its stakeholders. It could also increase the possibility of achieving the objectives that the Company had set out from the operations.

In order to ensure that an effective internal control system and procedures were implemented and to ensure that various departments fully complied with the system, the Audit Committee therefore appointed Ms. Sirakarn Nitsaisook, Assistant Vice President of the Internal Audit Department acting as Head of the Internal Audit Department effective from July 1, 2019, as Secretary of the Audit Committee to be responsible for reviewing the internal control system and the operations of various departments within the Company and its subsidiaries to be in accordance with good internal control principles. The Audit Committee had indicated that Ms. Sirakarn Nitsaisook possessed a highly appropriate educational background, with sufficient experience in internal audit and continuous professional development. Hence, Ms. Sirakarn Nitsaisook was highly suitable to performing said duties.

In this regard, consideration and approval for the appointment, removal, transfer, and termination of the Head of the Internal Audit Department and the Secretary of the Audit Committee were required to be approved by the Audit Committee.

The Internal Audit Department reviewed the adequacy of the internal control system by regularly reviewing the Company’s work processes in various fields and providing comments on the internal control system in accordance with the principles specified by the Securities and Exchange Commission (SEC), as well as the guidelines determined by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), which included Control Environment, Risk Assessment, Control Activities, Information and Communication, and Monitoring Activities.

Control Environment

The Company recognized the importance of creating a culture of good internal control, considered an important foundation to help Management's supervision. The Company therefore sought ways to successfully create a good internal control environment.

The Board of Directors possessed excellent knowledge, expertise, and experience from various professions that were beneficial to the Company's business operations. The Board of Directors was completely independent of Management and able to perform their duties efficiently in order to oversee important processes. The Board of Directors also set up sub-committees in accordance with the principles of good corporate governance, namely the Nomination and Compensation Committee, the Audit Committee, the Risk Management Committee, and the Executive Committee.

The Company had its independent Internal Audit Department, which remained direct to the Audit Committee to help promote, monitor, evaluate, and improve the internal control system of the Company by examining important issues related to accounting and finance and consistently complying with relevant regulations to ensure that the Company's business operations could be achieved in accordance with the internal control's objectives. In cases where any deficiency was found, the relevant departments would be notified, aiming for timely solutions and improvements, while presenting such solutions and improvements to the Audit Committee and the Board of Directors accordingly.

In addition, the Company had been a certified member of Thailand's Private Sector Collective Action Coalition against Corruption (Thai CAC) since March 9, 2017 and the Company was recertified in the CAC Committee's Meeting 4/2019 dated February 7, 2020. The recertification was valid for a period of 3 (three) years following the date of approval.

Risk Assessment

In planning and management, the Company developed its annual business plan under the specified vision to be carried out concurrently with the risk management processes that were identified, assessed, and approved by the Risk Management Committee, while establishing control and prevention measures to respond to risks during operations and adjusting strategies when risk factors changed.

In order to ensure the Risk Management Committee being able to operate in accordance with the operational objectives and guidelines, the Company's Board of Directors therefore approved the Risk Management Committee Charter. Additionally, the Risk Management Committee approved the use of the Risk Management Framework as well as the Risk Management Policy.

Furthermore, the Company established its Risk Management Department to provide advices for other departments aiming for the integration of risk management and operations, including the responsibility to monitor risk management results to be reported to Management, the Risk Management Committee, and the Board of Directors in accordance with the risk management framework determined by the Company Schedule at least once a quarter.

Control Activities

The Board of Directors appointed sub-committees consisting of (1) the Audit Committee, (2) the Nomination and Remuneration Committee, (3) the Risk Management Committee, and (4) the Executive Committee, where all committees were required to perform their duties strictly within the scope of duties and responsibilities assigned to them. The Company specified the scope of duties and responsibilities appropriately in accordance with the principle of segregation of duty and decentralization while being able to develop effective measures to monitor business operations of the Company and subsidiaries in accordance with the Company's regulations and applicable laws. Besides, the Company had a clear vision to work with in the same direction of all departments and promoted its public relations and communication of visions, including consistent values.

Information Technology and Communication Systems

The Company put great emphasis on the development of information technology systems and data communications, ensuring they were up-to-date and suitable for the organization, including the development of important data communication channels expected to be disclosed to all relevant parties, both inside and outside the organization. In addition, the Company also recognized the importance of accepting comments from both internal and external stakeholders by providing a channel for reporting of cases through whistle blowing channel.

Monitoring System

In the Board meeting, the Audit Committee was responsible for reporting the audit results to the Board of Directors every quarter. Besides, the business management process was continuously monitored, reviewed and analyzed on financial impacts.

In the meeting of the Board of Directors No. 2/2020 held on February 27, 2020, The Board of Directors shared the same view on the internal control system as the Audit Committee that the Company and its subsidiaries complied with the generally acceptable accounting principles, the notifications, and the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand in relation to reporting its quarterly financial statements, annual financial statements and consolidated financial statements of its subsidiaries on a regular basis. In addition, the process of preparation and disclosure of financial statements were in an accurate, complete, sufficient, and timely manner, with an internal control system that was deemed adequate and appropriate. It had been revised to be in line with changing circumstances effectively and appropriately, as part of the goal to ensure that the business operations of the Company and its subsidiaries could be achieved in accordance with the objectives and in line with relevant laws and regulations.

CONNECTED TRANSACTIONS

Details of Connected Transactions

For the financial year ended 31 December 2019, apart from those transactions which were 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 regard to the proposed transaction. During 2019, 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.

FINANCIAL STATEMENT

ITS

5

MANAGEMENT DISCUSSION AND ANALYSIS

Management outlook and future projects

Since August 2019 until the beginning of 2020, the Monetary Policy Committee (MPC), Bank of Thailand, had cut the policy rate 3 times, from 1.75% p.a. down to 1.00% p.a. in February 2020. This is the lowest record, lower than the rate during 2009 following the Hamburger crisis. The Committee viewed that the Thai economy would expand at a slower rate in 2020 than previously forecasted and much further below its potential due to the outbreak of coronavirus, the delayed enactment of the Annual Budget Expenditure Act, and the drought that would affect a large number of related businesses and employment. Number of tourists was expected at a much lower number than the previous forecast. Exports of goods would decline in line with trading partner economies and potential impacts of regional supply chain disruptions.* However, the Company sees that the lower interest rate also provide an opportunity for overall real estate industry due to a potential lower cost for both, real estate developer and buyer. The Company's focus is on developing projects to serve real demand for residential property as well as for a long-term investment. Before starting every project, we carefully select locations and requirement of our target buyers. Although overall economy is soft, the Company's target group of customers can maintain their purchasing power.

For recurring income business, in November 2019, the Company kicked off the construction of "Hotel Kitch", a 72-room hotel that will be managed in-house. The hotel, where the word "Kitch" derives from "Kitchen", is all set to accommodate lifestyle of gastro-tourists, who are looking to cover in local Thai cultures, mainly focusing on Thai food which famous and being accepted from people around the world. The Company has an expansion plan to open hotel under brand "Hotel Kitch" in major tourist cities in Thailand soon. For the development of 4 stars hotel at Sukhumvit soi 19, it is currently on designing stage and choosing hotel brand operator. The Company targets to own 1,000 room keys within 2023. For the F&B business, in 2019, the Company had expanded branches of noodle store, "Dink Dink", which made a total number of 4 restaurants under management, 3 in Singapore and 1 in Taiwan. The Company is currently considering expanding more branches of the F&B business. The target revenue from food and beverage business is THB 1,000 mn within 2023.

For dividend payout this year, on 27 February 2020, the company's Board of directors' meeting has approved the dividend payout from unappropriated retained earnings at Baht 0.015 per share for this fiscal year ending on 31 December 2019, totaling Baht 62.6 million. The dividend payout will be distributed to shareholders whose names appear in the shareholders' registration book on 13 May 2020 (Record Date), while the payout will be transferred to the shareholders on 29 May 2020. The final decision will be approved at the Annual General Meeting of shareholders of 2020 on 30 April 2020.

(* source: Press Release no. 5/2020 from Bank of Thailand, 5 February 2020)

Full-year 2019 highlight

- Backlog¹ of the Company and its subsidiaries stood at THB 8,010.5mn as of 31 December 2019.
- Presales of full-year 2019 was THB 2,909.0mn.
- Total revenue in 2019 was THB 3,624.2mn. Of which, THB 3,055.6mn was from sales of real estate (transfer ownership to buyers).
- Gross profit from sales of real estate in 2019 was THB 835.5mn and GPM was 27.3%.
- Total assets as of 31 December 2019 stood at THB 12,904.7mn and total liabilities stood at THB 7,174.9mn.
- Debt to Equity ratio stood at 1.04 times as of 31 December 2019, decreased from 1.14 times as at end of 2018.

Change in accounting policies and reclassification in 2019

During the year ended 31 December 2019, the Group has adopted TFRS 15 "Revenue from Contracts with Customers" which become effective for fiscal years beginning on or after 1 January 2019. The Group chooses retrospectively adjusts in the period of initial application.

¹ Backlog include only sold units with sales and purchase agreements

The adjustments are described below;

- 1) Commission paid to obtain a contract - the Group has determined that commission paid to obtain a customer contract should be recorded as an asset and amortized to expenses on a basis that is consistent with the pattern of revenue recognition. Under the previous accounting policy, the Group immediately recorded commission as selling expenses when the transaction occurred.
- 2) Free transfer fee and common area fee - the Group considers 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.

Reclassifications

The effect of changes in accounting policies and those reclassifications to comparative numbers are illustrated as below:

- 1) Total assets as of 31 December 2018 before retrospectively adjust was THB 14,329.7mn and after the retrospectively adjust was THB 14,376.4mn, an increase of THB 46.7mn.
- 2) The total shareholders' equity as of 31 December 2018 before retrospectively adjust was THB 5,721.9mn and after the retrospectively adjust was THB 5,768.5mn, an increase of THB 46.7mn.

All comparisons of changes in this report are based on the adjusted accounting policy and reclassification

Operating result full-year 2019

Revenue

Source of income	2019		2018		Change	
	THB mn	%	THB mn	%	THB mn	%
North Point	-	-	100.0	3.0	- 100.0	- 100.0
The River	42.8	1.2	203.8	6.1	- 161.0	- 79.0
185 Rajdamri	58.7	1.6	617.8	18.6	- 559.1	- 90.5
Zire Wongamat	-	-	105.8	3.2	- 105.8	- 100.0
UNIXX South Pattaya	14.0	0.4	798.2	24.0	- 784.2	- 98.2
The Lofts Ekkamai	4.5	0.1	40.5	1.2	- 36.0	- 88.9
Mews Yen Akat	53.8	1.5	203.5	6.1	- 149.7	- 73.5
The Lofts Asoke	1,793.0	49.5	227.6	6.8	1565.4	+ 687.8
The Diplomat 39	748.9	20.7	626.5	18.8	+ 122.4	+ 19.5
The Diplomat Sathorn	20.4	0.6	9.6	0.3	+ 10.8	+ 113.6
The Lofts Silom	319.5	8.8	-	-	+ 319.5	+ 100.0
Revenue from sales of real estate	3,055.6	84.3	2,933.3	88.2	+ 122.3	+ 4.2
Gain on sales of condo purchased for sales	-	-	67.0	2.0	- 67.0	- 100.0
Revenue from sales of F&B	45.1	1.2	29.4	0.9	+ 15.7	+ 53.5
Gain on sales of land and investment properties	139.0	3.8	-	-	+ 139.0	+ 100.0
Gain on losing control of investment in a subsidiary	64.4	1.8	82.6	2.5	- 18.2	- 21.9
Other ¹	320.1	8.8	214.6	6.5	+ 105.5	+ 49.2
Total Revenue	3,624.2	100.0	3,326.9	100.0	+297.3	+ 8.9

¹ Including rental and service income, marketing commission income, project management fee, guarantee fee income, interest, and others

In 2019, the Company and its subsidiaries ("the Company") reported a total revenue of THB 3,624.2 mn. This represented an increase of THB 297.4 mn or 8.9% YoY. Of which, THB 3,055.6 mn or 84.3% of the total revenue was from sales of real estate (transfer ownership to buyers) of 9 projects which details are presented as above table, THB 45.1 mn was from F&B business and THB 320.1 mn was from other businesses¹. In addition, there were one-time revenue recognitions during 2Q/2019 and 3Q/2019, total of THB 203.4 mn, which were gain on sales of investment in a subsidiary THB 64.4mn, gain on sales of land awaiting for development THB 89.0mn and gain on sales of investment properties, which was SPACE 48 - an office building for rent on Ratchadaphisek Road, THB 50.0mn.

Backlog²

As of 31 December 2019, the Company recorded a total backlog of THB 8,010.5 mn, reducing by 9.7% from THB 8,869.9 mn as at end of 2019. There was a decrease in backlog value of The Lofts Asoke and The Diplomat 39 due to unit transferred for revenue recognition during the year 2019. On the other hand, the backlog in 2019 also increased by presales value of TAIT 12 and the Estelle Phrom Phong from international roadshow as well as presales value of "The Lofts Ratchathewi", the newly launched luxury condominium project. Of the total backlog at end of 2019, 33.3% was from TAIT 12, 31.3% was from The Lofts Silom, 24.9% was from The Estelle Phrom Phong, 6.1% was from The Lofts Ratchathewi, 4.0% was from The Lofts Asoke, 0.3% was from the Diplomat 39 and 0.1% was from was from UNIXX South Pattaya, totaling of 7 projects.

Cost of Sales

Cost of real estate sold in 2019, slightly increased to THB 2,220.0mn from THB 2,193.2mn in 2018, in line with the increasing in sales. The costs of F&B business in 2019 decreased to THB 13.7mn, from THB 19.1mn in 2018 as the Company started F&B business in March 2018, which caused setting up costs as one-time expenses during 2018.

Gross Profit and Gross Profit Margin (GPM)

In 2019, gross profit from sales of real estate was THB 835.5mn, increased from THB 740.1 mn in 2018. GPM this year also improved to 27.3% from 25.2% in 2018. That was mainly due to the 43.1% of the total revenue from sales of real estate in 2018 was from a project that selling at special discount and low profit-margin generating projects as follows; 1) sales of UNIXX South Pattaya project accounted for 24.0% of total revenue. The special discount was given because it is an old project, ready to transfer since 2015. Also, its' target customers are difference group from what the Company is experienced, and locations is out of the main business operation. For those reasons, the Company aimed to close sales of total project as soon as possible. 2) the Diplomat 39 and the Diplomat Sathorn made a total of 19.1% of total revenue in 2018. The lower GPM of these 2 projects was due to their readiness to transfer and recognize revenue when the Company bought them in for sell, which eliminate construction risk for the Company. For F&B business, the Company gained THB 31.4mn of gross profit, represented a GPM of 69.6%, increased from THB 10.2 mn, represented a GPM of 34.8% in 2018 due to the reduction in setup cost as explained in the cost of sales section.

Distribution costs and Administrative Expenses (SG&A)

In 2019, the Company's distribution costs, and administrative expenses was THB 960.3 mn, increased by THB 88.5 mn, or 10.2% YoY, from THB 871.8 mn in the previous year. The increase was mainly from THB 10.0 mn donation to "Better Lives Foundation" as well as the administrative expense and expenses related to feasibility study research on new projects domestically and internally, because the Company is in an expansion period.

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 recorded as finance costs in the Statement of Income. Loans are repaid in installments upon unit transfer.

¹ Including rental and service income, marketing commission income, project management fee, guarantee fee income, interest, and others

² Backlog include only sold units with sales and purchase agreements

In 2019, the Company had financial cost of THB 203.5 mn, an increase of THB 54.5 mn, or 36.5% YoY from THB 149.0 mn in 2018 mainly due to the loan interest expense for the Lofts Asoke project was recognized as financial cost after the construction completed in December 2018. Moreover, the average interest rate of debenture that were active during 2019 was higher than that during 2018.

Net Profit

In 2019, the Company had consolidated net profit of THB 59.9 mn, an increase of THB 56.9 mn, or 1,896.6% YoY, from the net profit of THB 3.0 mn in 2018. Net profit per share in 2019 was 0.019.

Financial Position (as of 31 December 2019)

Assets

On 31 December 2019, the total assets of the Company stood at THB 12,904.7 mn, a decrease of THB 1,471.7 mn, or 10.2% decreased from total asset of THB 14,376.4 mn as of 31 December 2018. The decrease was primarily attributed to 1) the decrease in leasehold right net of investment in joint venture increased THB 93.8 mn due to the leasehold right for One City Centre project ("OCC"), which was recorded under a subsidiary, was deconsolidated from the Company's consolidate financial statement after MEA Commercial Holding Pte. Ltd. invested 40% in the subsidiary and caused the status of the subsidiary changed to be a joint venture company; 2) THB 776.0mn decrease in land awaiting development and investment properties when the Company sold an empty land plot in 2Q/2019 and sold SPACE 48 – an office building project on Ratchadapisek road in 3Q/2019; and 3) THB 650.4mn decrease in condominium purchased for sales when The Diplomat 39 and The Diplomat Sathorn were gradually transferred and recognized as revenue.

Liabilities

As of 31 December 2019, the Company's total liabilities stood at THB 7,174.9 mn, a decrease of THB 1,432.9 mn, or 16.6% decreased from THB 8,607.9 mn of that as of 31 December 2018. It was mainly due to a net decrease in loan from financial institutions, loan from related parties and the Company's debentures of THB 601.0 mn after the Company payback loan for The Lofts Asoke project and a decrease in deposits and advance received from customers after the construction of the project completed and began the units transferred. In 2019, there was a matured debenture amount of THB 1,000 mn, on 21 September 2019 which the Company had repaid in full amount. In addition, the Company issued 2 tranches unsubordinated unsecured debenture with bondholder representative. The first one was on 1 August 2019, due 2022 amount of THB 1,005.0mn and the second one was on 4 December 2019 due 2021 amount of THB 194.0mn.

Shareholders' Equity

As of 31 December 2019, the Company's shareholders' equity stood at THB 5,729.8 mn, a decrease of THB 38.7 mn or 0.7% from THB 5,768.5 mn as at end of 2018 mainly from an increase portion of shareholding of the Company's subsidiary in its subsidiary.

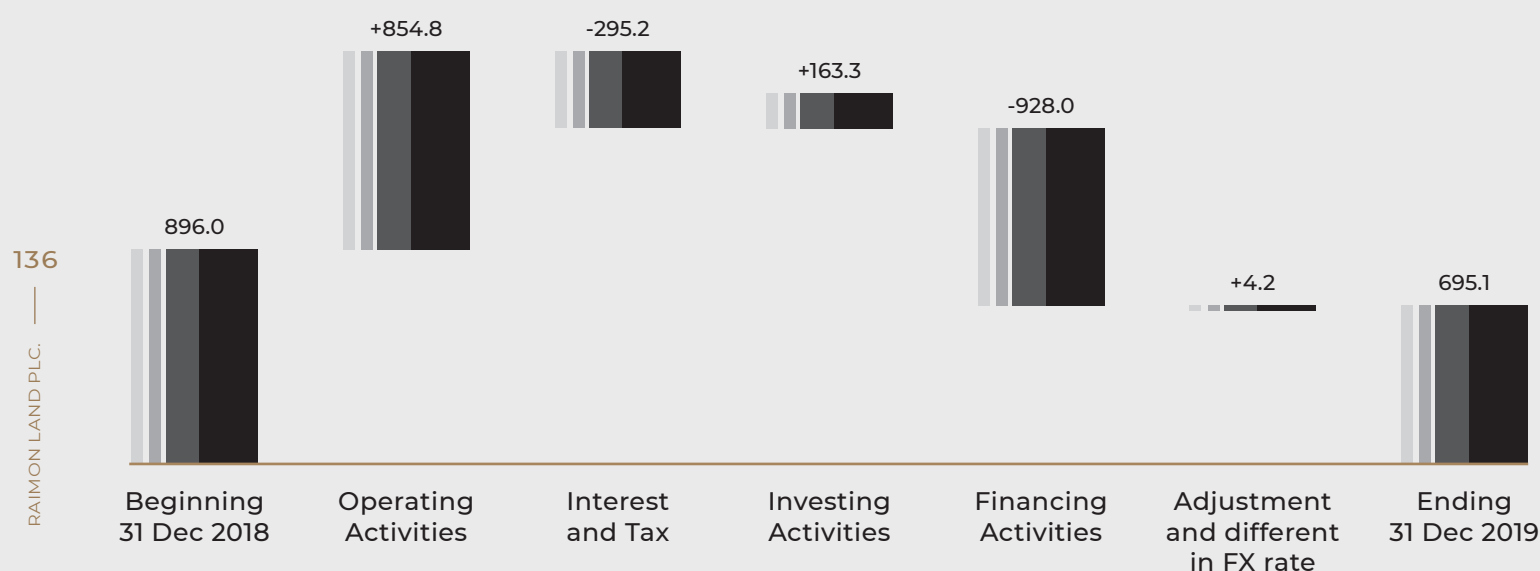
Net Debt to Equity Ratio

As of 31 December 2019, the Company's interest-bearing debt stood at THB 5,951.8mn, as a result, the D/E ratio at end of 2019 was 1.04 times, decreased from 1.14 times as of 31 December 2018. Regarding to the Company's target revenue from residential real estate projects of THB 10,000 - 12,000mn per year within 5 years, the Company expects this ratio may continue to increase. However, the debt's policy is maintained by limiting the D/E ratio at below 1.5 times.

