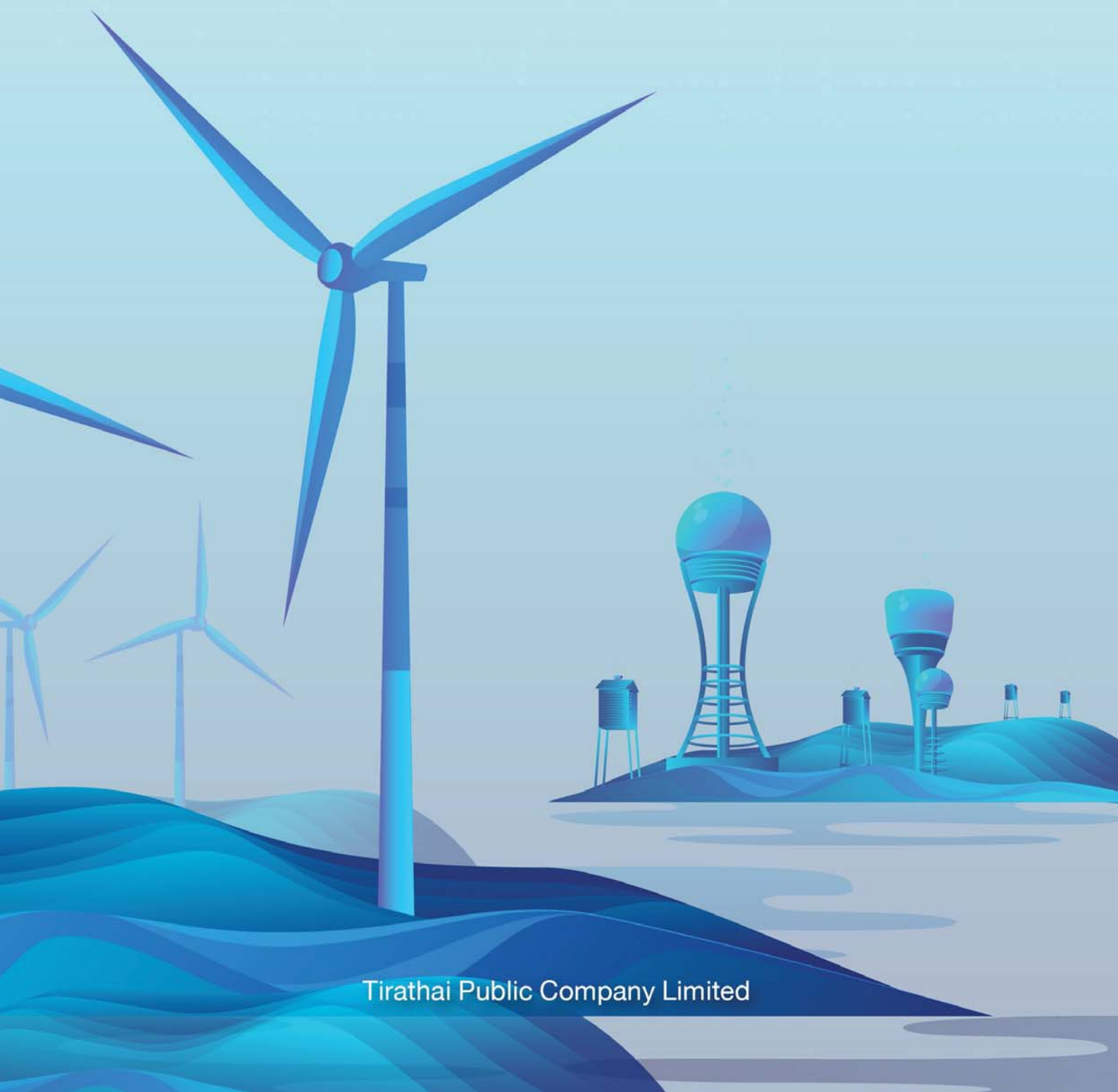


Annual Report 2019



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Financial Highlights

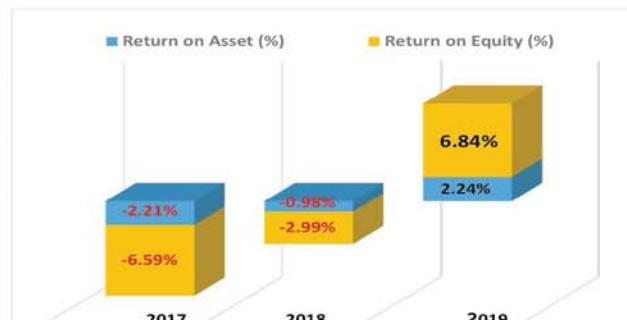
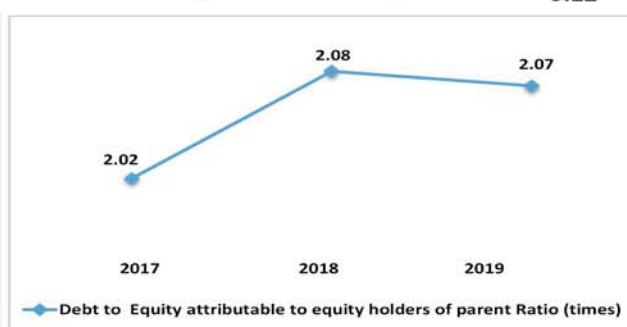
(Million Baht)

Financial Highlights	2017	2018	2019
Profit and Loss Statement			
Total Revenue	2,448.03	2,636.62	2,466.17
Revenue from Sales & Service & Construction Contract	2,429.77	2,615.91	2,415.98
Gross Profit - Sales & Service & Construction Contract	488.45	572.85	667.66
EBITDA	50.94	146.88	281.57
EBIT	(32.33)	58.81	196.19
Net Profit attributable to equity holders of parent	(68.70)	(30.76)	75.73

Balance Sheet			
Total Assets	3,147.29