Cash Flow

In 2019, the Company had net cash received from operating activities of THB 559.6 mn. The key components were the net profit of the year and cash received from the transferred of The Lofts Asoke, The Diplomat 39 and The Lofts Silom as well as net cash paid for interest payment and tax of THB 295.2 mn. Net cash received from investing activities was THB 163.4 mn. The key components were THB 593.9 mn cash received from selling land awaiting development and received payback loan from related parties THB 587.1 mn net of cash paid for 1) investment properties of THB 333.1 mn; and 2) investment in subsidiaries and paid for losing control from subsidiaries to joint venture of THB 605.2 mn. Net cash paid in financing activities was THB 928.0 mn. The key components were cash paid for:- payback long-term borrowings from financial institutions of THB 1,159.2 mn; payback short-term loan from related parties of THB 122.5 mn and cash dividend paid out of THB 62.2 mn, net of THB 312.8 mn cash received from short-term loan from financial institution and THB 144.4 mn received from debenture. As a result, the Company had ending cash of THB 695.1 mn as of 31 December 2019.

Cash Flow movement in 2019



BOARD OF DIRECTOR S RESPONSIBILITY FOR FINANCIAL REPORT

Financial statements of Raimon Land Public Company Limited and its Subsidiaries

For the Fiscal Year ending 31 December 2019

Auditor: Mr. Chawala Tienprasertkit, Deloitte Touche Tohmatsu Jaiyos Co., Ltd.

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 2019, 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
Mr. Lee Chye Tek Lionel	Director	
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

REPORT OF THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

TO THE SHAREHOLDERS AND BOARD OF DIRECTORS

RAIMON LAND PUBLIC COMPANY LIMITED

Opinion

We have audited the consolidated financial statements of Raimon Land Public Company Limited and its subsidiaries (the “Group”) and the separate financial statements of Raimon Land Public Company Limited (the “Company”), which comprise the consolidated and separate statements of financial position as at December 31, 2019, and the related consolidated and separate statements of profit or loss and other comprehensive income, changes in shareholders’ equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated and separate financial statements 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 December 31, 2019, and its financial performance and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards (“TFRSs”).

Basis for Opinion

We conducted our audit in accordance with Thai Standards on Auditing (“TSAs”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of our report. We are independent of the Group in accordance with the Federation of Accounting Professions’ Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to the audit of the consolidated and separate financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to Note 5 to the financial statements, which describes changes in accounting policies from adopting the Thai Financial Reporting Standard No. 15 (“TFRS 15”) “Revenue from Contracts with Customers” which become effective for fiscal year beginning on or after January 1, 2019 and the related reclassifications of the consolidated and separate statements of financial position as at December 31, 2018 and the beginning balances as at January 1, 2018 and of the consolidated and separate statements of profit or loss and other comprehensive income for the year ended December 31, 2018, and the related consolidated and separate statements of changes in shareholders’ equity and cash flows for the year then ended, which the Company retrospectively adjusted and reclassified the prior year financial statements, present herein as comparative information. Our opinion is not modified in respect of this matter.

Other Matter

The consolidated financial statements of Raimon Land Public Company Limited and its subsidiaries and the separate financial statements of Raimon Land Public Company Limited for the year ended December 31, 2018 before restatement and reclassifications, presented herein as comparative information, were audited by another auditor, whose report thereon dated February 27, 2019 expressed an unqualified opinion on those statements with emphasis of matter paragraph with respect to the acquisition of assets of KPN Land Company Limited and the litigation case. The beginning balances as at January 1, 2018, before restatement and reclassifications, presented herein as comparative information, were audited by another auditor, whose report thereon dated February 27, 2018 expressed an unqualified opinion on those statements.

Key Audit Matters

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

Key Audit Matters	Audit Responses
<p>Recognition of revenue from sales of real estate</p> <p>The Group has mainly operated in property development business. The Group recognizes revenue from sale of real estate when the construction was completed and the control of the property was transferred to the buyer. Since the Group has many sales transactions during the year, therefore, key audit matter is whether the revenue from sales of real estate have been recognized accuracy in accordance with Thai Financial Reporting Standards.</p> <p>Accounting policies of revenues recognition and detail of revenue from sales of real estate were disclosed in the Notes 3.15 and 39 to the financial statements, respectively.</p>	<p>Key audit procedures included:</p> <ul style="list-style-type: none"> • Understood the revenue recognition process and related internal control procedures. • Tested the design and implementation of the key internal control activities of the revenue recognition process. • Performed the operating effectiveness testing over the key internal control activities of the revenue recognition process. • Performed substantive testing as follows: <ul style="list-style-type: none"> - Examined terms and condition of the agreements relating to sales of real estate and test whether or not the calculation of revenue is correct, term and conditions to recognize as sales are in accordance with Thai Financial Reporting Standards including examining the supporting documents of those revenues. - Examined the revenue from sales of real estate during the year and near the end of accounting period with supporting documents. - Performed analysis on financial information related to sales of real estate to detect unusual trend or transactions.

Key Audit Matters	Audit Responses
<p>Impairment of investment in subsidiaries</p> <p>The consideration of impairment of investment in subsidiaries is depended on the management judgements and key assumptions used in estimation of allowance for impairment. Therefore, key audit matter is whether the valuation of investment in subsidiaries and the allowance for impairment of investment in subsidiaries have been evaluated and recognized in accordance with Thai Financial Reporting Standards.</p> <p>Accounting policies of investments, impairment and detail of investments in subsidiaries were disclosed in the Notes 3.6, 3.11 and 13 to the financial statements, respectively.</p>	<p>Key audit procedures were included:</p> <ul style="list-style-type: none"> • Understood the impairment consideration process and related key internal control activities and key assumption and basis. • Tested the design and implementation of the key internal control activities related to impairment consideration process. • Performed the operating effectiveness testing over the internal control activities of impairment consideration process. • Performed substantive testing as follows: <ul style="list-style-type: none"> - Examined the supporting documents in relation to the management consideration of impairment indicators for investment in subsidiaries. - Evaluated the reasonableness of management's estimate such as key assumptions and methodology used by the Group's management in assessing the impairment of investment in subsidiaries.

Other Information

Management is responsible for the other information. The other information comprises information in the annual report, which is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and the management of the Company.

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

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

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

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

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

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

As part of an audit in accordance with TSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our 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 and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We 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 we identify during our audit.

We also provide those charged with governance with a statement that we 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 our independence, and where applicable, related safeguards.

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

Chavala Tienpasertkij
Certified Public Accountant (Thailand)
Registration No. 4301

BANGKOK
February 27, 2020

DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2019

UNIT : BAHT

	Notes	Consolidated financial statements			Separate financial statements		
		“Restated”			“Restated”		
		As at December 31, 2019	As at December 31, 2018	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018	As at January 1, 2018
ASSETS							
Current assets							
Cash and cash equivalents	7	695,121,294	896,043,226	647,680,887	518,313,148	220,862,072	361,727,515
Current investments	8	1,112,415	224,807,952	1,085,711	1,112,415	1,097,055	1,085,711
Trade and other current receivables	9	88,108,324	229,970,962	79,201,727	260,015,561	505,687,520	422,209,921
Short-term loans to related parties	6	-	-	-	1,034,222,188	930,481,262	2,931,735,215
Project development cost	10	5,102,035,452	5,087,909,386	6,872,485,323	26,590,275	76,671,146	378,545,608
Current incremental costs of obtaining contracts	5 and 20	36,577,247	31,741,571	3,428,178	-	-	730,146
Condominium purchased for sales	11	384,909,553	1,035,292,472	-	384,909,553	1,035,292,472	-
Advance payment to contractors		46,961,200	155,275,983	122,509,293	582,176	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		30,107,066	40,891,723	47,090,461	780,377	3,250,707	784,012
Total current assets		6,384,932,551	7,988,253,275	7,916,179,793	2,226,525,693	3,059,775,244	4,104,112,156
Non-current assets							
Bank deposits with restriction of use	12	-	14,460,097	360,000,000	-	14,455,085	-
Investments in subsidiaries	13	-	-	-	5,226,951,257	5,611,370,644	3,620,054,019
Investments in joint ventures	14	2,646,964,781	1,156,456,596	-	2,747,805,757	1,230,655,000	-
Advance payment for investments	15	277,325,084	-	-	277,325,084	-	-
Land awaiting for development	16	1,646,025,354	2,150,882,317	506,741,515	13,715,589	13,715,589	13,715,589
Investment properties	17	68,642,039	339,824,193	111,331,127	2,079	32,153,947	35,733,429
Property, plant and equipment	18	1,451,226,373	776,270,466	822,746,935	17,833,546	26,884,794	38,575,698
Deposit for leasehold right	19	-	-	340,673,157	-	-	341,131,293
Leasehold right	19	192,478,277	1,589,192,262	65,088,284	-	-	-
Non-current incremental costs of obtaining contracts	5 and 20	17,161,396	26,563,504	43,536,735	-	-	-
Deferred tax assets	32	96,058,350	132,651,870	130,279,418	6,891,009	4,753,775	7,246,155
Withholding tax refundable		80,124,401	128,327,661	111,285,103	11,977,465	-	-
Advance payment to contractor for construction of office building		-	-	57,790,672	-	-	34,835,753
Intangible assets		29,283,961	30,031,249	9,761,685	18,981,536	19,949,291	9,145,627
Other non-current assets		14,469,631	43,471,432	20,132,344	4,773,998	6,017,787	5,203,325
Total non-current assets		6,519,759,647	6,388,131,647	2,579,366,975	8,326,257,320	6,959,955,912	4,105,640,888
Total assets		12,904,692,198	14,376,384,922	10,495,546,768	10,552,783,013	10,019,731,156	8,209,753,044

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

AS AT DECEMBER 31, 2019

UNIT : BAHT

	Notes	Consolidated financial statements			Separate financial statements		
		“Restated”			“Restated”		
		As at December 31, 2019	As at December 31, 2018	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018	As at January 1, 2018
LIABILITIES AND SHAREHOLDERS' EQUITY							
Current liabilities							
Short-term borrowings from							
financial institutions	21	1,923,190,000	989,355,000	828,880,000	200,000,000	-	-
Trade and other current payables	22	228,399,863	304,542,377	237,818,860	123,243,669	146,483,959	104,168,244
Retention payables		84,645,728	131,761,644	130,130,907	152,285	52,285	27,060,732
Deposits and advance received							
from customers		786,942,715	1,396,929,241	840,071,163	15,018,086	191,718,001	39,237,267
Current portion of long-term							
borrowings from							
financial institutions	24	1,851,873,282	2,315,736,497	1,025,862,339	888,207,666	646,037,802	390,000,000
Current portion of debentures	25	923,771,961	998,710,137	499,491,872	923,771,961	998,710,137	499,491,872
Short-term borrowings from							
related parties	6	12,032,879	135,271,201	-	1,049,521,567	585,672,745	120,827,707
Current income tax payable		30,569,505	68,894,261	13,428,133	1,482,696	62,306,641	694,270
Other current liabilities		21,269,229	28,316,808	32,758,534	16,875,130	24,594,323	28,360,213
Total current liabilities		5,862,695,162	6,369,517,166	3,608,441,808	3,218,273,060	2,655,575,893	1,209,840,305
Non-current liabilities							
Long-term borrowings from							
financial institutions	24	91,753,490	1,192,630,000	-	-	-	-
Debentures	25	1,149,195,273	921,112,533	1,705,497,274	1,164,195,273	921,112,533	1,705,497,274
Deferred tax liabilities	32	16,270,975	23,787,744	19,072,580	-	-	-
Non-current provisions for							
employee benefit	26	35,778,567	24,804,292	23,276,455	33,362,491	22,676,320	22,287,043
Accrued long-term lease of land		-	39,793,779	-	-	-	-
Other non-current liabilities		19,232,259	36,223,850	34,966,788	299,612	919,965	1,338,871
Total non-current liabilities		1,312,230,564	2,238,352,198	1,782,813,097	1,197,857,376	944,708,818	1,729,123,188
Total liabilities		7,174,925,726	8,607,869,364	5,391,254,905	4,416,130,436	3,600,284,711	2,938,963,493

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

AS AT DECEMBER 31, 2019

UNIT : BAHT

	Notes	Consolidated financial statements			Separate financial statements		
		“Restated”			“Restated”		
		As at December 31, 2019	As at December 31, 2018	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018	As at January 1, 2018
LIABILITIES AND SHAREHOLDERS' EQUITY							
(CONTINUED)							
Shareholders' equity							
Share capital	27						
Authorized share capital							
4,268,262,367 ordinary shares, of Baht 1 each		4,268,262,367	4,268,262,367		4,268,262,367	4,268,262,367	
4,704,337,397 ordinary shares, of Baht 1 each				4,704,337,397			4,704,337,397
Issued and paid-up share capital							
4,172,484,127 ordinary shares, of Baht 1 each, fully paid-up		4,172,484,127	4,172,484,127		4,172,484,127	4,172,484,127	
3,575,483,607 ordinary shares, of Baht 1 each, fully paid-up				3,575,483,607			3,575,483,607
Share premium		167,264,539	167,264,539	104,094	167,264,539	167,264,539	104,094
Deficit on change in shareholding portion in subsidiaries		(615,670,263)	(564,048,205)	(564,048,205)	-	-	-
Surplus on share-based payment transactions		28,940,372	28,940,372	28,940,372	28,940,372	28,940,372	28,940,372
Retained earnings							
Appropriated							
Legal reserve	30	134,000,000	134,000,000	109,000,000	134,000,000	134,000,000	109,000,000
Unappropriated		1,839,608,225	1,823,303,870	1,937,569,368	1,633,963,539	1,916,757,407	1,557,261,478
		1,973,608,225	1,957,303,870	2,046,569,368	1,767,963,539	2,050,757,407	1,666,261,478
Other components of shareholders' equity		5,623,673	1,359,529	6,927	-	-	-
Total shareholders' equity attributable to owner of the Company							
		5,732,250,673	5,763,304,232	5,087,056,163	6,136,652,577	6,419,446,445	5,270,789,551
Non-controlling interests		(2,484,201)	5,211,326	17,235,700	-	-	-
Total shareholders' equity		5,729,766,472	5,768,515,558	5,104,291,863	6,136,652,577	6,419,446,445	5,270,789,551
Total liabilities and shareholders' equity		12,904,692,198	14,376,384,922	10,495,546,768	10,552,783,013	10,019,731,156	8,209,753,044

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

	Notes	Consolidated financial statements		Separate financial statements	
		“Restated”		“Restated”	
		2019	2018	2019	2018
REVENUES					
Revenue from sales of real estate		3,055,565,177	2,933,315,684	831,209,764	1,307,723,152
Revenue from sales of food and beverages		45,062,957	29,348,236	-	-
Revenue from rental and service		48,850,563	63,815,800	5,535,023	9,029,372
Other income					
Project management fee income		37,188,021	11,914,205	68,871,944	41,892,600
Marketing commission income		56,664,302	48,943,397	46,026,547	97,236,974
Guarantee fee income		41,842,636	3,355,025	67,879,746	28,113,686
Interest income		3,810,684	14,433,638	46,812,505	137,173,504
Dividend income	13	-	-	17,875,311	27,697,150
Gain on losing control of investment in subsidiaries	13	64,445,361	82,540,045	-	-
Gain on sales of land awaiting for development	16	89,023,036	-	-	-
Gain on sales of investment properties	17	50,007,818	-	50,007,818	-
Gain on sales of condominium purchased for sales	11	-	67,035,615	-	67,035,615
Others		131,765,911	72,156,686	142,088,348	391,682,254
Total revenues	39	<u>3,624,226,466</u>	<u>3,326,858,331</u>	<u>1,276,307,006</u>	<u>2,107,584,307</u>
EXPENSES					
Cost of real estate sold		2,220,044,893	2,193,175,653	708,956,475	939,577,598
Cost of food and beverages sold		13,679,071	19,124,934	-	-
Distribution costs	5	276,777,636	315,797,826	60,938,532	79,687,113
Administrative expenses		683,514,377	555,981,269	459,208,518	362,301,215
Loss on diminution in investment in subsidiaries		-	-	99,511,000	8,030,122
Finance cost		203,496,567	149,035,380	167,554,592	144,877,176
Share of loss of joint ventures	14	46,707,430	29,222,632	-	-
Total expenses		<u>3,444,219,974</u>	<u>3,262,337,694</u>	<u>1,496,169,117</u>	<u>1,534,473,224</u>
Profit (loss) before income tax		180,006,492	64,520,637	(219,862,111)	573,111,083
Income tax income (expenses)	32	<u>(120,141,946)</u>	<u>(61,481,030)</u>	<u>454,604</u>	<u>(81,676,688)</u>
PROFIT (LOSS) FOR THE YEARS		<u>59,864,546</u>	<u>3,039,607</u>	<u>(219,407,507)</u>	<u>491,434,395</u>
OTHER COMPREHENSIVE INCOME (LOSS)					
Components of other comprehensive income that will be reclassified to profit or loss					
Exchange differences on translating financial statements		4,404,164	1,005,321	-	-
Components of other comprehensive income that will not be reclassified to profit or loss					
Actuarial gain (loss) - net of tax		(414,031)	4,968,578	(799,740)	4,968,578
Other comprehensive income (loss) for the years		<u>3,990,133</u>	<u>5,973,899</u>	<u>(799,740)</u>	<u>4,968,578</u>
Total comprehensive income (loss) for the years		<u>63,854,679</u>	<u>9,013,506</u>	<u>(220,207,247)</u>	<u>496,402,973</u>

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)
FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

	Notes	Consolidated financial statements		Separate financial statements	
		“Restated”		“Restated”	
		2019	2018	2019	2018
Profit (loss) for the years attributable to					
Owners of the parent		79,305,007	17,672,968	(219,407,507)	491,434,395
Non-controlling interests		(19,440,461)	(14,633,361)	-	-
		<u>59,864,546</u>	<u>3,039,607</u>	<u>(219,407,507)</u>	<u>491,434,395</u>
Total comprehensive income (loss)					
for the years attributable to					
Owners of the parent		83,155,120	23,994,148	(220,207,247)	496,402,973
Non-controlling interests		(19,300,441)	(14,980,642)	-	-
		<u>63,854,679</u>	<u>9,013,506</u>	<u>(220,207,247)</u>	<u>496,402,973</u>
Basic earnings (loss) per share					
Basic earnings (loss) per share	33	<u>0.019</u>	<u>0.005</u>	<u>(0.053)</u>	<u>0.136</u>
Weighted average number of ordinary shares (thousand shares)		<u>4,172,484</u>	<u>3,608,196</u>	<u>4,172,484</u>	<u>3,608,196</u>
Diluted earnings (loss) per share					
Diluted earnings (loss) per share	33	<u>0.019</u>	<u>0.005</u>	<u>(0.053)</u>	<u>0.136</u>
Diluted weighted average number of ordinary shares (thousand shares)		<u>4,172,484</u>	<u>3,608,196</u>	<u>4,172,484</u>	<u>3,608,196</u>

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

	Consolidated financial statements		Separate financial statements	
	“Restated”		“Restated”	
	2019	2018	2019	2018
Cash flows from financing activities				
Cash received from short-term borrowings from financial institutions	1,030,000,000	1,253,295,000	500,000,000	-
Cash paid for short-term borrowings from financial institutions	(717,165,000)	(349,140,000)	(300,000,000)	-
Cash received from short-term borrowings from related parties	-	43,244,200	1,357,798,723	785,823,037
Cash paid for short-term borrowings from related parties	(122,500,000)	(30,473,000)	(893,949,901)	(320,978,000)
Cash received from long-term borrowings from financial institutions	1,832,568,996	3,572,663,257	1,233,717,360	1,714,083,257
Cash paid for long-term borrowings from financial institutions	(2,991,741,145)	(1,629,159,099)	(991,547,496)	(1,458,045,455)
Cash received from issuance of debentures	1,184,000,000	214,000,000	1,199,000,000	214,000,000
Cash paid for redemption of debentures	(1,000,000,000)	(500,000,000)	(1,000,000,000)	(500,000,000)
Cash paid for debentures issuing cost	(39,635,034)	(2,776,650)	(39,635,034)	(2,776,650)
Cash paid for liabilities under finance lease agreements	(935,380)	(4,224,516)	(1,133,747)	(3,403,178)
Dividend paid	(62,586,621)	(111,907,044)	(62,586,621)	(111,907,044)
Increase in non-controlling interests of the subsidiary from investment in the subsidiary	8,411,771	219	-	-
Cash paid for purchase of share capital of subsidiaries from non-controlling interest	(48,403,415)	-	-	-
Dividend payment from subsidiaries to non-controlling interest of the subsidiaries	(25,500)	(2,850)	-	-
Cash received from exercise of warrants	-	965	-	965
Net cash provided by (used in) financing activities	<u>(928,011,328)</u>	<u>2,455,520,482</u>	<u>1,001,663,284</u>	<u>316,796,932</u>
Increase in translation adjustment	4,264,144	1,536,035	-	-
Net increase (decrease) in cash and cash equivalents	<u>(200,824,666)</u>	<u>248,416,254</u>	<u>297,548,342</u>	<u>(140,811,528)</u>
Unrealised loss on exchange rate for cash and cash equivalents	(97,266)	(53,915)	(97,266)	(53,915)
Cash and cash equivalents at beginning of the years	<u>896,043,226</u>	<u>647,680,887</u>	<u>220,862,072</u>	<u>361,727,515</u>
Cash and cash equivalents at ending of the years	<u><u>695,121,294</u></u>	<u><u>896,043,226</u></u>	<u><u>518,313,148</u></u>	<u><u>220,862,072</u></u>

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

Notes	Consolidated financial statements										Non- controlling interests	Total shareholders' equity
	Owners of the Company					Other components of shareholders' equity				Equity attributable to owners of the Company		
	Issued and paid-up share capital	Share Premium	Deficit on change in shareholding portio in a subsidiary	Surplus on share-based payment transactions	Retained earnings		Exchange differences on translation of financial statements of foreign subsidiaries	Total other components of shareholders' equity				
					Appropriated Legal reserve	Unappropriated						
	3,575,483,607	104,094	(564,048,205)	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	
5	3,575,483,607	104,094	(564,048,205)	28,940,372	109,000,000	1,937,569,368	6,927	6,927	5,087,056,163	17,235,700	37,571,930	
	-	-	-	-	-	22,641,546	1,352,602	1,352,602	23,994,148	(14,980,642)	5,104,291,863	
27	597,000,000	167,160,000	-	-	-	-	-	-	764,160,000	-	9,013,506	
28	520	445	-	-	-	-	-	-	965	-	764,160,000	
	-	-	-	-	25,000,000	(25,000,000)	-	-	-	-	965	
35	-	-	-	-	-	(111,907,044)	-	-	(111,907,044)	-	(111,907,044)	
	-	-	-	-	-	-	-	-	-	2,958,899	2,958,899	
	-	-	-	-	-	-	-	-	-	219	219	
	-	-	-	-	-	-	-	-	-	(2,850)	(2,850)	
	4,172,484,127	167,264,539	(564,048,205)	28,940,372	134,000,000	1,823,303,870	1,359,529	1,359,529	5,763,304,232	5,211,326	5,768,515,558	
	4,172,484,127	167,264,539	(564,048,205)	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	
5	-	-	-	-	-	46,644,060	-	-	46,644,060	-	46,644,060	
	4,172,484,127	167,264,539	(564,048,205)	28,940,372	134,000,000	1,823,303,870	1,359,529	1,359,529	5,763,304,232	5,211,326	5,768,515,558	
	-	-	-	-	-	78,890,976	4,264,144	4,264,144	83,155,120	(19,300,441)	63,854,679	
	-	-	-	-	-	-	-	-	-	8,411,771	8,411,771	
2.4	-	-	(51,622,058)	-	-	-	-	-	(51,622,058)	3,218,643	(48,403,415)	
35	-	-	-	-	-	(62,586,621)	-	-	(62,586,621)	-	(62,586,621)	
	-	-	-	-	-	-	-	-	-	(25,500)	(25,500)	
	4,172,484,127	167,264,539	(615,670,263)	28,940,372	134,000,000	1,839,608,225	5,623,673	5,623,673	5,732,250,673	(2,484,201)	5,729,766,472	

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)
FOR THE YEAR ENDED DECEMBER 31, 2019

Separate financial statements							UNIT : BAH
Notes	Issued and paid-up share capital	Share Premium	Surplus on share-based payment transactions	Retained earnings		Total shareholders' equity	
				Appropriated Legal reserve	Unappropriated		
Beginning balance as at January 1, 2018 as previously presented							
Effects of the changes in accounting policy							
5	3,575,483,607	104,094	28,940,372	109,000,000	1,556,677,361	5,270,205,434	
	-	-	-	-	584,117	584,117	
Beginning balance as at January 1, 2018 after adjusted	3,575,483,607	104,094	28,940,372	109,000,000	1,557,261,478	5,270,789,551	
Comprehensive income for the year	-	-	-	-	496,402,973	496,402,973	
Increase in share capital	597,000,000	167,160,000	-	-	-	764,160,000	
27	520	445	-	-	-	965	
Increase in share capital from exercise of warrants	-	-	-	25,000,000	(25,000,000)	-	
Legal reserve	-	-	-	-	(111,907,044)	(111,907,044)	
Dividend paid	-	-	-	-	1,916,757,407	6,419,446,445	
35	4,172,484,127	167,264,539	28,940,372	134,000,000			
Ending balance as at December 31, 2018	4,172,484,127	167,264,539	28,940,372	134,000,000	1,916,757,407	6,419,446,445	
Beginning balance as at January 1, 2019	4,172,484,127	167,264,539	28,940,372	134,000,000	1,916,757,407	6,419,446,445	
Comprehensive income for the year	-	-	-	-	(220,207,247)	(220,207,247)	
Dividend paid	-	-	-	-	(62,586,621)	(62,586,621)	
35	4,172,484,127	167,264,539	28,940,372	134,000,000	1,633,963,539	6,136,652,577	
Ending balance as at December 31, 2019	4,172,484,127	167,264,539	28,940,372	134,000,000	1,633,963,539	6,136,652,577	

Notes to the financial statements form an integral part of these statements

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

	Consolidated financial statements		Separate financial statements	
		“Restated”		“Restated”
	2019	2018	2019	2018
Cash flows from operating activities				
Profit (loss) before income tax	180,006,492	64,520,637	(219,862,111)	573,111,083
Adjustments for				
Depreciation and amortisation	61,385,622	68,008,620	17,251,672	19,566,691
Provision for doubtful debts (reversal)	686,898	259,881	(19,549,446)	26,693,167
Provision for doubtful debt on short-term loans to related parties (reversal)	-	-	38,166,623	(37,276,287)
(Gain) loss on disposal/write-off of property, plant and equipment	5,591,611	(1,922,422)	(1,297,373)	(1,903,333)
Gain on sales of investment properties	(50,007,818)	-	(50,007,818)	-
Gain on sales of land awaiting for development	(89,023,036)	-	-	-
Unrealised (gain) loss on exchange rate	(1,424,448)	2,552,128	2,821,744	(9,992,623)
Gain from sales of investment in a subsidiary	-	-	-	(99,999)
Share of loss of joint ventures	46,707,430	29,222,632	-	-
Gain on losing in control of investment in a subsidiary	(64,445,361)	(82,540,045)	-	-
Expenses from employee benefits obligation	13,398,196	8,747,784	12,569,103	7,609,224
Write-off retention payable	-	(20,758,583)	-	(19,054,298)
Write-off other payable	-	(3,339,684)	-	-
Reversal on diminution in value of project development cost	(4,046,613)	(46,566,025)	-	(11,056,316)
Write-off withholding tax deducted at source	-	13,165	-	-
Impairment loss of investment in subsidiaries	-	-	99,511,000	8,030,122
Realised gain on sale of current investments	(5,126,482)	(3,771,294)	-	-
Unrealised gain on revaluation of current investments	(15,360)	(4,216,660)	(15,360)	(11,344)
Interest income	(3,810,684)	(14,433,638)	(46,812,505)	(137,173,504)
Dividend income	-	-	(17,875,311)	(27,697,150)
Interest expenses	183,559,456	129,399,556	151,373,592	137,137,187
Amortisation of debenture issuing cost	8,779,598	3,610,174	8,779,598	3,610,174
	282,215,501	128,786,226	(24,946,592)	531,492,794
Change in operating assets (increase) decrease				
Trade and other current receivables	150,901,902	(156,572,255)	245,825,776	(127,595,677)
Project development cost	616,615,153	18,669,754	50,080,871	312,930,778
Current incremental costs of obtaining contracts	(4,835,676)	(28,313,393)	-	730,146
Condominium purchased for sales	650,382,919	(1,035,292,472)	650,382,919	(1,035,292,472)
Advance payment to contractors	(305,705,472)	(33,499,020)	(469,166)	4,682,805
Deposit for purchase of land	30,000,000	(286,320,000)	30,000,000	(286,320,000)
Other current assets	(26,277,219)	9,548,300	2,470,330	(2,248,864)
Non-current incremental costs of obtaining contracts	26,563,504	16,973,230	-	-
Other non-current assets	4,926,373	(35,011,125)	1,243,789	(3,036,951)

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEAR ENDED DECEMBER 31, 2019

UNIT : BAHT

	Consolidated financial statements		Separate financial statements	
		“Restated”		“Restated”
	2019	2018	2019	2018
Cash flows from operating activities (continued)				
Change in operating liabilities increase (decrease)				
Trade and other current payables	138,332,494	109,904,790	(33,459,750)	38,910,785
Retention payables	(26,672,785)	24,570,666	100,000	(7,954,149)
Deposits and advance received from customers	(655,073,874)	714,749,456	(176,699,915)	152,480,734
Provision for long-term employee benefits	(2,941,460)	(1,009,224)	(2,882,607)	(1,009,224)
Other current liabilities	(7,137,202)	(3,947,774)	(7,287,515)	(4,307,235)
Other non-current liabilities	(16,536,018)	4,872,189	-	2,414,673
Cash received (paid) from operations	854,758,140	(551,890,652)	734,358,140	(424,121,857)
Cash received from interest income	27,940,144	15,965,389	66,208,134	159,875,637
Cash paid for interest expenses	(255,819,809)	(260,010,697)	(141,072,416)	(133,190,911)
Cash paid for income tax	(67,316,645)	(53,847,271)	(62,306,641)	(18,814,082)
Net cash provided by (used in) operating activities	559,561,830	(849,783,231)	597,187,217	(416,251,213)
Cash flows from investing activities				
Increase (decrease) from bank deposits with restricted of use	14,364,833	345,539,903	14,455,085	(14,455,085)
Cash paid for current investments	-	(372,611,049)	-	-
Cash received from sales of current investments	228,837,379	156,876,762	-	-
Cash paid for short-term loans to related parties	(93,000,000)	(745,719,324)	(1,324,103,479)	(3,318,786,357)
Cash received from short-term loans to related parties	680,147,249	745,719,324	1,167,493,988	5,364,366,294
Cash paid for acquisition of investment properties	(413,062,017)	(92,026,243)	-	(44,779)
Cash received from sales of investment properties	79,963,455	-	79,963,455	-
Cash paid for acquisition of property, plant and equipment	(42,490,772)	(220,414)	(3,400,325)	(1,712,808)
Cash received from sales of equipment	2,183,395	2,653,569	2,051,110	2,053,040
Cash paid for leasehold right	-	(1,220,868,691)	-	-
Cash paid for acquisition of intangible assets	(4,986,681)	(10,700,000)	(2,389,850)	(10,700,000)
Cash received from sales of land awaiting for development	593,879,999	-	-	-
Cash paid for investments in subsidiaries	(240,441,412)	(306,682,813)	(1,019,142,370)	(1,340,185,948)
Cash paid for advance payment for investment	(277,325,084)	-	(277,325,084)	-
Cash received (paid) for losing control from subsidiaries to joint venture	(364,709,656)	555,867,273	-	-
Cash received from sales of investment in a subsidiary	-	-	-	100,000
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	-	-	256,320,000	34,835,753
Dividend received from subsidiaries	-	-	17,875,311	27,697,150
Cash paid for investment in joint venture	-	(403,899,700)	(213,100,000)	(1,125,655,800)
Cash paid for land awaiting for development	-	(12,785,629)	-	-
Net cash provided by (used in) investing activities	163,360,688	(1,358,857,032)	(1,301,302,159)	(41,357,247)

RAIMON LAND PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

1. GENERAL INFORMATION AND OPERATION OF THE COMPANY AND ITS SUBSIDIARIES

Raimon Land Public Company Limited (the “Company”) is incorporated in Thailand and has its registered office at 3 Rajanakarn Building, 19th Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok.

The Company was listed on the Stock Exchange of Thailand on September 10, 1993.

The Company’s major shareholder is JS Asset Management Pte. Ltd., registered in Singapore.

The Company and its subsidiaries, together referred to as the “Group”, are principally engaged in property development business and other businesses such as, food and beverages, and being an agent for property resale or leasing.

2. BASIS FOR PREPARATION AND PRESENTATION OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

- 2.1 The Group maintains its accounting records in Thai Baht and prepares its statutory financial statements in Thai language in conformity with Thai Financial Reporting Standards and accounting practices generally accepted in Thailand.
- 2.2 The Group’s financial statements have been prepared in accordance with the Thai Accounting Standard (“TAS”) No. 1 (Revised 2017) “Presentation of Financial Statements”, which was effective for financial periods beginning on or after January 1, 2018 onward, and the Regulation of The Stock Exchange of Thailand (“SET”) dated October 2, 2017, regarding the preparation and submission of financial statements and reports for the financial position and results of operations of the listed companies B.E. 2560 and the Notification of the Department of Business Development regarding “The Brief Particulars in the Financial Statements (No.2) B.E. 2559” dated October 11, 2016.
- 2.3 The consolidated financial statements have been prepared based on the same accounting policies for the same or similar accounting transactions or accounting events. All significant intercompany transactions and accounts are eliminated in preparing the consolidated financial statements.

2.4 Basis of preparation of the consolidated financial statements

The consolidated financial statements for the years ended December 31, 2019 and 2018 and the comparative information included the financial statements of the Company and subsidiaries. These subsidiaries are detailed as follows:

Subsidiaries	Incorporation country	Type of Business	Percentage of Investments (%)	
			2019	2018
Direct subsidiaries				
Contemporary Property Company Limited	Thailand	Ceased operations	98.59	98.59
Raimon Land Planner Company Limited	Thailand	Ceased operations	95.00	95.00
The River Company Limited	Thailand	Ceased operations	100.00	100.00
Taksin Properties Company Limited	Thailand	Property development	100.00	100.00
Raimon Land Resorts Company Limited	Thailand	Investment and service	99.99	99.99
Raimon Land Residences Company Limited	Thailand	Ceased operations	99.99	99.99
Raimon Land Unixx Company Limited	Thailand	Property development	99.99	99.99
Raimon Land Development Company Limited	Thailand	Property development	99.99	99.99
Raimon Land Services Company Limited	Thailand	Services	99.96	99.96
Raimon Land Ekkamai Company Limited	Thailand	Property development	99.99	99.99
Raimon Land Silom Company Limited	Thailand	Property development	99.99	99.99
Raimon Land Estate Company Limited	Thailand	Property development	99.97	99.97
Asangha Realty Company Limited	Thailand	Agent for property resale or leasing	99.97	99.97
RML 548 Company Limited	Thailand	Property development	-	99.99
Siam Spoon Company Limited	Thailand	Investment	99.99	99.99
Raimon Land Ao-Nang Company Limited	Thailand	Hospitality	99.99	99.99
Raimon Land Thirty Eight Company Limited	Thailand	Property development	-	99.97
Raimon Land Digital Company Limited	Thailand	Real estate services online	99.97	99.97
Raimon Land Holding Company Limited (Formerly known as “Perabal Company Limited”)	Thailand	Investment	99.99	99.99
Raimon Land Twenty Eight Company Limited (Formerly known as “Naradell Company Limited”)	Thailand	Property development	99.99	99.99
Raimon Land Twenty Four Company Limited	Thailand	Property development	99.99	-
Phayathai Land Company Limited	Thailand	Property development	99.99	-
Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as “Raimon Land Development (Singapore) Pte. Ltd.”)	Singapore	Property development and Investment	100.00	100.00
Raimon Land Digital (Singapore) Pte. Ltd. (Formerly known as “Raimon Land Properties (Singapore) Pte. Ltd.”)	Singapore	Property development	100.00	100.00

Subsidiaries	Incorporation country	Type of Business	Percentage of Investments (%)	
			2019	2018
Indirect subsidiaries				
Raimon Land Nineteen Company Limited (Formerly known as “KPN (SK19) Company Limited”) ⁽¹⁾	Thailand	Property development	100.00	51.00
Baan Ying Pte. Ltd. ⁽²⁾	Singapore	Food and beverage	51.00	51.00
LIVVZ.com Pte. Ltd. ⁽³⁾	Singapore	Real Estate Services Online	100.00	100.00
Royal Square One Pte. Ltd. ⁽⁴⁾	Singapore	Property development	100.0	-

(1) Shareholding by Raimon Land Holding Company Limited.

(2) Shareholding by Siam Spoon Company Limited.

(3) Shareholding by Raimon Land Digital (Singapore) Pte. Ltd.

(4) Shareholding by Raimon Land Investment (Singapore) Pte. Ltd.

On May 10, 2019, Raimon Land Investment (Singapore) Pte. Ltd., the Company’s subsidiary, entered into sale and purchase agreement with a third party, whereby this company transferred 50,000 ordinary shares with a par value of SGD 1 per share of Royal Square One Pte. Ltd. representing 100 percent of the registered share capital of such company. Therefore, Royal Square One Pte. Ltd. has become an indirect subsidiary of the Company.

On July 31, 2019, the Company incorporated Raimon Land Twenty Four Company Limited, a new subsidiary, with an authorized share capital of Baht 5 million, comprising 50,000 ordinary shares with a par value of Baht 100 per share. The Company invested 49,997 ordinary shares, which represents 99.99% shareholding of the authorized share capital. The subsidiary called up 25% of its registered share capital.

On March 19, 2019, Raimon Land Holding Company Limited, the Company’s subsidiary, entered into a share purchase agreement with KPN Land Company Limited. Raimon Land Holding Company Limited purchased account receivables, loan, interest receivables and shares of Raimon Land Nineteen Company Limited from KPN Land Company Limited which totaling amount Baht 191.10 million. Raimon Land Holding Company Limited already paid the full payment for shares and assets purchase on September 30, 2019. The shares of Raimon Land Nineteen Company Limited transferred from KPN Land Company Limited lead to the 100% shares holding in Raimon Land Nineteen Company Limited for Raimon Land Holding Company Limited. As a result of the increase in the portion of the investment, the Company has deficit on change in shareholding portion in a subsidiary of Baht 51.62 million.

On August 15, 2019, the Extraordinary General Meeting of the Shareholders of Baan Ying Pte. Ltd. passed a resolution to approve an increase in its registered share capital from SGD 1,400,000 to SGD 2,160,000 through the issuance of 760,000 ordinary shares with a par value of SGD 1 per share. Baan Ying Pte. Ltd. registered the additional share capital with the Accounting and Corporate Regulatory Authority of Singapore on September 10, 2019 and received full payment for the shares. Siam Spoon Company Limited invested in the additional share capital of 387,600 ordinary shares and paid in capital totaling SGD 387,600 or equivalent to Baht 8.76 million according to the holding percentage in Baan Ying Pte. Ltd.

On July 11, 2019, the Company entered into a shares sales and purchase agreement with the joint venture of Phayathai Land Company Limited, the Company's investment in joint venture, to purchase the joint venture's shares from the joint venture in the amounting to Baht 213.10 million for 30% of the joint venture's registered share capital. The Company already made the full payment and the process of shares transferred is completed on December 23, 2019 which result in the increasing in control in the joint venture and lead to the change in its investment from investment in joint venture to investment in subsidiary (see Note 13).

Material intercompany transactions between the Group has been eliminated from these consolidated financial statements. The consolidated financial statements for the year ended December 31, 2019 have included the subsidiaries' financial statements for the year ended December 31, 2019 which were audited. The consolidated statement of financial position as at December 31, 2018 have included the subsidiaries' financial statements as at December 31, 2018 which were audited.

3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention except as disclosed in the significant accounting policies as follows:

3.1 Cash and cash equivalents

Cash and cash equivalents are cash on hand, and all types of deposits at financial institutions with original maturities of three months or less from the date of acquisition, excluding deposits at financial institutions with restriction of use.

3.2 Trade receivables

Trade receivables are stated at the net realizable value.

Allowance of doubtful accounts is provided at the estimated collection losses on each receivable. Such estimate based on the Group's collection experiences and the consideration of current status of each receivable.

3.3 Project development cost

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

- | | |
|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Land | - The Group records 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 Group records cost of design, construction and public utilities based on the actual cost incurred. |

3.4 Borrowing costs

Borrowing costs directly attributable to the acquisition and 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.

3.5 Incremental cost to obtain a contract

The Group has 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. An impairment loss is recognised to the extent that the carrying amount of an asset recognized exceeds the remaining amount of consideration that the entity expects to receive less direct costs.

3.6 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.

Investments in the separate financial statements are accounted for using the cost method less allowance for impairment.

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 recognized in profit or loss.

In the case where impairment of investment is occurred, impairment loss of investment will be charged to the statement of profit or loss and other comprehensive income.

3.7 Land awaiting development

Land awaiting development is land which will be developed in the future. It is stated at cost less allowance for diminution in value (if any). Cost consists of cost of land and related expenses.

3.8 Investment properties

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 impairment (if any).

Depreciation is calculated by the straight-line method over the estimated useful lives of assets as follows:

Office building for rent	20 years
Community mall	27 years

3.9 Property, plant and equipment

Land is stated at cost. Plant and equipment are stated at cost less accumulated depreciation and allowance for impairment (if any).

Depreciation is calculated by the straight-line method over the estimated useful lives of assets as follows:

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

3.10 Leasehold right

Leasehold right is stated at cost less accumulated amortization. Amortization is calculated by the straight-line method over the estimated useful lives of leasehold period.

3.11 Impairment

At the end of each reporting period, the Group performs 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 recognized when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell or 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 Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognized in profit or loss.

3.12 Deposits and advance received from customers

Deposits and advance received from customers from agreement to buy and to sell is amounts of payment which the Group received from customers according to agreement to buy and to sell real estate which are recognized as revenues at point in time. Such deposits and advance received from customers will be decreased when the Group passes control of real estate to the customers.

Advance received from agreement will be recognized as revenue from breach from agreement to buy and to sell when certainty of breach the agreement by the customers. Such revenue from breach from agreement to buy and to sell will be presented as other income net of commission paid to obtain contracts related to such agreement to buy and to sell.

3.13 Employee benefit

Short-term employee benefits

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

Post-employment benefits and other long-term employee benefits

Defined contribution plans

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

Defined benefit plans and other long-term employee benefits

The Group has obligations in respect of the severance payments they must make to employees upon retirement under labor law and other employee benefit plans. The Group treats these severance payment obligations as a defined benefit plan. In addition, the Group 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.

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

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

Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognizes restructuring-related costs.

3.14 Equity-settled share-based payment transactions

The Company recognizes 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.

3.15 Provisions

Provisions are recognized when the Group 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.

3.16 Recognition of revenues and expenses

Revenue from sales of real estate

Revenues from sales of real estate comprised revenue from sales of land and houses and sales of residential condominium which are recognized at a point in time as income when control of the asset has been transferred to the buyer.

Free transfer fee and common area fee - the Group considers 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.

Revenue from sales of foods and beverages

Sales of foods and beverages are recognized 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 recognized in the statement of profit or loss and other comprehensive income based on the straight-line method over the term of the agreement.

Other income, interest income and expenses are recognized on an accrual basis.

3.17 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.

3.18 Leases

Operating lease

Long-term lease for assets which a significant portion of the risks and rewards of ownership are still retained by the lessor are classified as operating leases. Payments made under operating leases, net of any incentives received from the lessor, are charged as expenses in the statement of profit or loss and other comprehensive income on the straight-line method over the period of the lease.

When an operating lease is terminated before the lease period expired, any payment required to be made to the lessor by way of penalty is recognized as an expense in the period in which termination takes place.

Finance lease

Lease in which substantially all the risk and reward of ownership, other than legal title is transferred to the Group is accounted for as a finance lease. The Group capitalized the asset and liabilities in the statements of financial position in the amount at the lower of estimated present value of the underlying lease payments or at the fair value of the leased asset at the contractual date. The leased assets are depreciated using the straight-line method over their estimated useful lives. Interest or finance charge is calculated by the effective interest rate method over the term of contracts. Interest and financial charge and depreciation are recognized as expenses in the statement of profit or loss and other comprehensive income.

3.19 Taxation

Income tax expense (income) comprises of current tax and deferred tax.

Current tax

Current tax represents tax currently payable which is based on taxable profit for the period. Taxable profit differs from profit as reported in the statement of profit or loss and other comprehensible income because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted at the end of reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit (tax base). Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for temporary differences to the extent that it is probable that taxable profits will be available against which those temporary differences can be utilized.

The Group reviews the carrying amount of deferred tax assets at each end of reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Any such reduction shall be reversed to the extent that it becomes probable that sufficient taxable profit will be available.

The Group measures deferred tax assets and liabilities at the tax rates that are expected to apply in the period in which the asset is recognized or the liability is settled, based on tax rates that have been enacted or substantively enacted at the end of reporting period.

The Group offsets deferred tax assets and liabilities when there is a legally enforceable right to set off the current tax asset against current tax liabilities and the Group intends to settle such current tax liability and asset on a net basis or intends to recognize the asset and settle the liability simultaneously.

The Group recognizes current and deferred tax as income or expense and included in profit or loss for the year.

The Group presents income tax expense related to net profit or loss from normal activities in the statement of profit or loss and other comprehensive income except for current and deferred taxes of related items that recognized directly in the shareholders' equity in the same or different period.

3.20 Earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing net profit (loss) for the year attributable to ordinary shareholders divided by the weighted average number of ordinary shares held by outsiders. In case of increase in share capital, the weighted average number of ordinary shares is calculated based on subscription of issued and paid-up share capital period. In case of decrease in share capital, the weighted average number of ordinary shares is calculated based on share capital decrease registration period. Diluted earnings (loss) per share is calculated based on assumption that all dilutive potential ordinary shares have been converted to ordinary shares.

3.21 Foreign exchange transactions

Transactions denominated in foreign currencies incurred during the year are converted into Baht at the rates of exchange prevailing at the transaction dates. Monetary assets and liabilities denominated in foreign currencies outstanding at the statement of financial position date are converted into Baht at the reference rates of the Bank of Thailand at that date. Gains or losses on foreign exchange arising on settlements and translations are recognized as income or expense in the statement of profit or loss and other comprehensive income when incurred.

3.22 Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for leasing transactions that are within the scope of TAS No. 17 (Revised 2018), and measurements that have some similarities to fair value but are not fair value, such as net realizable value in TAS No. 2 (Revised 2018) or value in use in TAS No. 36 (Revised 2018).

In addition, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs are inputs, other than quoted prices included within Level 1, which are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

3.23 Use of management's judgments and key sources of estimation uncertainty

The preparation of financial statements in conformity with Thai Financial Reporting Standards requires the Group's management to exercise various judgments in applying accounting policies that can significantly affect the recognition and disclosures in the financial statements. Significant judgments in applying accounting policies are as follows:

1. Project development costs estimation

In recognizing revenue from real estate sales, the Group needs 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.

2. 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.

3. 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.

4. Classification of long-term loans

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

5. Deferred tax assets

Deferred tax assets are recognized 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 recognized, based upon the likely timing and level of estimate future taxable profits.

6. Litigation

The Group has 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.

4. NEW THAI FINANCIAL REPORTING STANDARDS THAT BECAME EFFECTIVE IN THE CURRENT ACCOUNTING YEAR AND THOSE THAT WILL BECOME EFFECTIVE IN THE FUTURE

4.1 Thai Financial Reporting Standards affecting the presentation and disclosure in the current period financial statements

During the year, the Group has adopted the revised and new financial reporting standards and guidelines on accounting issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after January 1, 2019. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any material impact on the Group’s financial statements, except the following financial reporting standard:

Thai Financial Reporting Standard No.15 “Revenue from Contracts with Customers” (“TFRS 15”)

The core principle of this TFRS is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects to consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the Standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

Under this TFRS, an entity recognizes revenue when (or as) a performance obligation is satisfied, i.e. when ‘control’ of the goods or services underlying the particular performance obligation is transferred to the customer.

This TFRS supersedes the following revenue Standards and Interpretations upon its effective date: Thai Accounting Standard No.11 “Construction Contracts”, Thai Accounting Standard No.18 “Revenue”, Thai Accounting Standard Interpretation No.31 “Revenue-Barter Transactions Involving Advertising Services”, Thai Financial Reporting Standard Interpretation No.13 “Customer Loyalty Programmes, Thai Financial Reporting Standard Interpretation No.15 “Agreements for the Construction of Real Estate” and Thai Financial Reporting Standard Interpretation No.18 “Transfers of Assets from Customers”.

This TFRS requires retrospective method in accordance with Thai Accounting Standard No.8 “Accounting Policies, Changes in Accounting Estimates and Errors” or recognize the cumulative effect of initially applying this Standard as an adjustment to the opening balance of retained earnings of the reporting period. The Company chooses to retrospectively adjust prior year financial statements (see Note 5).

4.2 Thai Financial Reporting Standards announced in the Royal Gazette but not yet effective

The Federation of Accounting Professions has issued the Notification regarding Thai Accounting Standards, Thai Financial Reporting Standards, Thai Accounting Standards Interpretation and Thai Financial Reporting Standard Interpretation, which have been announced in the Royal Gazette and will be effective for the financial statements for the period beginning on or after January 1, 2020 onwards. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards.

The Group's management will adopt such TFRSs in the preparation of the Group's financial statements when it becomes effective. The Group's management has assessed the impact of these TFRSs and considered that the adoption of these financial reporting standards does not have any material impact on the financial statements of the Group in the period of initial application, except the financial reporting standards as follow:

Thai Accounting Standard No.12 "Income Taxes"

This revised accounting standard clarifies about recognition the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized the transactions that generated the distributable profits. This is the case irrespective of whether different tax rates apply to distributed and undistributed profits. An entity shall apply those amendments to the income tax consequences of dividends recognized on or after the beginning of the earliest comparative period. Earlier application is permitted.

Thai Accounting Standard No.23 "Borrowing Costs"

This revised accounting standard clarifies that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalization rate on general borrowings. This accounting standard requires prospective method for such amendment. Earlier application is permitted.

Thai Accounting Standard No.28 "Investments in Associates and Joint Ventures"

This revised accounting standard clarifies about the application of TFRS 9, including its impairment requirements, to long-term interests. An entity does not take into account adjustments to their carrying amount required by TAS 28 (i.e., adjustments to the carrying amount of long-term interests arising from the allocation of losses of the investee or assessment of impairment in accordance with TAS 28). This accounting standard requires retrospective method for such amendment. Earlier application is permitted.

Thai Financial Reporting Standard No.11 "Joint Arrangements"

This revised financial reporting standard clarifies that when a party that participates in, but does not have joint control of, a joint operation that is a business obtains joint control of such a joint control, the entity does not remeasure its previously held interest in the joint operation. This revised financial reporting standard requires prospective method for such amendment. Earlier application is permitted.

Group of Financial Instruments Standards

Thai Accounting Standards ("TAS")

TAS 32 Financial Instruments: Presentation

Thai Financial Reporting Standards ("TFRS")

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Thai Financial Reporting Standard Interpretations (“TFRIC”)

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

These group of Standards make stipulations relating to the classification of financial instruments and their measurement at fair value or amortized cost; taking into account the type of instrument, the characteristics of the contractual cash flows and the Company’s business model, the calculation of impairment using the expected credit loss method, and the concept of hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments. These Standards will supersede the Standards and Interpretations relating to the financial instruments upon its effective date.

The Group’s management is in the process to assess the impact of these Financial Instruments Standards on the financial statements of the Group in the period of initial application.

Thai Financial Reporting Standards No. 16 “Leases”

This TFRS provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors.

This TFRS will supersede the following lease Standards and Interpretations upon its effective date, which are Thai Accounting Standard No.17 “Leases”, Thai Accounting Standard Interpretation No.15 “Operating Lease - Incentives”, Thai Accounting Standard Interpretation No.27 “Evaluating the Substance of Transactions involving the Legal Form of a Lease” and Thai Financial Reporting Standard Interpretation No.4 “Determining whether on Arrangement contains a Lease”.

For lessee accounting, there are significant changes to lease accounting in this TFRS by removing the distinction between operating and finance leases under TAS 17 and requiring a lessee to recognize a right-of-use asset and a lease liability at commencement for all leases, except for short-term- leases and leases of low value assets. However, the lessor accounting treatment continues to require a lessor to classify a lease either as an operating lease or a finance lease, using the same concept as TAS 17.

The Group’s management is in the process to assess the impact of this TFRS on the financial statements of the Group in the period of initial application.

5. CHANGE IN ACCOUNTING POLICIES AND RECLASSIFICATION

5.1 Changes in Accounting Policies

During the year ended December 31, 2019, the Group has adopted TFRS 15 “Revenue from Contracts with Customers” which become effective for fiscal years beginning on or after January 1, 2019. The Group chooses retrospectively adjust in the period of initial application.

The adjustments are described below;

Commission paid to obtain a contract - the Group has 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 Group immediately recorded commission as selling expenses when the transaction occurred.

Free transfer fee and common area fee - the Group considers 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 Group immediately recorded such fees as selling expenses when the transaction occurred.

5.2 Reclassifications

During the year ended December 31, 2019, the Group have reclassified the financial statements for the year ended December 31, 2018 and certain beginning balances as at January 1, 2018 to conform with the presentation in the financial statements as at December 31, 2019 and for the year then ended.

The effect of changes in accounting policies and those reclassifications to comparative numbers are illustrated as below:

	Unit : Thousand Baht				
	CONSOLIDATED FINANCIAL STATEMENTS				
	As previously reported	Adjustments of accounting policy adoption*	Amount as restated	Reclassifications	Amount as restated
<u>Statement of financial position</u>					
As at January 1, 2018					
Assets					
Trade and other current receivables	53,374	-	53,374	25,828	79,202
Current incremental costs of obtaining contracts	-	3,428	3,428	-	3,428
Other current assets	72,919	-	72,919	(25,828)	47,091
Non-current incremental costs of obtaining contracts	-	43,537	43,537	-	43,537
Deferred tax assets	139,672	(9,393)	130,279	-	130,279
Intangible assets	-	-	-	9,762	9,762
Other non-current assets	29,894	-	29,894	(9,762)	20,132
Liabilities					
Trade and other current payables	(231,824)	-	(231,824)	(5,995)	(237,819)
Other current liabilities	(38,754)	-	(38,754)	5,995	(32,759)
Shareholders' equity					
Retained earnings - Unappropriated	(1,899,997)	(37,572)	(1,937,569)	-	(1,937,569)

*See Note 5.1

Unit : Thousand Baht

CONSOLIDATED FINANCIAL STATEMENTS

	As previously reported	Adjustments of accounting policy adoption*	Amount as restated	Reclassifications	Amount as restated
<u>Statement of financial position</u>					
As at December 31, 2018					
Assets					
Trade and other current receivables	209,367	-	209,367	20,604	229,971
Current incremental costs of obtaining contracts	-	31,742	31,742	-	31,742
Other current assets	61,496	-	61,496	(20,604)	40,892
Non-current incremental costs of obtaining contracts	-	26,563	26,563	-	26,563
Deferred tax assets	144,313	(11,661)	132,652	-	132,652
Intangible assets	-	-	-	30,031	30,031
Other non-current assets	73,503	-	73,503	(30,031)	43,472
Liabilities					
Trade and other current payables	(291,846)	-	(291,846)	(12,696)	(304,542)
Short-term borrowings from related parties	(143,808)	-	(143,808)	8,537	(135,271)
Other current liabilities	(32,476)	-	(32,476)	4,159	(28,317)
Shareholders' equity					
Retained earnings - Unappropriated	(1,776,660)	(46,644)	(1,823,304)	-	(1,823,304)
<u>Statements of profit or loss and other comprehensive income</u>					
For the year ended December 31, 2018					
Distribution costs	327,138	(11,340)	315,798	-	315,798
Income tax expenses	(59,213)	(2,268)	(61,481)	-	(61,481)
Profit (loss) for the year	(6,032)	9,072	3,040	-	3,040
Basic loss per share (Baht)	0.002	0.003	0.005	-	0.005
Diluted loss per share (Baht)	0.002	0.003	0.005	-	0.005

* See Note 5.1

Unit : Thousand Baht

SEPARATE FINANCIAL STATEMENTS

	As previously reported	Adjustments of accounting policy adoption*	Amount as restated	Reclassifications	Amount as restated
<u>Statement of financial position</u>					
As at January 1, 2018					
Assets					
Trade and other current receivables	352,134	-	352,134	70,076	422,210
Short-term loan to related parties	2,993,253	-	2,993,253	(61,518)	2,931,735
Current incremental costs					
of obtaining contracts	-	730	730	-	730
Other current assets	9,341	-	9,341	(8,557)	784
Deferred tax assets	7,892	(146)	7,746	(500)	7,246
Intangible assets	-	-	-	9,146	9,146
Other non-current assets	14,349	-	14,349	(9,146)	5,203
Liabilities					
Trade and other current payables	(69,315)	-	(69,315)	(34,853)	(104,168)
Short-term borrowings from					
related parties	(154,361)	-	(154,361)	33,533	(120,828)
Other current liabilities	(29,681)	-	(29,681)	1,321	(28,360)
Deferred tax liabilities	(499)	-	(499)	499	-
Shareholders' equity					
Retained earnings - Unappropriated	(1,556,677)	(584)	(1,557,261)	-	(1,557,261)
<u>Statement of financial position</u>					
As at December 31, 2018					
Assets					
Trade and other current receivables	456,799	-	456,799	48,889	505,688
Short-term loans to related parties	971,030	-	971,030	(40,549)	930,481
Other current assets	11,590	-	11,590	(8,340)	3,250
Intangible assets	-	-	-	19,949	19,949
Other non-current assets	25,967	-	25,967	(19,949)	6,018
Liabilities					
Trade and other current payables	(107,932)	-	(107,932)	(38,552)	(146,484)
Short-term borrowings from					
related parties	(623,446)	-	(623,446)	37,773	(585,673)
Other current liabilities	(25,373)	-	(25,373)	779	(24,594)
<u>Statements of profit or loss and</u>					
<u>other comprehensive income</u>					
For the year ended					
December 31, 2018					
Distribution costs	78,957	730	79,687	-	79,687
Income tax income (expenses)	(81,823)	146	(81,677)	-	(81,677)
Profit (loss) for the year	492,018	(584)	491,434	-	491,434
Basic earnings per share (Baht)	0.136	-	0.136	-	0.136
Diluted earnings per share (Baht)	0.136	-	0.136	-	0.136

* See Note 5.1

6. TRANSACTIONS WITH RELATED PARTIES

The Group had transactions with related parties. These parties are related through common shareholdings and/or directorships or close members of the family of an individual. The significant transactions with related parties as included in the financial statements were determined at prices in line with and occurring in the normal course of business based on the market price in general or the price as stipulated in the agreement if no market price existed.

Significant transactions with related parties for the years ended December 31, are as follows:

	CONSOLIDATED		SEPERATE		Unit : Million Baht
	FINANCIAL		FINANCIAL		Transfer pricing policy
	STATEMENTS		STATEMENTS		
	2019	2018	2019	2018	
<u>Transactions with subsidiaries</u>					
(Eliminated from the consolidated financial statements)					
Purchase of condominium	-	-	8	-	As stipulated in agreements
Project management fee income	-	-	43	42	As stipulated in agreements
Marketing commission income	-	-	1	71	At prices charged to the third parties
Guarantee fee income	-	-	26	25	At 1.5% per annum of average outstanding guarantee
Interest income	-	-	45	126	Interest rates of 5% per annum
Dividend income	-	-	18	28	Announced rate
Other income	-	-	96	346	As stipulated in agreement
Interest expenses	-	-	25	12	Interest rates of 1.35% - 3% per annum
Rental and service expenses	-	-	1	1	As stipulated in agreements
<u>Transactions with joint ventures</u>					
Project management fee income	26	-	26	-	As stipulated in agreements
Marketing commission income	46	26	46	26	At prices charged to the third parties
Guarantee fee income	42	3	42	3	At 1% - 1.5% per annum of average outstanding guarantee
Interest income	-	10	-	10	Interest rates of 5% per annum
Interest expenses	-	9	-	-	Interest rates of 5% - 8% per annum

Other Income

During the year ended December 31, 2019, the Company received settlement of short-term loans and accrued interest amounting to Baht 92.3 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 (a former joint venture) in 2011, with the Company recognizing the amount received as unearned income. Therefore, during the year ended December 31, 2019, the Company recognised unearned income of Baht 92.3 million as other income. In addition, the Company had short-term loans to and 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 for doubtful account of Baht 96.2 million of the short-term loans to related party and interest receivable as other income. The remaining balance of Baht 9.0 million was interest income occurred during the year.

Significant asset and liability balances with related parties as at December 31, are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Other current receivables				
Subsidiaries				
Contemporary Property Company Limited	-	-	26	-
Taksin Properties Company Limited	-	-	119,948	213,128
Raimon Land Development Company Limited	-	-	26	321
Raimon Land Unixx Company Limited	-	-	6,041	13,507
Raimon Land Ekkamai Company Limited	-	-	156	1,868
Raimon Land Services Company Limited	-	-	757	1,297
Asangha Realty Company Limited	-	-	3,328	-
Raimon Land Estate Company Limited	-	-	8,875	7,178
Raimon Land Silom Company Limited	-	-	7,324	913
Siam Spoon Company Limited	-	-	26	-
Raimon Land Digital Company Limited	-	-	26	-
Raimon Land Holding Company Limited (Formerly known as “Perabal Company Limited”)	-	-	26	-
Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)	-	-	3,646	-
Raimon Land Twenty Eight Company Limited (Formerly known as “Naradell Company Limited”)	-	-	11,440	-
Raimon Land Nineteen Company Limited (Formerly known as “KPN (SK19) Company Limited”)	-	-	8,595	-
Raimon Land Investment (Singapore) Pte. Ltd.	-	-	1,303	-
LIVVZ.com Pte. Ltd.	-	-	15,584	12,607
Joint ventures				
Phayathai Land Company Limited (Formerly known as “Raimon Land Phayathai Company Limited”)	-	165	-	165
Raimon Land Twenty Six Company Limited	384	29,326	365	29,326
Raimon Land Sathorn Company Limited	759	43,376	690	43,376
RML 548 Company Limited	3,885	-	3,885	3,332
Major shareholders				
JS Asset Management Pte. Ltd.	1,109	1,177	-	-
KPN Land Company Limited	-	127,772	-	127,772
Directors	-	46	-	-
Related parties (related by directors)	21	231	17	17
	<u>6,158</u>	<u>202,093</u>	<u>192,084</u>	<u>454,807</u>

	Unit: Thousand Baht			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS	FINANCIAL STATEMENTS	FINANCIAL STATEMENTS	FINANCIAL STATEMENTS
	2019	2018	2019	2018
Interest receivables				
Subsidiaries				
Taksin Properties Company Limited	-	-	28	-
Raimon Land Residences Company Limited	-	-	41	1,308
Raimon Land Estate Company Limited	-	-	3,771	23,181
Raimon Land Silom Company Limited	-	-	4,714	13,894
Siam Spoon Company Limited	-	-	2,175	1,018
Raimon Land Investment (Singapore) Pte. Ltd.	-	-	28,958	25,044
Raimon Land Twenty Eight Company Limited	-	-	1,355	1
Raimon Land Nineteen Company Limited	-	-	1,313	-
Raimon Land Holding Company Limited	-	-	3,231	-
Phayathai Land Company Limited	-	-	56	-
Joint ventures				
RML 548 Company Limited	-	-	-	592
	-	-	45,642	65,038
<u>Less</u> Allowance for doubtful accounts	-	-	(3,812)	(24,489)
	-	-	41,830	40,549
Advance payment for license to related party				
Related parties (related by directors)	-	10,700	-	10,700
	-	10,700	-	10,700
Other current payables				
Subsidiaries				
Taksin Properties Company Limited	-	-	241	174
Raimon Land Digital Company Limited	-	-	-	250
Raimon Land Investment (Singapore) Pte. Ltd.	-	-	179	34
Baan Ying Pte. Ltd.	-	-	346	-
Major shareholders				
JS Asset Management Pte. Ltd.	14	15	-	-
KPN Land Company Limited	157	4,849	157	-
Directors	66	2,779	-	-
Related parties (related by directors)	882	916	308	308
	1,119	8,559	1,231	766
Deposits and advance received from customers - related parties				
Directors and employees	-	5,808	-	-
	-	5,808	-	-
Interest payable				
Subsidiaries				
Contemporary Property Company Limited	-	-	38,154	36,588
Raimon Land Development Company Limited	-	-	525	1,185
Raimon Land Unixx Company Limited	-	-	528	-
Raimon Land Ekkamai Company Limited	-	-	6	-
Major shareholder				
KPN Land Company Limited	-	8,039	-	-
Major shareholder of subsidiary				
Bangkok Wooden Spoon Company Limited	1,071	498	-	-
	1,071	8,537	39,213	37,773

Advance payment for license to related party

On November 15, 2018, the Company entered into the Trademark Licensing Agreement with Jitsun Investment Pte. Ltd., under which the Group have the exclusive right to use the “Klapsons” trademark to operate a hospitality business for a period of 10 years, effective from January 1, 2019 to December 31, 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 2018, the Company paid this amount and included the amount in “Other non-current assets” in the statement of financial position as at December 31, 2019 and 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.

Short-term loans to related parties

Short-term loans to related parties as at December 31, consisted of:

	CONSOLIDATED		Unit : Thousand Baht	
	FINANCIAL STATEMENTS		SEPARATE	
	2019	2018	2019	2018
Taksin Properties Company Limited	-	-	11,000	-
Raimon Land Residences Company Limited	-	-	9,000	2,600
Raimon Land Estate Company Limited	-	-	31,777	269,964
Raimon Land Silom Company Limited	-	-	444,432	320,124
Siam Spoon Company Limited	-	-	26,229	27,000
Raimon Land Investment (Singapore) Pte. Ltd.	-	-	109,775	266,304
Raimon Land Twenty Eight Company Limited	-	-	174,680	1,854
Raimon Land Holding Company Limited	-	-	192,550	-
RML 548 Company Limited	-	-	-	45,245
Raimon Land Nineteen Company Limited	-	-	54,556	-
Phayathai Land Company Limited	-	-	21,000	-
Total	-	-	1,074,999	933,091
<u>Less</u> Allowance for doubtful debt	-	-	(40,777)	(2,610)
Net	-	-	1,034,222	930,481

Increase and decrease in short-term loans to related parties for the years ended December 31, were as follows:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
As at January 1,	-	-	933,091	2,965,987
Cash flow				
Increases	93,000	745,719	1,324,103	3,318,786
Repayment	(680,147)	(745,719)	(1,167,494)	(5,364,366)
Total cash flow	(587,147)	-	156,609	(2,045,580)
Non-cash flow				
Deconsolidated from loss control of subsidiaries	608,147	-	-	-
Assets acquisition in consolidated financial statements	(21,000)	-	-	-
Unrealized gain (loss) on exchange rate	-	-	(14,701)	12,684
Total non-cash flow	587,147	-	(14,701)	12,684
As at December 31,	-	-	1,074,999	933,091

Short-term loans to subsidiaries are unsecured loans and due at call, carrying interest at rates of 5% per annum.

During the year ended December 31, 2019, the Company entered into short-term loan agreements with subsidiaries as follows:

Raimon Land Nineteen Company Limited

On January 8, 2019, the Company entered into a loan agreement with Raimon Land Nineteen Company Limited, granting a loan facility of Baht 500 million. The unsecured loan carries interest at the rate of 5% per annum and due at call.

Raimon Land Holding Company Limited

On May 23, 2019, the Company entered into a loan agreement with Raimon Land Holding Company Limited, granting a loan facility of Baht 500 million. The unsecured loan carries interest at the rate of 5% per annum and due at call.

Allowance for doubtful accounts

During the year ended December 31, 2019, the Company recognized additional allowance for doubtful accounts for short-term loans to related parties which increased during the year from Raimon Land Estate Company Limited and Raimon Land Residence Company Limited in full amount.

Short-term borrowings from related parties

Short-term borrowings from related parties as at December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit : Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Bangkok Wooden Spoon Company Limited	12,033	12,771	-	-
KPN Land Company Limited	-	122,500	-	-
Contemporary Property Company Limited	-	-	119,723	120,673
Raimon Land Development Company Limited	-	-	457,500	465,000
Raimon Land Ekkamai Company Limited	-	-	4,500	-
Raimon Land Unixx Company Limited	-	-	467,799	-
Total	12,033	135,271	1,049,522	585,673

Increase and decrease in short-term borrowings from related parties for the years ended December 31, were as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPERATED FINANCIAL STATEMENTS	
	2019	2018	2019	2018
As at January 1,	135,271	-	585,673	120,828
Cash flow				
Increases	-	43,244	1,357,799	785,823
Repayment	(122,500)	(30,473)	(893,950)	(320,978)
Total cash flow	(122,500)	12,771	463,849	464,845
Non-cash flow				
Assets acquisition in consolidated financial statements	-	122,500	-	-
Unrealized gain on exchange rate	(738)	-	-	-
Total non-cash flow	(738)	122,500	-	-
As at December 31,	12,033	135,271	1,049,522	585,673

Short-term borrowings from related parties are unsecured loan, carrying interest at rates of 1.35% - 5.00% per annum and due at call.

Guarantees and collaterals

The Group has mortgaged its project development cost as collateral for loan facilities and also guaranteed for its subsidiaries with financial institutions as disclosed in Notes 10, 11, 21, 24 and 36.4.

Key management compensation

Key management personnel compensation for the years ended December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit : Million Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
For the years ended December 31,				
Short-term benefits	91	89	91	78
Post-employment benefits	12	7	12	7
Total	103	96	103	85

Directors' remuneration

Directors' remuneration represents benefits paid to the director of the Group in accordance with Section 90 of the Public Company Limited Act, exclusive of salaries and related benefit paid to directors who hold executive positions.

The directors' remuneration for the years ended December 31, 2019 and 2018 in the consolidated and separate financial statements were Baht 4.12 million and Baht 7.05 million, respectively.

Nature of relationship

Company Name	Country / Nationality	Relationship	Type of relationship
Contemporary Property Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Planner Company Limited	Thailand	Direct subsidiary	Direct shareholder
The River Company Limited	Thailand	Direct subsidiary	Direct shareholder
Taksin Properties Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Resorts Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Residences Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Unixx Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Development Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Services Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Ekkamai Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Silom Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Estate Company Limited	Thailand	Direct subsidiary	Direct shareholder
Asangha Realty Company Limited	Thailand	Direct subsidiary	Direct shareholder
Siam Spoon Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Ao-Nang Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Digital Company Limited	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Holding Company Limited (Formerly known as "Perabal Company Limited")	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Twenty Eight Company Limited (Formerly known as "Naradell Company Limited")	Thailand	Direct subsidiary	Direct shareholder
Phayathai Land Company Limited (Formerly known as "Raimon Land Phayathai Company Limited")	Thailand	Direct subsidiary	Direct shareholder
Raimon Land Twenty Four Company Limited	Thailand	Direct subsidiary	Direct shareholder

Company Name	Country / Nationality	Relationship	Type of relationship
Raimon Land Investment (Singapore) Pte. Ltd. (Formerly known as “Raimon Land Development (Singapore) Pte. Ltd.”)	Singapore	Direct subsidiary	Direct shareholder
Raimon Land Digital (Singapore) Pte. Ltd. (Formerly known as “Raimon Land Properties (Singapore) Pte. Ltd.”)	Singapore	Direct subsidiary	Direct shareholder
Raimon Land Nineteen Company Limited (Formerly known as “KPN (SK19) Company Limited”)	Thailand	Indirect subsidiary	Indirect shareholder
Baan Ying Pte. Ltd.	Singapore	Indirect subsidiary	Indirect shareholder
LIVVZ.com Pte. Ltd.	Singapore	Indirect subsidiary	Indirect shareholder
Royal Square One Pte. Ltd.	Singapore	Indirect subsidiary	Indirect shareholder
Raimon Land Twenty Six Company Limited	Thailand	Joint Venture	Common directors and / or Shareholder with the Company
Raimon Land Sathorn Company Limited	Thailand	Joint Venture	Common directors and / or Shareholder with the Company
Raimon Land Thirty Eight Company Limited	Thailand	Joint Venture	Common directors and / or Shareholder with the Company
RML 548 Company Limited	Thailand	Joint Venture	Common directors and / or Shareholder with the Company
JS Asset Management Pte. Ltd.	Singapore	Shareholder	Major shareholders
KPN Land Company Limited	Thailand	Shareholder	Major shareholders

7. CASH AND CASH EQUIVALENTS

7.1 Cash and cash equivalents as at December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit : Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Cash on hand	1,089	470	105	158
Cash at banks	694,032	895,573	518,208	220,704
Total cash and cash equivalents	695,121	896,043	518,313	220,862

As at December 31, 2019 and 2018, interest rates on savings accounts and fixed accounts are 0.02% - 0.98% per annum and 0.125% - 1.30% per annum, respectively.

7.2 Non-cash transactions occurred from purchases of and increases in property, plant and equipment for the years ended December 31, are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit : Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Payable for purchases of property, plant and equipment brought forward	-	-	-	-
Add Purchases during the years	42,491	220	3,400	1,713
Less Cash payments during the years	(42,491)	(220)	(3,400)	(1,713)
Payable for purchases of property, plant and equipment carried forward	-	-	-	-

8. CURRENT INVESTMENTS

Current investments as at December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit : Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Investment in money market fund	1,112	1,097	1,112	1,097
Investment in foreign fund	-	223,711	-	-
Total current investments	1,112	224,808	1,112	1,097

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 laddered between nine and twenty-four months. As at December 31, 2019, the investment in foreign fund was fully redeemed.

The movements of current investments during the years ended December 31, are as follows:

	Unit : Thousand Baht CONSOLIDATED FINANCIAL STATEMENTS	
	2019	2018
Carrying value as at January 1,	224,808	1,086
Amount of purchasing securities	-	372,611
Amount of selling securities	(228,837)	(156,877)
Gain on sale of current investments	5,126	3,771
Changes in fair value of current investments	15	4,217
Carrying value as at December 31,	1,112	224,808

Unit : Thousand Baht
SEPARATE
FINANCIAL STATEMENTS
2019 **2018**

Carrying value as at January 1,	1,097	1,086
Changes in fair value of current investments	15	11
Carrying value as at December 31,	<u>1,112</u>	<u>1,097</u>

9. TRADE AND OTHER CURRENT RECEIVABLES

Trade and other current receivables as at December 31, consisted of:

	CONSOLIDATED		Unit: Thousand Baht	
	FINANCIAL STATEMENTS		SEPARATE	
	2019	2018	2019	2018
Trade receivables - other parties	10,897	8,192	1,470	662
Other current receivables - related parties	6,158	202,093	192,084	454,807
Other current receivables - other parties	8,340	5,695	5,619	1,593
Interest receivables - related parties	-	-	45,642	65,038
Prepaid expense	25,575	11,740	5,168	7,955
Advance payment	38,663	5,723	15,189	341
Current portion of deposit	5,775	3,141	46	44
Total	<u>95,408</u>	<u>236,584</u>	<u>265,218</u>	<u>530,440</u>
<u>Less</u> Allowance for doubtful accounts	<u>(7,300)</u>	<u>(6,613)</u>	<u>(5,202)</u>	<u>(24,752)</u>
Total trade and other current receivables	<u>88,108</u>	<u>229,971</u>	<u>260,016</u>	<u>505,688</u>

Trade receivables as at December 31, classified by aging were as follows:

	CONSOLIDATED		Unit: Thousand Baht	
	FINANCIAL STATEMENTS		SEPARATE	
	2019	2018	2019	2018
Trade receivables				
Current	3,127	654	98	-
Overdue				
Less than or equal to 1 months	343	555	94	110
Over 1 months up to 2 months	685	309	177	26
Over 2 months up to 3 months	211	314	94	5
Over 3 months	6,531	6,360	1,007	521
Total	<u>10,897</u>	<u>8,192</u>	<u>1,470</u>	<u>662</u>
<u>Less</u> Allowance for doubtful accounts	<u>(7,300)</u>	<u>(6,613)</u>	<u>(1,390)</u>	<u>(263)</u>
Trade receivables	<u>3,597</u>	<u>1,579</u>	<u>80</u>	<u>399</u>

10. PROJECT DEVELOPMENT COST

Project development cost as at December 31, were summarized as follows:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
Land and related cost	8,350,287	7,989,264	2,951,598	2,951,598
Developed cost	22,328,313	21,090,686	6,013,730	6,063,811
Total	30,678,600	29,079,950	8,965,328	9,015,409
Less Accumulated amount transferred to cost	(25,436,117)	(23,847,546)	(8,937,645)	(8,937,645)
Allowance for diminution in value	(140,448)	(144,495)	(1,093)	(1,093)
	5,102,035	5,087,909	26,590	76,671
Capitalization rate (Percent per annum)	4	4	-	-

During the year ended December 31, 2019, a subsidiary reversed diminution in value of project development cost to reflect the net realizable value of Baht 4.05 million, which was recognized as cost of sales.

Consolidated financial statements

As at December 31, 2019 and 2018, the Group has mortgaged land and condominium which are included in project development cost of 9 projects in the amount of Baht 4,922 million and 5 projects in amount of Baht 4,596 million, respectively, as collateral for short-term and long-term borrowing facilities from financial institutions (see Notes 21 and 24).

Separate financial statements

As at December 31, 2018, the Company had mortgaged land and condominium which are included in project development cost of 1 project in amount of Baht 12.24 million, as collateral for long-term borrowing facilities from financial institutions (see Note 24) (2019: Nil).

11. INVESTMENT IN THE ASSETS OF KPN LAND COMPANY LIMITED

On August 15, 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:

11.1 Approved the Company's undertaking of investment of approximately Baht 1,868.80 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 responsibility of liabilities under the facility agreement in relation to these projects amounting to Baht 868.80 million. The assets are as follows:

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

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

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

On August 15, 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 685.90 million in cash by the end of September 2018, in accordance with the agreement, and the remaining amount of Baht 314.10 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 134.60 million which the Company recorded as other receivable - related parties, the Company received payment within the first quarter of 2019.

During the third quarter of 2018, some units of D39 project were transferred, with contract values totaling Baht 617.10 million and the Company recognized gains totaling Baht 67.04 million from the transfers of condominium units performed by KPN Land which presented in “Gain on sales of condominium purchased for sales” in the statement of profit or loss and other comprehensive income for the year ended December 31, 2018.

During the fourth quarter of 2018, some units of D39 and D-Sathorn project were transferred, with contract values totaling Baht 636.10 million and the Company recognized revenue of Baht 636.10 million and gains totaling Baht 49.40 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 profit or loss and other comprehensive income for the year ended December 31, 2018.

During the year ended December 31, 2019, some units of D39 and D-Sathon project were transferred, with contract values totaling Baht 774.88 million and the Company recognized revenue of Baht 772.57 million and gains totaling Baht 650.38 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 profit or loss and other comprehensive income for the year ended December 31, 2019.

As at December 31, 2019 and 2018, units owned by the Company under the D39 Asset Sale and Purchase agreement, but title deeds listed KPN Land as the legal owner, amounted to Baht 384.91 million and Baht 1,035.29 million, respectively presented as “Condominium purchased for sales” in the statement of financial position. The Company has mortgaged these condominium units as collateral for credit facilities granted by a commercial bank (see Note 24).

- 11.2 Approved the undertaking of investment in assets of KPN Land, consisting of Perabal Company Limited (“Subsidiary Company 2”), the owner of S19 Project which is under development (“S19 Project”), and Naradell Company Limited (“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 Kasenal Company Limited (“Subsidiary Company 1”), which is 100% owned by KPN Land, and which holds 100% 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 1,574.60 million.

On August 15, 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 398.60 million to KPN Land.

Subsequently, on October 11, 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.

On December 11, 2018, the Company entered into an entire business transfer agreement with Subsidiary Company 1, whereby Subsidiary Company 1 transferred 1,596,621 ordinary shares with a par value of Baht 100 per share in Subsidiary Company 2 representing 100% 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 Subsidiary Company 3 which represents 100% of the registered share capital of Subsidiary Company 3.

Subsequently, on December 12, 2018, the Company allocated 597,000,000 newly-issued ordinary shares of the Company with a par value of Baht 1 each as part of the consideration payment for the investment in the assets of KPN Land. In addition, the Company also paid the remaining amount in cash of Baht 101.40 million, totaling of cash payment for the business transfer amounting to Baht 500 million.

The acquisition of assets from KPN Land was approved at the Board of Directors meeting of the Company and the acquisition of the investments in the two subsidiaries was approved at the 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 finalized.

For the court case for the purchase and sale of the asset of KPN Land against the KPN Land’s shareholder, the Board of Directors of the Company has considered such matter with due care together with opinion of legal advisor of the Company and believed that such civil cases will have no effect on the resolutions of the Extraordinary General Meeting of Shareholders 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 above EGM.

As at February 27, 2020, the case is still under consideration of the Supreme Court and the Company’s management believe that there will be no impact to the Company based on the legal opinion obtained.

12. BANK DEPOSITS WITH RESTRICTION OF USE

As of December 31, 2018, Bank deposits with restriction of use represents bank deposits of the Group which was pledged with a financial institution to secure long-term borrowings of the Group (see Note 24) (2019: Nil).

13. INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries stated by the cost method, as at December 31, consisted of:

Subsidiaries	Type of business	Paid-up share capital					Shareholding (%)			Cost			Dividend income for the years ended December 31,	
		SEPARATE FINANCIAL STATEMENTS					Shareholding (%)			Cost			Dividend income for the years ended December 31,	
		2019	2018	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018	2018
Contemporary Property Company Limited	Ceased operations	200,000	200,000	98.59	98.59	196,126	196,126	1,675	-	-	-	-	-	-
Raimon Land Planner Company Limited	Ceased operations	2,000	2,000	95.00	95.00	1,900	1,900	-	-	-	-	-	-	-
The River Company Limited	Ceased operations	1,232,030	1,232,030	89.00	89.00	1,121,994	1,121,994	-	-	-	-	-	-	-
(Held by the Company 89.00% and indirect held by Contemporary Property Company Limited 11.00%)														
Taksin Properties Company Limited	Property development	1,200,000	1,200,000	68.80	68.80	825,000	825,000	-	-	-	-	-	-	-
(Held by the Company 68.80% and indirect held by The River Company Limited 31.20%)														
Raimon Land Resorts Company Limited	Investment and service	7,000	7,000	99.99	99.99	7,000	7,000	-	-	-	-	-	-	-
Raimon Land Residences Company Limited	Ceased operations	10,000	10,000	99.99	99.99	5,100	5,100	-	-	-	-	-	-	-
Raimon Land Unixx Company Limited	Property development	1,737,500	1,737,500	99.80	99.80	1,727,500	1,727,500	-	-	-	-	-	-	-
(Held by the Company 99.80% and indirect held by Raimon Land Residences Company Limited 0.20%)														
Raimon Land Development Company Limited	Property development	500,000	500,000	99.99	99.99	390,694	390,694	12,500	-	-	-	-	-	-
Raimon Land Services Company Limited	Services	500	500	99.96	99.96	500	500	-	-	-	-	-	-	-
Raimon Land Ekkamai Company Limited	Property development	5,000	5,000	99.99	99.99	5,000	5,000	1,700	19,499	-	-	-	-	-
Raimon Land Silom Company Limited	Property development	45,000	45,000	99.99	99.99	45,000	45,000	-	-	-	-	-	-	-
Raimon Land Estate Company Limited	Property development	1,000	1,000	99.97	99.97	1,000	1,000	-	-	-	-	-	-	-
Asangha Realty Company Limited	Agent for property resale or leasing	1,000	1,000	99.97	99.97	1,000	1,000	2,000	8,198	-	-	-	-	-
RML 548 Company Limited	Property development	-	952,000	-	952,000	-	952,000	-	-	-	-	-	-	-
Siam Spoon Company Limited	Investment	5,000	5,000	99.99	99.99	15,000	15,000	-	-	-	-	-	-	-
Raimon Land Ao-Nang Company Limited	Hospitality	5,000	5,000	99.99	99.99	5,000	5,000	-	-	-	-	-	-	-
Raimon Land Thirty Eight Company Limited	Property development	-	250	-	250	-	250	-	-	-	-	-	-	-
Raimon Land Digital Company Limited	Real estate services online	250	250	99.97	99.97	250	250	-	-	-	-	-	-	-
Raimon Land Holding Company Limited	Investment	159,662	159,662	99.99	99.99	163,124	163,124	-	-	-	-	-	-	-

Subsidiaries	Type of business	Paid-up share capital				SEPARATE FINANCIAL STATEMENTS (continued)				Unit : Thousand Baht	
		2019		2018		Shareholding (%)	Cost		Dividend income For the years ended December 31,	2019	2018
		2019	2018	2019	2018		2019	2018			
Raimon Land Twenty Eight Company Limited	Property development	512,410	512,410	99.99	99.99		918,723	918,723	-	-	-
Raimon Land Twenty Four Company Limited	Property development	1,250	-	99.99	-		1,250	-	-	-	-
Phayathai Land Company Limited	Property development	577,000	-	99.99	-		616,999	-	-	-	-
Raimon Land Investment (Singapore) Pte. Ltd.	Property development and Investment	39,091	-	100.00	100.00		39,091	-	-	-	-
Raimon Land Digital (Singapore) Pte. Ltd.	Property development	-	-	100.00	100.00		-	-	-	-	-
Less Allowance for impairment in investment in subsidiaries							6,087,251	6,372,160	17,875	17,875	27,697
Total							(860,300)	(760,789)	-	-	-
							5,226,951	5,611,371	17,875	17,875	27,697

Raimon Land Thirty Eight Company Limited

On February 15, 2019, the Company entered into a joint venture agreement with Tokyo Tatemono Asia Pte. Ltd. (“TTA”), a leading real estate developer in Japan to jointly develop condominium projects by jointly investing in Raimon Land Thirty Eight Company Limited which is currently joint venture of the Company.

On March 7, 2019, the Ordinary Shareholders’ Meeting of Raimon Land Thirty Eight Company Limited passed a resolution to approve an increase in its registered share capital from Baht 1.00 million to Baht 500.00 million through the issuance of 4,990,000 ordinary shares with a par value of Baht 100 per share. The Company invested in the additional share capital from subsidiary and paid for additional share capital of Baht 349.75 million in March 2019. The subsidiary registered the increase in authorized share capital and revision of the Memorandum of Association with the Ministry of Commerce on March 8, 2019. Subsequently, on April 1, 2019, in the Ordinary Shareholders’ Meeting of such subsidiary passed a resolution to approve an increase in its registered share capital from Baht 500.00 million to Baht 1,739.64 million invested in the increase in authorized share capital and revision of the Memorandum of Association of 12,396,400 ordinary shares with a par value of Baht 100 per share and paid for additional share capital of Baht 271.05 million in April 2019. The subsidiary registered the additional share capital with the Ministry of Commerce on April 5, 2019. The Company invested in the additional share capital 3,872,165 ordinary shares with a par value of Baht 100 per share total of Baht 387.21 million. There is an impact of proportion in shareholding of such subsidiary for 51%. Consequently, as at April 5, 2019, such subsidiary become a joint venture.

The Company recorded its investment in Raimon Land Thirty Eight Company Limited in proportion to its remaining interest in the net assets as at April 5, 2019 (51%) in the consolidated financial statements and derecognized the portion of the net asset value of Raimon Land Thirty Eight Company Limited attributable to the co-venturer as at April 5, 2019 in the consolidated financial statements. Details were as follows:

	Unit: Thousand Baht
	CONSOLIDATED FINANCIAL STATEMENTS
Selling price of investments	602,119
Net asset value	1,222,960
<u>Less</u> Proportionate value of net asset of the Company (51%)	(623,710)
Remaining value of net asset of the co-venturer	599,250
Gain on losing control of investment in subsidiary	2,869

Details of the net assets of Raimon Land Thirty Eight Company Limited as at April 5, 2019 are as follows:

	Unit: Thousand Baht
Cash and cash equivalents	966,587
Project development cost	65
Advance payment to contractors	66
Deposit for purchase of land	256,320
Other current assets	35
Trade and other current payables	(113)
Net assets value	1,222,960

Raimon Land Investment (Singapore) Pte. Ltd.

On April 11, 2019, the Company paid for the investment in Raimon Land Investment (Singapore) Pte. Ltd. for the amounting to SGD 1,655,000 or equivalent to Baht 39.09 million according to the holding percentage in the subsidiary.

RML 548 Company Limited

On May 10, 2019, the Board of Directors Meeting of RML 548 Company Limited (“RML548”) No. 2/2019 passed a resolution to approve an additional called up 29 percent of its registered share capital and the Company paid in addition of capital amounting to Baht 348.00 million. RML 548 Company Limited registered the additional called for paid-up share capital with the Ministry of Commerce on May 23, 2019.

On May 27, 2019, the Company entered into a joint venture agreement and share purchase and share subscription agreement with MEA Commercial Holdings Pte. Ltd. (“MEA”) to jointly invest in RML 548 which was a subsidiary of the Company.

On July 15, 2019, MEA purchased 1 ordinary share of RML548 from the Company according to conditions in the joint venture agreement and share purchase and share subscription agreement. Subsequently, on August 2, 2019, the Extraordinary General Meeting of the shareholders No. 1/2019 of RML548 passed a resolution approving an increase in RML548’s registered share capital by allotting new ordinary shares to the existing shareholders according to the joint venture agreement and share purchase and share subscription agreement which result in an decreasing in the Company’s shareholding in RML548 to 60%.

As a result of such joint venture, the Company lost its control in RML548 to jointly control effective from August 2, 2019. The Company changed the classification of its investment in RML548 from investment in a subsidiary to investment in joint venture since such date.

The Company recorded its investment in RML548 in proportion to its remaining interest in the net assets as at August 2, 2019 (60%) in the consolidated financial statements and derecognized the portion of the net asset value of RML548 attributable to the co-venturer as at August 2, 2019 in the consolidated financial statements. Details were as follows:

	Unit: Thousand Baht
	CONSOLIDATED FINANCIAL STATEMENTS
Selling price of investments	901,054
Net asset value	2,139,026
<u>Less</u> Proportionate value of net asset of the Company (60%)	(1,299,548)
Remaining value of net asset of the co-venturer	839,478
Gain on losing control of investment in subsidiary	61,576

Details of the net assets of RML548 as at August 2, 2019 are as follows:

	Unit: Thousand Baht
Cash and cash equivalents	901,296
Trade and other current receivables	78
Advance payment to contractors	415,998
Other current assets	37,027
Restricted bank deposits	95
Investment properties	722,247
Property, plant and equipment	1,963
Leasehold right	1,500,305
Intangible assets	1,850
Other non-current assets	25,084
Trade and other current payables	(332,128)
Retention payables	(21,067)
Short-term loans from related parties	(608,147)
Other current liabilities	(50)
Long-term loans from financial institutions	(500,000)
Deferred tax liabilities	(5,525)
Net assets value	<u>2,139,026</u>

Phayathai Land Company Limited

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 (amounting to Baht 599.1 million) and the carrying value of the Group's proportionate shares of the identifiable net assets of subsidiary (amounting to Baht 551.5 million) approximately Baht 47.6 million under project development costs in the consolidated statement of financial position.

The carrying values (after adjustments) of the assets and liabilities of Phayathai Land Company Limited at the acquisition date were summarised below:

	Unit: Thousand Baht
Cash and cash equivalents	7,287
Project development cost	1,259,653
Advance payment to contractors	2,044
Property, plant and equipment	162
Deferred tax assets	6,375
Intangible assets	209
Other non-current assets	18,170
Short-term borrowings from financial institutions	(621,000)
Trade and other current payables	(6,796)
Retention payables	(624)
Deposits and advance received from customers	(45,087)
Short-term borrowings from related parties	(21,000)
Other current liabilities	(251)
Net assets of the subsidiaries	<u>599,142</u>
Acquisition cost for purchase of investment in subsidiary	599,142
<u>Less</u> Cash and cash equivalents of the subsidiary	(7,287)
<u>Less</u> Investment in joint venture - equity method	<u>(386,042)</u>
Net cash paid for purchase of investment in the subsidiaries	<u>205,813</u>

Siam Spoon Company Limited

On July 31, 2019, the Extraordinary General Meeting of the shareholders of Siam Spoon Company Limited passed a resolution to approve an increase in its registered share capital from Baht 5.00 million to Baht 15.00 million through the issuance of 100,000 ordinary shares with a par value of Baht 100 per share. The Company invested in all additional share capital of subsidiary and paid for additional share capital of Baht 10.00 million. Siam Spoon Company Limited registered the increase in authorized share capital and revision of the Memorandum of Association with the Ministry of Commerce on December 17, 2019.

14. INVESTMENT IN JOINT VENTURES

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:

Joint venture	Nature of business	Shareholding Percentage (%)		CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPERATE FINANCIAL STATEMENTS	
				Equity method		Cost	
		2019	2018	2019	2018	2019	2018
Phayathai Land Company Limited	Property development	-	69.99	-	396,486	-	403,900
Raimon Land Twenty Six Company Limited	Property development	51.00	51.00	504,783	516,419	547,597	547,597
Raimon Land Sathorn Company Limited	Property development	51.00	51.00	235,775	243,552	279,158	279,158
Raimon Land Thirty Eight Company Limited	Property development	51.00	-	615,965	-	621,052	-
RML 548 Company Limited	Property development	60.00	-	1,290,442	-	1,299,999	-
Total				2,646,965	1,156,457	2,747,806	1,230,655

14.2 Share of comprehensive loss

For the years ended December 31, the Company recognized its share of comprehensive loss from investments in the joint ventures in the consolidated financial statements as follows:

Joint ventures	Unit: Thousand Baht	
	CONSOLIDATED FINANCIAL STATEMENTS	
	Share of loss from investments in joint ventures during the years	
	2019	2018
For the years ended December 31,		
Phayathai Land Company Limited	10,444	7,413
Raimon Land Twenty Six Company Limited	11,636	21,809
Raimon Land Sathorn Company Limited	7,777	-
Raimon Land Thirty Eight Company Limited	7,744	-
RML 548 Company Limited	9,106	-
Total	46,707	29,222

14.3 Summarised financial information about material joint ventures

Summarised financial information about financial position as at December 31,

	Phayathai Land		Raimon Land Twenty Six		Raimon Land Sathorn		Raimon Land Thirty Eight		Unit: Thousand Baht RML 548	
	Company Limited		Company Limited		Company Limited		Company Limited		Company Limited	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Cash and cash equivalent	-	42,525	156,348	171,566	250,964	205,954	23,622	-	13,854	-
Project development cost	-	1,134,857	2,028,916	1,862,657	1,203,393	1,136,412	2,720,391	-	-	-
Advance payment to contractors	-	-	29	-	-	-	463	-	479,418	-
Other current assets	-	8,401	249	150	36	335	18	-	55,152	-
Property, plant and equipment	-	-	7,014	692	2,923	326	211	-	2,706	-
Investment property	-	-	-	-	-	-	-	-	1,167,698	-
Leasehold rights	-	-	-	-	-	-	-	-	1,481,168	-
Deferred tax assets	-	2,648	13,116	13,873	11,961	17,897	3,796	-	-	-
Deferred commission expense	-	-	62,949	-	83,866	-	-	-	-	-
Other non-current assets	-	-	8,919	41	1,742	33	453	-	33,978	-
Short-term borrowings from financial institutions	-	(621,000)	-	(828,880)	-	(626,990)	-	-	-	-
Deposits and advance received from customers	-	-	(329,964)	(141,490)	(404,201)	(184,833)	-	-	-	-
Short-term borrowings from related parties	-	-	(888,880)	-	(626,990)	-	(1,538,000)	-	(830,000)	-
Other current liabilities	-	(1,022)	(13,423)	(36,353)	(8,901)	(58,063)	(3,180)	-	(243,207)	-
Deferred tax liabilities	-	-	-	-	-	-	-	-	(10,030)	-
Net assets	-	566,409	1,045,273	1,042,256	514,793	491,071	1,207,774	-	2,150,737	-
Shareholding percentage (%)	-	70	51	51	51	51	51	-	60	-
Share of net assets	-	396,486	533,089	531,551	262,544	250,446	615,965	-	1,290,442	-
Elimination entries	-	-	(28,306)	(15,132)	(26,769)	(6,894)	-	-	-	-
Carrying amounts of joint ventures based on equity method	-	396,486	504,783	516,419	235,775	243,552	615,965	-	1,290,442	-

Summarised information about comprehensive income for the years ended December 31,

	Phayathai Land		Raimon Land Twenty Six		Raimon Land Sathorn		Raimon Land Thirty Eight		Unit: Thousand Baht RML 548 Company Limited	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Selling expense	(10,846)	-	(20,153)	(48,538)	(7,843)	-	(935)	-	(729)	-
Interest expense	(6,756)	(12,931)	(5,796)	(4,868)	(7,122)	-	(16,895)	-	(14,984)	-
Income tax income	3,727	2,648	5,701	10,690	3,807	-	3,796	-	2,217	-
Loss	(14,920)	(10,591)	(22,815)	(42,763)	(15,248)	-	(15,185)	-	(15,178)	-
Total comprehensive income	(14,920)	(10,591)	(22,815)	(42,763)	(15,248)	-	(15,185)	-	(15,178)	-

Raimon Land Twenty Six Company Limited has mortgaged project development cost as at December 31, 2019 of approximately Baht 2,028.92 million (The Company's proportion : Baht 1,034.75 million), as collateral for credit facilities granted by financial institution.

Raimon Land Sathorn Company Limited has mortgaged project development cost as at December 31, 2019 of approximately Baht 1,203.39 million (The Company's proportion : Baht 613.73 million), as collateral for credit facilities granted by financial institution.

Raimon Land Thirty Eight Company Limited has mortgaged project development cost as at December 31, 2019 of approximately Baht 2,720.39 million (The Company's proportion : Baht 1,387.40 million), as collateral for credit facilities granted by financial institution.

RML 548 Company Limited has mortgaged investment properties and leasehold right as at December 31, 2019 of approximately Baht 1,481.17 million and Baht 1,167.70 million, respectively. (The Company's proportion : Baht 888.70 million and Baht 700.62 million, respectively), as collateral for credit facilities granted by financial institution.

15. ADVANCE PAYMENT FOR INVESTMENTS

On September 24, 2019, the Company entered into the joint venture agreement and share purchase agreement with the individuals to jointly invest in the property development of joint venture. The Company will purchase 50% of shares in the joint venture of Baht 377.33 million. As at December 31, 2019, the Company had already paid the advance payment for investment of Baht 277.33 million.

16. LAND AWAITING FOR DEVELOPMENT

Land awaiting for development as at December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPERATED FINANCIAL STATEMENTS	
	2019	2018	2019	2018
As at January 1,	2,150,882	506,742	13,716	13,716
<u>Add</u> Acquisition	-	12,785	-	-
<u>Add</u> Acquisition of subsidiary during the years	-	1,631,355	-	-
<u>Less</u> Disposal	(504,857)	-	-	-
As at December 31,	<u>1,646,025</u>	<u>2,150,882</u>	<u>13,716</u>	<u>13,716</u>

During the year ended December 31, 2019, a subsidiary sold land awaiting for development with book value of Baht 504.86 million and recognized gain on sales of land awaiting for development of Baht 89.02 million.

As at December 31, 2019 and 2018, the land awaiting for development of the Group amounting to Baht 1,634 million and Baht 2,139 million, respectively, were pledged as collateral for loans received from banks (The Company 2019 and 2018 : Baht 7 million).

17. INVESTMENT PROPERTIES

Investment properties as at December 31, consist of:

As at December 31, 2019	Unit: Thousand Baht CONSOLIDATED FINANCIAL STATEMENTS			
	Land and office building for rent	Community mall	Project under construction	Total
Cost	22	233,175	-	233,197
<u>Less</u> Accumulated depreciation	(20)	(32,719)	-	(32,739)
<u>Less</u> Allowance for impairment	-	(131,816)	-	(131,816)
	<u>2</u>	<u>68,640</u>	<u>-</u>	<u>68,642</u>

As at December 31, 2018	Unit: Thousand Baht CONSOLIDATED FINANCIAL STATEMENTS			
	Land and office building for rent	Community mall	Project under construction	Total
Cost	68,084	233,175	235,551	536,810
<u>Less</u> Accumulated depreciation	(35,930)	(29,240)	-	(65,170)
<u>Less</u> Allowance for impairment	-	(131,816)	-	(131,816)
	<u>32,154</u>	<u>72,119</u>	<u>235,551</u>	<u>339,824</u>

As at December 31, 2019	Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	Land and office building for rent	
Cost	22	
<u>Less</u> Accumulated depreciation	<u>(20)</u>	
	<u>2</u>	

As at December 31, 2018	Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	Land and office building for rent	
Cost	68,084	
<u>Less</u> Accumulated depreciation	<u>(35,930)</u>	
	<u>32,154</u>	

A reconciliation of the net book value of investment properties for the years ended December 31, are presented below.

	CONSOLIDATED		Unit: Thousand Baht	
	FINANCIAL STATEMENTS		SEPERATED FINANCIAL	
	2019	2018	2019	2018
Net book value at beginning of years	339,824	111,331	32,154	35,733
Acquisition of assets	355,320	91,422	-	45
Increase in borrowing cost	15,892	12,143	-	-
Transfer from advance payment to contractor for construction of office building	57,742	57,791	-	-
Amortized leasehold rights as investment properties (Note 19)	26,791	34,446	-	-
Capitalized land rental expenses	30,951	39,794	-	-
Disposal	(29,956)	-	(29,956)	-
Deconsolidation from loss of control of subsidiary	(722,247)	-	-	-
Depreciation charge	(5,675)	(7,103)	(2,196)	(3,624)
Net book value at end of years	<u>68,642</u>	<u>339,824</u>	<u>2</u>	<u>32,154</u>
Capitalization rate (Percent per annum)	5	5	-	-

For the year ended December 31, 2019, the Company had gain on sales of investment properties of Baht 50.01 million.

The fair value of the investment properties as at December 31, stated below:

	CONSOLIDATED		Unit: Thousand Baht	
	FINANCIAL STATEMENTS		SEPERATED FINANCIAL	
	2019	2018	2019	2018
Land and office building for rent	-	74	-	74
Community mall (included leasehold right)	141	141	-	-

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.

As at December 31, 2018, the Group has pledged investment properties amounting to Baht 36 million (The Company - 2018: Baht 32 million) as collateral against credit facilities received from financial institution (2019: Nil).

Amounts recognized in the statement of profit or loss and other comprehensive income which relate to investment property for the years ended December 31, are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Rental income from investment property	15,065	22,293	4,313	8,352
Direct operating expenses arising from investment property that generated rental income for the years	5,675	7,103	2,196	3,624

18. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment as at December 31, consist of:

As at December 31, 2019	CONSOLIDATED FINANCIAL STATEMENTS					Balances as at December 31, 2019
	Balances as at January 1, 2019	Additions	Transfer in/(out) project development cost	Disposals	Deconsolidated from loss control of a subsidiary	
Cost						
Land and land improvement	14,298	-	778,028	-	-	792,326
Building and building improvement	56,635	166	-	(8,787)	-	48,014
Residential condominium units for services	846,276	-	(209,149)	-	-	637,127
Furniture and fixtures	77,157	2,880	-	(4,925)	(1,772)	73,340
Office equipment	51,680	4,166	-	(160)	(271)	55,415
Motor vehicles	36,868	6,774	-	(7,325)	-	36,317
Construction in progress	-	28,679	86,306	-	-	114,985
Total cost	1,082,914	42,665	655,185	(21,197)	(2,043)	1,757,524
Accumulated depreciation						
Land and land improvement	(283)	(182)	-	-	-	(465)
Building and building improvement	(20,846)	(7,686)	-	3,443	-	(25,089)
Residential condominium units for services	(140,954)	(22,615)	36,376	-	-	(127,193)
Furniture and fixtures	(59,950)	(6,507)	-	3,316	62	(63,079)
Office equipment	(39,963)	(5,842)	-	104	18	(45,683)
Motor vehicles	(26,112)	(5,387)	-	6,556	-	(24,943)
Total accumulated depreciation	(288,108)	(48,219)	36,376	13,419	80	(286,452)
Translation Adjustment	(341)	(1,310)	-	-	-	(1,651)
Allowance for impairment	(18,195)	-	-	-	-	(18,195)
Property, plant and equipment	776,270					1,451,226

Unit: Thousand Baht						
CONSOLIDATED FINANCIAL STATEMENTS						
As at December 31, 2018	Balances as at January 1, 2018	Additions	Transfer in/(out) project development cost	Acquisitions of a subsidiary	Disposals	Balances as at December 31, 2018
Cost						
Land and land improvement	14,298	-	-	-	-	14,298
Building and building improvement	31,049	16,800	-	8,786	-	56,635
Residential condominium units for services	874,792	-	(28,516)	-	-	846,276
Furniture and fixtures	84,678	4,043	-	2,984	(14,548)	77,157
Office equipment	53,262	3,637	-	102	(5,321)	51,680
Motor vehicles	47,182	-	-	-	(10,314)	36,868
Total cost	1,105,261	24,480	(28,516)	11,872	(30,183)	1,082,914
Accumulated depreciation						
Land and land improvement	(101)	(182)	-	-	-	(283)
Building and building improvement	(14,132)	(5,468)	-	(1,246)	-	(20,846)
Residential condominium units for services	(116,423)	(29,058)	4,527	-	-	(140,954)
Furniture and fixtures	(65,484)	(7,605)	-	(474)	13,613	(59,950)
Office equipment	(38,315)	(6,853)	-	(17)	5,222	(39,963)
Motor vehicles	(29,703)	(6,559)	-	-	10,150	(26,112)
Total accumulated depreciation	(264,158)	(55,725)	4,527	(1,737)	28,985	(288,108)
Translation Adjustment	(161)	(180)	-	-	-	(341)
Allowance for impairment	(18,195)	-	-	-	-	(18,195)
Property, plant and equipment	822,747					776,270
Depreciation for the years ended December 31,						
2019				Thousand Baht		48,219
2018				Thousand Baht		55,725

Unit: Thousand Baht				
SEPARATE FINANCIAL STATEMENTS				
As at December 31, 2019	Balances as at January 1, 2019	Additions	Disposals	Balances as at December 31, 2019
Cost				
Land and land improvement	14,298	-	-	14,298
Building and building improvement	31,049	-	-	31,049
Furniture and fixtures	33,242	448	(379)	33,311
Office equipment	26,694	2,952	(40)	29,606
Motor vehicles	27,088	-	(7,225)	19,863
Total cost	132,371	3,400	(7,644)	128,127
Accumulated depreciation				
Land and land improvement	(284)	(182)	-	(466)
Building and building improvement	(16,949)	(2,816)	-	(19,765)
Furniture and fixtures	(26,811)	(2,582)	379	(29,014)
Office equipment	(21,432)	(2,665)	20	(24,077)
Motor vehicles	(21,815)	(3,452)	6,491	(18,776)
Total accumulated depreciation	(87,291)	(11,697)	6,890	(92,098)
Allowance for diminution in value	(18,195)	-	-	(18,195)
Property, plant and equipment	26,885			17,834

Unit: Thousand Baht				
SEPARATE FINANCIAL STATEMENTS				
As at December 31, 2018	Balances as at January 1, 2018	Additions	Disposals	Balances as at December 31, 2018
Cost				
Land and land improvement	14,298	-	-	14,298
Building and building improvement	31,049	-	-	31,049
Furniture and fixtures	40,801	577	(8,136)	33,242
Office equipment	28,473	1,745	(3,524)	26,694
Motor vehicles	34,486	-	(7,398)	27,088
Total cost	149,107	2,322	(19,058)	132,371
Accumulated depreciation				
Land and land improvement	(102)	(182)	-	(284)
Building and building improvement	(14,132)	(2,817)	-	(16,949)
Furniture and fixtures	(31,512)	(3,299)	8,000	(26,811)
Office equipment	(22,282)	(2,621)	3,471	(21,432)
Motor vehicles	(24,308)	(4,905)	7,398	(21,815)
Total accumulated depreciation	(92,336)	(13,824)	18,869	(87,291)
Allowance for diminution in value	(18,195)	-	-	(18,195)
Property, plant and equipment	38,576			26,885

Depreciation for the years ended December 31,

2019	Thousand Baht	11,697
2018	Thousand Baht	13,824

As at December 31, 2019, Costs of equipment and motor vehicles which are fully depreciated but still in use presented in the consolidated and separate financial statements are Baht 120.32 million and Baht 78.23 million, respectively (in the consolidated and separate financial statements as at December 31, 2018 are Baht 84 million and Baht 48 million, respectively).

As at December 31, 2019, equipment and motor vehicles were acquired under finance lease agreements with net book value in the consolidated and separate financial statements of Baht 6.51 million and Baht 1.60 million, respectively (the consolidated and separate financial statements as at December 31, 2018 are Baht 2 million and Baht 2 million, respectively).

As at December 31, 2019, the Group had mortgaged land including existing construction and to be constructed as well as the benefits from insurance of construction of Baht 554 million, as collateral of long-term borrowings from financial institutions (see Note 24).

As at December 31, 2018, the Group had mortgaged residential Condominium units for services of Baht 36 million, as collateral of long-term borrowings from financial institutions (see Note 24).

19. LEASEHOLD RIGHT

Leasehold right as at December 31, consist of:

	Unit: Thousand Baht CONSOLIDATED FINANCIAL STATEMENTS	
	2019	2018
Cost	235,486	1,662,642
<u>Less</u> Accumulated amortisation	<u>(43,008)</u>	<u>(73,450)</u>
Leasehold right	<u>192,478</u>	<u>1,589,192</u>
Amortisation charges included in administrative expenses	<u>4,004</u>	<u>2,992</u>

A reconciliation of the net book value of leasehold right for the years ended December 31, are presented below.

	Unit: Thousand Baht CONSOLIDATED FINANCIAL STATEMENTS	
	2019	2018
Net book value at beginning of year	1,589,192	65,088
Addition	140,900	1,220,869
Transfer from deposit of leasehold right	-	340,673
Deconsolidated from loss control of subsidiary (Note 13)	(1,500,305)	-
Translation adjustment	(6,514)	-
Amortisation as cost of investment properties (Note 17)	(26,791)	(34,446)
Amortisation charge	<u>(4,004)</u>	<u>(2,992)</u>
Net book value at end of year	<u>192,478</u>	<u>1,589,192</u>

On December 28, 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 December 31, 2017, the Company had paid a deposit for the leasehold rights of Baht 300 million and transferred the ownership of a condominium unit in one of its project to the counterparty and responsible for corporate income tax expenses of the counterparty of Baht 7 million. The Company had the commitments to pay for the remaining leasehold right as following:

- a) Pay an advance payment for the long-term lease agreements of Baht 1,148 million on land delivery date in April 2018.
- b) Pay annual rental totaling Baht 1,804 million over the lease period of 30 years. Rental payment will commence on April 1, 2022, which is 4 years after land delivery date.

In addition, the lessee has to pay a fund annually during the years 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.

Subsequently, on March 8, 2018, the Company assigned its rights under the land lease agreement to RML 548 Company Limited, 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.

During the year ended December 31, 2019, the status of RML 548 Company Limited is changed from a subsidiary of the Company to a joint venture of the Company.

20. INCREMENTAL COSTS OF OBTAINING CONTRACTS

Incremental costs of obtaining contracts as at December 31, consist of:

	Unit: Thousand Baht	
	CONSOLIDATED	
	FINANCIAL STATEMENTS	
	2019	2018
Incremental costs of obtaining contracts	53,738	58,306
<u>Less</u> Current incremental costs of obtaining contracts	<u>(36,577)</u>	<u>(31,742)</u>
Non-current incremental costs of obtaining contracts	<u>17,161</u>	<u>26,564</u>

Incremental costs to obtain contracts related to commission fees paid to intermediaries in accordance with agreement as a result of obtaining residential property sales contracts.

The commission paid to obtain a customer contract are amortized to distribution cost on a basis that is consistent with the pattern of revenue recognition. During the year ended December 31, 2019 and 2018, amortization of Baht 48.97 million and Baht 125.44 million, respectively was recognized as part of distribution cost in the consolidated statement of profit or loss and other comprehensive income.

21. SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

As at December 31, 2019, short-term borrowings from financial institutions consist of the Group' short-term borrowing agreements and bills of exchange of Baht 1,923 million with financial institutions and the Company's bill of exchange of Baht 200 million, bearing interests at rate similar to market rate. These borrowings are due within December 2020.

As at December 31, 2018, short-term borrowings from financial institutions consisted of the subsidiaries' short-term borrowing agreements and promissory notes of Baht 989 million with financial institutions, bearing interests at rate similar to market rate. These borrowings are due within December 2019 and due at call.

The short-term borrowing agreements of the Group to the financial institutions are secured by the mortgage of the subsidiaries' land plots, included in project development cost and property, plant and equipment, and land awaiting development (see Notes 10 and 16), and guarantee provided by the Company.

The borrowing agreements of the Group contain covenants as specified in the agreements.

As at December 31, 2019 and 2018, the secured short-term credit facility of the Group which has not yet been drawn down of Baht 1,000 million and Baht 199 million, respectively.

As at December 31, 2019 and 2018, the secured short-term credit facility of the Company which has not yet been drawn down of Baht 1,000 million and Baht 171 million, respectively.

Increase and decrease in short-term borrowings from financial institutions for the years ended December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
As at January 1,	989,355	828,880	-	-
Cash flow				
Increases	1,030,000	1,253,295	500,000	-
Repayment	(717,165)	(349,140)	(300,000)	-
Total cash flow	<u>312,835</u>	<u>904,155</u>	<u>200,000</u>	<u>-</u>
Non-cash flow				
Decrease from loss control of a subsidiary	-	(1,455,870)	-	-
Increase from acquisition of a subsidiary	621,000	712,190	-	-
Total non-cash flow	<u>621,000</u>	<u>(743,680)</u>	<u>-</u>	<u>-</u>
As at December 31,	<u>1,923,190</u>	<u>989,355</u>	<u>200,000</u>	<u>-</u>

22. TRADE AND OTHER CURRENT PAYABLES

Trade and other current payables as at December 31, consisted of:

	CONSOLIDATED		Unit : Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Trade payables - other parties	84,640	93,263	7,912	29,479
Other current payables - related parties	1,119	8,559	1,231	766
Other current payables - other parties	10,713	58,180	975	10,644
Interest payable - related parties	1,071	8,537	39,213	37,773
Interest payable - other parties	12,867	4,163	11,496	2,716
Accrued expenses	117,990	131,840	62,417	65,106
Total trade and other current payables	<u>228,400</u>	<u>304,542</u>	<u>123,244</u>	<u>146,484</u>

23. DEPOSITS AND ADVANCE RECEIVED FROM CUSTOMERS

Recognition of the beginning of deposits and advance received from customers from agreements to buy and to sell as revenues during the years for the years ended December 31, were as follows:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Recognized as revenues from sales of real estate during the years	(2,485,274)	(2,661,325)	(261,574)	(1,073,867)
Recognized as revenue from breach of the agreements to buy and to sell during the years	(28,838)	(29,419)	-	(12,604)

24. LONG-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

Long-term borrowings from financial institutions as at December 31, consisted of:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Long-term borrowings	1,943,627	3,508,366	888,208	646,038
Less Current portion of long-term borrowings	<u>(1,851,873)</u>	<u>(2,315,736)</u>	<u>(888,208)</u>	<u>(646,038)</u>
	<u>91,754</u>	<u>1,192,630</u>	<u>-</u>	<u>-</u>

As at December 31, 2019 and 2018, the Group has credit facilities totaling Baht 4,327 million and Baht 9,058 million, respectively, under numerous agreements, carrying interest rates reference to MLR. Borrowing repayments are due when condominium units are transferred to customers or repayment schedule, as specified in the borrowing agreements and full settlement within September 2037.

As at December 31, 2019 and 2018, the Company has credit facilities from financial institutions totaling Baht 1,628 million and Baht 2,222 million, respectively, under numerous agreements, carrying interest rates reference to MLR. Borrowing repayments are due when condominium units are transferred to customers or repayment schedule, as specified in the borrowing agreements and full settlement due from July 2022 and April 2020, respectively.

As at December 31, 2019, these borrowings are secured by the mortgage of project development cost (see Note 10), property, plant and equipment (see Note 18), 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.

As at December 31, 2018, these borrowings are secured by the mortgage of project development cost (see Note 10), land awaiting for development (see Note 16), investment property (see Note 17), property, plant and equipment (see Note 18), leasehold right (see Note 19), 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 borrowing agreements of the Group contain covenants as specified in the agreements those, among other things, require the Group to maintain certain interest-bearing debt to equity and debt to equity ratios according to the agreements.

As at December 31, 2019 and 2018, the long-term borrowing facilities of the Group have not yet been drawn down of Baht 896 million and Baht 4,867 million, respectively.

As at December 31, 2019 and 2018, the long-term borrowing facilities of the Company has not yet been drawn down amounted to Baht 624 million and Baht 939 million, respectively.

Increase and decrease in long-term borrowings from financial institutions for the years ended December 31, consisted of:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
As at January 1,	3,508,366	1,025,862	646,038	390,000
Cash flow				
Increases	1,832,569	3,572,663	1,233,717	1,714,083
Repayments	(2,991,740)	(1,629,159)	(991,547)	(1,458,045)
Total cash flow	<u>(1,159,171)</u>	<u>1,943,504</u>	<u>242,170</u>	<u>256,038</u>
Non-cash flow				
Increase from acquisition of subsidiaries	94,432	539,000	-	-
Decrease from loss control of subsidiary	(500,000)	-	-	-
Total non-cash flow	<u>(405,568)</u>	<u>539,000</u>	<u>-</u>	<u>-</u>
As at December 31,	<u>1,943,627</u>	<u>3,508,366</u>	<u>888,208</u>	<u>646,038</u>

Raimon Land Public Company Limited

On November 5, 2019, the Company entered into a long-term agreement with a local bank, granting the loan facilities of Baht 900 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 November 2023.

On April 10, 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 September 7, 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 July 26, 2019, the Company entered into an amendment to the long-term agreement with the local financial institution by amending the full settlement within July 2020 to July 2022.

On September 26, 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 March 23, 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.

RML 548 Company Limited (the subsidiary)

On July 9, 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. As at December 31, 2019, the subsidiary become the Company's joint venture due to a change of shareholding proportion by the Company in this subsidiary (see Note 13).

Raimon Land Nineteen 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 December 7, 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 June 2019.

On June 26, 2019, the subsidiary and the Company entered into an amendment to a credit facility agreement with another local bank, granting the loan facilities of Baht 530 million to refinance the existing loan owed by the subsidiary. This loan carries interest rate reference to market rate. Loan repayment is due in June 2020.

25. DEBENTURES

Debentures as at December 31, are as follow:

CONSOLIDATED FINANCIAL STATEMENTS					Unit: Thousand Baht	
Issued date	Matured Date	Quantity (Unit)	Par Value (Baht per unit)	Interest rate (Percent per annum)	Balance As at December 31,	
					2019	2018
September 21, 2016	September 21, 2019	1,000,000	1,000	4.70	-	1,000,000
June 20, 2017	June 20, 2020	711,700	1,000	4.70	711,700	711,700
December 19, 2018	December 17, 2020	214,000	1,000	5.50	214,000	214,000
August 1, 2019	August 1, 2022	1,005,000	1,000	5.50	1,000,000	-
December 4, 2019	December 4, 2021	179,000	1,000	5.25	184,000	-
Total					2,109,700	1,925,700
<u>Less</u> Deferred costs relating to the issuance of the debentures					(36,733)	(5,877)
Debentures					2,072,967	1,919,823
<u>Less</u> Current portion					(923,772)	(998,710)
					1,149,195	921,113

SEPARATE FINANCIAL STATEMENTS					Unit: Thousand Baht	
Issued date	Matured Date	Quantity (Unit)	Par Value (Baht per unit)	Interest rate (Percent per annum)	Balance As at December 31,	
					2019	2018
September 21, 2016	September 21, 2019	1,000,000	1,000	4.70	-	1,000,000
June 20, 2017	June 20, 2020	711,700	1,000	4.70	711,700	711,700
December 19, 2018	December 17, 2020	214,000	1,000	5.50	214,000	214,000
August 1, 2019	August 1, 2022	1,005,000	1,000	5.50	1,005,000	-
December 4, 2019	December 4, 2021	194,000	1,000	5.25	194,000	-
Total					2,124,700	1,925,700
<u>Less</u> Deferred costs relating to the issuance of the debentures					(36,733)	(5,877)
Debentures					2,087,967	1,919,823
<u>Less</u> Current portion					(923,772)	(998,710)
					1,164,195	921,113

Increase and decrease in the debentures account for the years ended December 31, are summarised below:

Unit: Thousand Baht		
CONSOLIDATED		
FINANCIAL STATEMENTS		
	2019	2018
As at January 1,	1,919,823	2,204,989
Cash flow		
Issuance	1,184,000	214,000
Repayments	(1,000,000)	(500,000)
Deferred costs relating to the issuance of the debentures paid	(39,635)	(2,776)
Total cash flow	144,365	(288,776)
Non-cash flow		
<u>Add</u> Amortisation of deferred costs relating to issuance of the debentures	8,779	3,610
Total non-cash flow	8,779	3,610
As at December 31,	2,072,967	1,919,823

Unit: Thousand Baht		
SEPARATE		
FINANCIAL STATEMENTS		
	2019	2018
As at January 1,	1,919,823	2,204,989
Cash flow		
Issuance	1,199,000	214,000
Repayments	(1,000,000)	(500,000)
Deferred costs relating to the issuance of the debentures paid	(39,635)	(2,776)
Total cash flow	159,365	(288,776)
Non-cash flow		
<u>Add</u> Amortisation of deferred costs relating to issuance of the debentures	8,779	3,610
Total non-cash flow	8,779	3,610
As at December 31,	2,087,967	1,919,823

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.

26. NON-CURRENT PROVISIONS FOR EMPLOYEE BENEFIT

Non-current provisions for employee benefit as at December 31, consisted of:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
Beginning balances of non-current provisions for employee benefit	24,804	23,276	22,676	22,287
Included in profit or loss:				
Current service cost	8,868	4,910	8,103	5,098
Interest cost	412	653	388	595
Past service costs and gains or losses on settlement	4,118	3,185	4,078	1,916
Paid for employee benefits during the years	(2,941)	(1,009)	(2,883)	(1,009)
Included in other comprehensive income:				
(Gains) losses on remeasurements of defined benefit plans				
- From demographic assumptions changes	(1,625)	2,137	(1,176)	2,137
- From financial assumptions changes	2,302	73	2,124	73
- From experience adjustments	(159)	(8,421)	52	(8,421)
Ending balances of non-current provisions for employee benefit	<u>35,779</u>	<u>24,804</u>	<u>33,362</u>	<u>22,676</u>

The Group recognized the expense in the statement of profit or loss and other comprehensive income for the years ended December 31, are as follows:

	CONSOLIDATED		Unit : Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
Administrative expenses	<u>13,398</u>	<u>8,748</u>	<u>12,569</u>	<u>7,609</u>
Total	<u>13,398</u>	<u>8,748</u>	<u>12,569</u>	<u>7,609</u>

Gains (losses) on remeasurements of defined benefit plans recognized in the statements of profit or loss and other comprehensive income for the years ended December 31, are as follows:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
Included in retained earnings :				
At January 1,	7,602	1,391	7,602	1,391
Recognized during the years	(517)	6,211	(1,000)	6,211
As at December 31,	<u>7,085</u>	<u>7,602</u>	<u>6,602</u>	<u>7,602</u>

The Group made defined benefit plan in accordance with severance payment under the labor law which entitled for retired employees.

Principal actuarial assumptions as at December 31, (expressed as weighted averages) are as follows:

	Percentage per annum			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS 2019	2018	FINANCIAL STATEMENTS 2019	2018
Discount rate	1.47 - 1.56	2.53 - 2.60	1.56	2.59
Salary raising rate	3	3	3	3
Turnover rate	0 - 37	0 - 42	0 - 20	0 - 24
Mortality rate	TMO2017**	TMO2008*	TMO2017**	TMO2008*

* Refer to TMO2008: Thai Mortality Ordinary Tables of 2008

** Refer to TMO2017: Thai Mortality Ordinary Tables of 2017

The actuarial assumption of discount rate is estimated from weighted average of yield rate of government bonds as at the end of the reporting date that reflects the estimated timing of benefit payments.

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations are summarized below:

As at December 31, 2019

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	Increase	Decrease	Increase	Decrease
Discount rate (Percentage change at 1%)	(3,144)	3,685	(2,968)	3,486
Salary increase rate (Percentage change at 1%)	3,636	(3,164)	3,442	(2,989)
Turnover rate (Percentage change at 1%)	(3,291)	1,409	(3,097)	1,310

As at December 31, 2018

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	Increase	Decrease	Increase	Decrease
Discount rate (Percentage change at 1%)	(1,761)	2,012	(1,685)	1,926
Salary increase rate (Percentage change at 1%)	2,384	(2,104)	2,281	(2,011)
Turnover rate (Percentage change at 1%)	(1,876)	552	(1,795)	537

The sensitivity analysis presented above may not be representative of the actual change in employee benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Maturity analysis of the benefit payments of the provisions for post-employment benefits as at December 31, are as follows:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Within 1 year	7,748	1,015	7,682	991
Over 1 but not over 5 years	6,818	13,267	5,627	11,839
Over 5 years	438,860	320,266	390,609	285,907
Total	453,426	334,548	403,918	298,737

27. SHARE CAPITAL

27.1 On April 27, 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 27.1 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 May 31, 2018 and June 1, 2018, respectively.

27.2 On October 11, 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 27.1 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 27.2 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 11 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 October 12, 2018 and October 16, 2018, respectively.

27.3 On December 12, 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.

27.4 On April 29, 2019, the Annual General Meeting of the Company's shareholders for the year 2018 passed the resolutions to approve the reduction of the Company's registered capital from the existing registered capital of Baht 4,268,262,367 to Baht 4,172,484,127 by cancelling the 95,778,240 authorized but unissued shares, with a par value of Baht 1 per share which accommodated the adjustment of rights of warrants RML-WB which expired on November 15, 2018.

The Company registered the decrease in its share capital with the Ministry of Commerce on May 8, 2019.

28. WARRANTS TO PURCHASE NEW ORDINARY SHARES OF THE COMPANY ISSUED TO THE COMPANY'S SHAREHOLDER

On June 15, 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 September 30, 2015 and the last exercise date was on June 14, 2018.

On April 27, 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% 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 May 4, 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% 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 ended December 31, 2018, 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 June 28, 2018.

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

29. WARRANTS TO PURCHASE ORDINARY SHARES OF THE COMPANY

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

On November 1, 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 November 15, 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 April 27, 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% 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 November 14, 2018, and all warrants expired without being exercised.

The expenses recognized from share-based payment transactions for year ended December 31, 2017 of the Company were approximately Baht 1 million. While there was no expense recognized from share-based payment transactions for the year ended December 31, 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 November 16, 2011 to November 15, 2013.

29.2 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 April 24, 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 Group 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 Group eligible to receive the warrants and the amount of warrants in which each employee of the Company and its subsidiaries will receive.

On March 15, 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 Group (RML-WC). On April 27, 2018, the Annual General Meeting of the Company's shareholders for the year 2018 passed this resolution.

30. LEGAL 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% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered capital. The statutory reserve is not available for dividend distribution.

31. EXPENSE BY NATURE

Significant expenses by nature for the years ended December 31, consisted of the following items:

	CONSOLIDATED		Unit: Thousand Baht SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018 "Restated"	2019	2018 "Restated"
Cost of real estate sold	2,220,045	2,193,176	708,956	939,578
Cost of food and beverage	13,679	19,125	-	-
Salary and other employee benefits	344,743	261,279	270,506	212,211
Depreciation and amortisation charges	61,386	68,009	17,252	19,567
Special business tax and transfer fees	162,881	119,260	44,600	52,840
Other selling expenses	109,047	119,046	16,339	26,117
Loss on impairment of investment in subsidiaries	-	-	99,511	8,030

32. INCOME TAX

Deferred tax assets and deferred tax liabilities as at December 31, consisted of:

As at December 31, 2019	CONSOLIDATED FINANCIAL STATEMENTS			Unit : Thousand Baht
	Balances as at January 1, 2019 “Restated”	Recognized in profit/loss	Recognized in other comprehensive income	Balances as at December 31, 2019
Deferred tax assets				
Unused tax loss	-	15,501	-	15,501
Allowance for diminution in value of project development cost	3,085	(810)	-	2,275
Allowance for impairment loss on investment properties	42,648	(1,039)	-	41,609
Provision for long-term employee benefits	4,961	2,092	103	7,156
Cash received from customers and project development cost from the difference between tax and accounting of revenue recognition	34,655	(11,709)	-	22,946
Interest capitalized to project development cost from the difference between tax and accounting recognition	8,400	(5,836)	-	2,564
Others	38,903	(34,896)	-	4,007
Total deferred tax assets	132,652	(36,697)	103	96,058
Deferred tax liabilities				
Surplus of project development cost	16,899	(628)	-	16,271
Leasehold right	6,889	(6,889)	-	-
Total deferred tax liabilities	23,788	(7,517)	-	16,271
Deferred tax asset – net	108,864			79,787

As at December 31, 2018	Unit : Thousand Baht			
	CONSOLIDATED FINANCIAL STATEMENTS			
	Balances as at January 1, 2018	Recognized in profit/loss	Recognized in other comprehensive income	Balances as at December 31, 2018
	“Restated”	“Restated”		“Restated”
Deferred tax assets				
Unused tax loss	1,718	(1,718)	-	-
Allowance for diminution in value of project development cost	8,644	(5,559)	-	3,085
Allowance for impairment loss on investment properties	45,460	(2,812)	-	42,648
Provision for long-term employee benefits	4,655	1,548	(1,242)	4,961
Cash received from customers and project development cost from the difference between tax and accounting of revenue recognition	41,935	(7,280)	-	34,655
Interest capitalized to project development cost from the difference between tax and accounting recognition	7,354	1,046	-	8,400
Others	20,513	18,390	-	38,903
Total deferred tax assets	130,279	3,615	(1,242)	132,652
Deferred tax liabilities				
Surplus of project development cost	18,573	(1,674)	-	16,899
Leasehold right	-	6,889	-	6,889
Fair value of forward exchange contracts	500	(500)	-	-
Total deferred tax liabilities	19,073	4,715	-	23,788
Deferred tax asset - net	111,206			108,864

As at December 31, 2019	Unit : Thousand Baht			
	SEPARATE FINANCIAL STATEMENTS			
	Balances as at January 1, 2019	Recognized in profit/loss	Recognized in other comprehensive income	Balances as at December 31, 2019
	“Restated”			
Deferred tax assets				
Allowance for diminution in value of project development cost	219	-	-	219
Provision for long-term employee benefits	4,535	1,937	200	6,672
Total deferred tax assets	4,754	1,937	200	6,891

As at December 31, 2018	Unit : Thousand Baht			
	SEPARATE FINANCIAL STATEMENTS			
	Balances As at January 1, 2018	Recognized in profit/loss	Recognized in other comprehensive income	Balances As at December 31, 2018
	“Restated”	“Restated”		“Restated”
Deferred tax assets				
Allowance for diminution in value of project development cost	2,430	(2,211)	-	219
Provision for long-term employee benefits	4,457	1,320	(1,242)	4,535
Cash received from customers and project development cost from the difference between tax and accounting of revenue recognition	359	(359)	-	-
Total deferred tax assets	7,246	(1,250)	(1,242)	4,754

Income tax expense of the Group recognized in the statements of profit or loss and other comprehensive income for the year ended December 31, consisted of:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018 “Restated”	2019	2018 “Restated”
Current tax expense	90,962	60,381	1,482	80,427
Deferred income tax recognized during the years	29,180	1,100	(1,937)	1,250
Income tax expense recognized during the years	<u>120,142</u>	<u>61,481</u>	<u>(455)</u>	<u>81,677</u>

Reconciliations of income tax expense for the years ended December 31, were as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		Unit: Thousand Baht SEPARATE FINANCIAL STATEMENTS	
	2019	2018 “Restated”	2019	2018 “Restated”
Profit (loss) before income tax expense	180,006	64,521	(219,862)	573,111
Corporate income tax rate	20%	20%	20%	20%
Income tax at the tax rate	36,001	12,904	(43,972)	114,622
Effect of tax losses not recognized as deferred tax assets	96,967	18,830	48,135	7,433
Effect of previously unrecognized tax losses difference now recognized as deferred tax assets	(9,068)	40,735	(968)	(34,716)
Effect of the non-taxable income and non-deductible expense	(3,758)	(10,988)	(3,650)	(5,662)
Income tax (income) expense	<u>120,142</u>	<u>61,481</u>	<u>(455)</u>	<u>81,677</u>

The Group uses tax rate at 20% to calculate income tax for the year ended December 31, 2019 and 2018 and deferred tax as at December 31, 2019 and 2018.

As at December 31, 2019 and 2018, the Group has deductible temporary differences and unused tax losses totaling Baht 2,071 million and Baht 1,920 million, respectively. As at December 31, 2019 and 2018, the Company have deductible temporary differences and unused tax losses totaling Baht 860 million and Baht 761 million, respectively. Deferred tax assets have not been recognized on these amount as the Group believes 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 368 million will expire by 2020 - 2024 (2018: Baht 314 million which will expire by 2019 - 2023).

33. BASIC EARNINGS (LOSSES) PER SHARE AND DILUTED EARNINGS (LOSSES) 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 period.

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 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 were not included in calculation of diluted earnings (loss) per share for the year ended December 31, 2018 since the exercise price plus the balance of fair value of each warrants is higher than the average market price for the year. There are no warrants as at December 31, 2019.

Basic earnings (loss) per share and diluted earnings (loss) per share are calculated as follow:

CONSOLIDATED FINANCIAL STATEMENTS						
	Profit for the years ended December 31,		Weighted average number of ordinary shares		Earnings (loss) per share	
	2019 (Thousand Baht)	2018 (Thousand Baht)	2019 (Thousand shares)	2018 (Thousand shares)	2019 (Baht)	2018 (Baht)
Basic earnings per share						
Profit attributable to equity holders of the Company	79,305	17,673	4,172,484	3,608,196	0.019	0.005
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of warrants to ordinary shares	79,305	17,673	4,172,484	3,608,196	0.019	0.005
SEPERATE FINANCIAL STATEMENTS						
	Profit (loss) for the years ended December 31,		Weighted average number of ordinary shares		Earnings (loss) per share	
	2019 (Thousand Baht)	2018 (Thousand Baht)	2019 (Thousand shares)	2018 (Thousand shares)	2019 (Baht)	2018 (Baht)
Basic earnings (loss) per share						
Profit (loss) attributable to equity holders of the Company	(219,408)	491,434	4,172,484	3,608,196	(0.053)	0.136
Diluted earnings (loss) per share						
Profit (loss) of ordinary shareholders assuming the conversion of warrants to ordinary shares	(219,408)	491,434	4,172,484	3,608,196	(0.053)	0.136

34. 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% or 5% of their basic salaries, and by the Company at the rate of 5% 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 Group's contributions for the year ended December 31, 2019 and 2018 amounting to Baht 8 million and Baht 7 million, respectively, were recognized as expenses in the consolidated financial statements of profit or loss and other comprehensive income. (Separate financial statements: 2019: Baht 8 million and 2018: Baht 7 million)

35. DIVIDEND PAID

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Annual dividends for 2018	Annual General Meeting of the shareholders on April 29, 2019	<u>62,587</u>	<u>0.015</u>
Annual dividends for 2017	Annual General Meeting of the shareholders on April 27, 2018	<u>111,907</u>	<u>0.03</u>

36. COMMITMENTS AND CONTINGENT LIABILITIES

36.1 Capital commitments

- a) As at December 31, 2019, its subsidiaries had capital commitments relating to design and construction contracts of their projects of approximately Baht 236.61 million.

As at December 31, 2018, its subsidiaries had capital commitments relating to design and construction contracts of their projects of approximately Baht 838.00 million and USD 0.40 million or approximately Baht 12.00 million.

- b) As at December 31, 2018, the Company had capital commitment relating to purchase of land of approximately Baht 2,648.00 million (2019: Nil).
- c) As at December 31, 2019, joint ventures had capital commitments relating to design and construction contracts of their projects of approximately Baht 4,165.80 million, USD 0.31 million or approximately Baht 9.36 million and SGD 0.29 million or approximately Baht 6.66 million.

As at December 31, 2018, joint ventures had capital commitments relating to design and construction contracts of their projects of approximately Baht 52.00 million and USD 0.70 million or approximately Baht 22.00 million.

- d) As at December 31, 2018, a joint venture had capital commitment relating to purchase of land of approximately Baht 16.00 million (2019: Nil).

36.2 Operating lease commitments

36.2.1 As at December 31, the Group rents land and office building with future minimum lease payments as follows:

	CONSOLIDATED		Unit : Million Baht	
	FINANCIAL STATEMENTS		SEPARATE	
	2019	2018	2019	2018
Within 1 year - other parties	18	42	2	11
1 - 5 years - other parties	-	134	-	2
Over 5 years - other parties	-	1,711	-	-
Total	<u>18</u>	<u>1,887</u>	<u>2</u>	<u>13</u>

As at December 31, 2018, 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. (2019: Nil)

Lease payments recorded as expenses in the statements of profit or loss and other comprehensive income are as follows:

	CONSOLIDATED		Unit : Thousand Baht	
	FINANCIAL STATEMENTS		SEPARATE	
	2019	2018	2019	2018
For the years ended December 31,	35,735	33,278	11,322	10,065

36.2.2 As at December 31, joint ventures rents land and office building with future minimum lease payments as follows:

	Unit : Million Baht	
	CONSOLIDATED	
	2019	2018
Within 1 year - other parties	8	2
1 - 5 years - other parties	154	1
More than 5 years parties	1,654	-
Total	<u>1,816</u>	<u>3</u>

36.3 Long-term service commitments

As at December 31, 2019 and 2018, The Group had commitment in respect of agency fees with agencies of the projects to pay under the “Agency Agreement” at the rate of 1 to 7 percent of project units’ sale price.

36.4 Guarantee

- a) As at December 31, 2019 and 2018, the Company had guaranteed bank credit facilities of its subsidiaries amounting to Baht 1,817.62 million and Baht 2,028.35 million, respectively.
- b) As at December 31, 2019 and 2018, the Company had guaranteed bank credit facilities of its joint venture amounting to Baht 2,809.09 million and Baht 2,077.87 million, respectively.
- c) As at December 31, 2019 and 2018, the Company had guaranteed long-term land lease agreement of a joint venture in order to guarantee the contractual performance under the land lease agreement of this joint venture.

36.5 Litigations

As at December 31, 2019 and 2018, a subsidiary has 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 10.55 million and Baht 11.00 million, respectively. However, a subsidiary is defending the lawsuits, and since the Company's lawyers and management believe that the Group will not have a material effect from the litigation. As at December 31, 2019 and 2018, a subsidiary recorded the provision in respect of these cases amounting to Baht 2.38 million and Baht 2.28 million, respectively.

As at December 31, 2019, a joint venture has pending litigation cases, relating to allegations of torts with total amount of claim at Baht 14.00 million. However, the joint venture is defending the lawsuits, and since the Company's lawyers and management believe that the Group will not have a material effect from the litigation. As at December 31, 2019, the joint venture does not recognize any provision in respect of this case because this case is still being considered by the court.

36.6 Tax assessment

During the year 2012, Raimon Land Park View Development Company Limited ("the 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 600.00 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 September 7, 2016.

The Central Tax Court issued a judgment on July 31, 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 21.60 million from the Revenue Department, together with interest at a rate of 1% per month, calculated from June 1, 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 December 19, 2017 and the former subsidiary had to submit a response to the appeal. On March 13, 2018, the subsidiary submitted its response to the Court of Appeal for Specialized Cases.

The Court of Appeal for Specialized Cases had judgment on November 5, 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 surcharge to the Revenue Department. Subsequently, on February 13, 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, and is under the process of consideration by the Supreme Court whether or not to grant the permission to 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, on December 26, 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.

The Company's management 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 was no negative impact to the Company. Thus, the Company did not recognize provision for any liabilities as at December 31, 2019 and 2018.

37. FAIR VALUE HIERARCHY

As at December 31, the Group had the assets that were measured at fair value or disclosed fair value using different levels of inputs as follow:

CONSOLIDATED FINANCIAL STATEMENTS					Unit: Million Baht
December 31, 2019					
Level 1	Level 2	Level 3	Total	Valuation techniques and key inputs used in fair value Measurements	
Assets measured at fair value					
Current investment	1	-	-	1	Last bid price of the last working day of the reporting period as quoted on the Stock Exchange of Thailand.
Assets for which fair value are disclosed					
Investment properties	-	-	141	141	Discounted cash flow using income approach appraised by the independent professional appraisers. Information used in fair value measurement are expected revenues and discount rate

CONSOLIDATED FINANCIAL STATEMENTS					Unit: Million Baht
December 31, 2019					
Level 1	Level 2	Level 3	Total	Valuation techniques and key inputs used in fair value Measurements	
Liabilities for which fair value are disclosed					
Debentures	-	1,177	-	1,177	For disclosure purposes, the Group determines Level 2 fair values for traded debentures have been determined based on quoted selling prices from the Thai Bond Market Association at the close of the business at the end of the reporting period.

Unit: Million Baht

CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2018

	Level 1	Level 2	Level 3	Total	Valuation techniques and key inputs used in fair value measurements
Assets measured at fair value					
Current investment	1	-	-	1	Last bid price of the last working day of the reporting period as quoted on the Stock Exchange of Thailand.
Current investment	-	224	-	224	Net asset value of investment units of the last working day of the reporting period
Assets for which fair value are disclosed					
Investment properties	-	-	225	225	Discounted cash flow using income approach appraised by the independent professional appraisers. Information used in fair value measurement are expected revenues and discount rate

Unit: Million Baht

SEPARATE FINANCIAL STATEMENTS

December 31, 2019

	Level 1	Level 2	Level 3	Total	Valuation techniques and key inputs used in fair value measurements
Assets measured at fair value					
Current investment	1	-	-	1	Last bid price of the last working day of the reporting period as quoted on the Stock Exchange of Thailand.
Liabilities for which fair value are disclosed					
Debentures	-	1,192	-	1,192	For disclosure purposes, the Group determines Level 2 fair values for traded debentures have been determined based on quoted selling prices from the Thai Bond Market Association at the close of the business at the end of the reporting period.

Unit: Million Baht

SEPARATE FINANCIAL STATEMENTS					
December 31, 2018					
	Level 1	Level 2	Level 3	Total	Valuation techniques and key inputs used in fair value measurements
Assets measured at fair value					
Current Investment	1	-	-	1	Last bid price of the last working day of the reporting period as quoted on the Stock Exchange of Thailand.
Assets for which fair value are disclosed					
Investment properties	-	-	74	74	Discounted cash flow using income approach appraised by the independent professional appraisers. Information used in fair value measurement are expected revenues and discount rate

38. FINANCIAL INSTRUMENTS

38.1 Financial risk management

The Group's 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 Group is exposed to credit risk primarily with respect to trade and other receivables and loans to related parties. The Group's 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 Group has 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 and 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 STATEMENTS					
	December 31, 2019					
	Fixed interest rates					
	Within	1 to 5	Floating	Non-interest		
	1 year	years	interest rate	bearing	Total	Interest rate
						(% p.a.)
Financial Assets						
Cash and cash equivalents	-	-	529	166	695	0.02 - 0.98
Current investments	-	-	-	1	1	-
Trade and other current receivables	-	-	-	88	88	-
	-	-	529	255	784	
Financial liabilities						
Short-terms borrowings						4.2 and MLR
financial institutions	200	-	1,723	-	1,923	- 1.5 to - 3.0
Trade and other current payables	-	-	-	228	228	-
Short-term borrowings from related parties	12	-	-	-	12	5.00
Long-term borrowings from financial institutions	-	-	1,944	-	1,944	MLR - 0.75 to - 2.30
Debentures	924	1,149	-	-	2,073	4.70 - 5.50
	1,136	1,149	3,667	228	6,180	

Unit: Million Baht

CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2018

	Fixed interest rates		Floating interest rate	Non-interest bearing	Total	Interest rate (% p.a.)
	Within 1 year	1 to 5 years				
Financial Assets						
Cash and cash equivalents	-	-	741	155	896	0.125 - 1.30
Current investments	-	-	-	225	225	-
Trade and other current receivables	-	-	-	230	230	-
Restricted bank deposits	-	14	-	-	14	0.5
	-	14	741	610	1,365	
Financial liabilities						
Short-terms borrowings						MLR - 1.25
financial institutions	-	-	989	-	989	to - 1.5
Trade and other payables	-	-	-	305	305	-
Short-term borrowings from related parties	135	-	-	-	135	5.00 - 8.00
Long-term borrowings from financial institutions	539	-	2,969	-	3,508	4 and MLR - 0.75 to - 2.9
Debentures	999	921	-	-	1,920	4.70 - 5.50
	1,673	921	3,958	305	6,857	

Unit: Million Baht

SEPARATE FINANCIAL STATEMENTS

December 31, 2019

	Fixed interest rates		Floating interest rate	Non-interest bearing	Total	Interest rate (% p.a.)
	Within 1 year	1 to 5 years				
Financial Assets						
Cash and cash equivalents	-	-	371	147	518	0.02 - 0.98
Current investments	-	-	-	1	1	-
Trade and other current receivables	-	-	-	260	260	-
Short-term loans to related parties	1,034	-	-	-	1,034	5.00
	1,034	-	371	408	1,813	
Financial liabilities						
Short-terms borrowings						
financial institutions	200	-	-	-	200	4.20
Trade and other current payables	-	-	-	123	123	-
Short-term borrowings from related parties	1,050	-	-	-	1,050	3.00 - 5.00
Long-term borrowings from financial institutions	-	-	888	-	888	MLR - 0.75 to -1.25
Debentures	924	1,164	-	-	2,088	4.70 - 5.50
	2,174	1,164	888	123	4,349	

Unit: Million Baht

	SEPARATE FINANCIAL STATEMENTS					
	December 31, 2018					
	Fixed interest rates					
	Within	1 to 5	Floating	Non-interest		
	1 year	years	interest rate	bearing	Total	Interest rate
						(% p.a.)
Financial Assets						
Cash and cash equivalents	-	-	183	38	221	0.125 - 1.30
Current investments	-	-	-	1	1	-
Trade and other current receivables	-	-	-	506	506	-
Short-term loans to related parties	930	-	-	-	930	5.00
Restricted bank deposits	-	14	-	-	14	0.50
	930	14	183	545	1,672	
Financial liabilities						
Trade and other payables	-	-	-	146	146	-
Short-term borrowings from related parties	586	-	-	-	586	3.00 - 5.00
Long-term borrowings from financial institutions	-	-	646	-	646	MLR - 0.75 to - 1.25
Debentures	999	921	-	-	1,920	4.70 - 5.50
	1,585	921	646	146	3,298	

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 Group has 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 December 31, 2019, there was no outstanding forward exchange contract for managing the exposure to foreign currency risk.

As at December 31, the balances of the Company and subsidiaries' financial assets and liabilities denominated in foreign currencies are summarised below;

Foreign Currencies	Consolidated financial statements				Separate financial statements			
	Financial assets		Financial liabilities		Financial assets		Financial liabilities	
	2019	2018	2019	2018	2019	2018	2019	2018
US Dollar	-	7.0	-	-	-	8.6	-	-
Singapore Dollar	-	0.1	-	-	-	0.7	-	-
Average exchange rate as at								
December 31, 2019 December 31, 2018								
(Baht per 1 foreign currency unit)								
Foreign currencies								
US Dollar					30.1540		32.4498	
Singapore Dollar					22.3245		23.6943	

38.2 Fair values of financial instruments

Since the majority of the Group's 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 Group had considered to counterparty credit risk when determining the fair value of derivatives.

39. OPERATING SEGMENTS

The Group has 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 Group 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.

The Group derives its revenue and services over time and at a point in time for the years ended December 31, are as follows:

	Unit : Thousand Baht	
	CONSOLIDATED	
	FINANCIAL STATEMENTS	
	2019	2018
Revenues		
Revenue from external customers		
Major revenues		
Revenue recognition at a point of time		
Revenue from sales of real estate	3,055,565	2,933,316
Revenue from sales of food and beverages	45,063	29,348
Revenue recognition overtime		
Revenue from rental and service	48,851	63,816
Other income		
Revenue recognition at a point of time		
Marketing commission income	56,664	48,943
Others	418,083	251,435
Total	<u>3,624,226</u>	<u>3,326,858</u>

40. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it has an appropriate capital structure in order to support its business and maximize shareholder value. As at December 31, 2019, the Group's interest-bearing debt to equity ratio was 1.04:1 (2018: 1.15:1) and the Company's was 0.68:1 (2018: 0.50:1).

41. EVENT AFTER THE REPORTING PERIOD

41.1 On February, 15, 2020, the Company and its two subsidiaries received a litigation case, relating to allegation of breach of agreement to purchase and to sell and the issues of some particulars of common properties in a condominium project with total amount of claim of Baht 1,401 million. The Group's management is in the process of preparing information and evidence for defending against this litigation case, pursuant to the laws. However, as the condominium project was duly completed and registered as condominium and also its common properties were duly registered pursuant to the Condominium Act and already utilized since 2012 (B.E. 2555), as well as due to the fact that customers more than 95% of all units of the project already accepted transfer of ownership, at this stage, the Group's management believe that the Group will have no a material effect from this litigation case.

41.2 On February 27, 2020, the Company's Board of Directors passed the resolution to approve the payment of dividend from the unappropriated retained earnings of the Company according to the statement of financial position as at December 31, 2019 to the shareholders at Baht 0.015 each or a total dividend of Baht 62.60 million.

42. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements have been approved for issue by the Company's Board of Directors on February 27, 2020.

GENERAL INFORMATION

Name:	RAIMON LAND PUBLIC COMPANY LIMITED
Type Of Business:	Property Development
Head Office:	3 Rajanakarn Building 19th Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
Company Registration:	0107536001508
Homepage:	www.raimonland.com
Investor Relations:	ir@raimonland.com
Telephone:	66 (0) 2029 1889
Facsimile:	66 (0) 2029 1891 / 66 (0) 2029 1892

Capital As At: 31 December 2019

Common Shares:	Registered Capital	4,172,484,127	Baht
	Paid-up Capital	4,172,484,127	Baht



Raimon Land Public Company Limited

3 Rajanakarn Building 19th Floor, South Sathorn Road,
Yannawa, Sathorn, Bangkok 10120

Telephone 66 (0) 2029 1889 Facsimile 66 (0) 2029 1891
ir@raimonland.com

www.raimonland.com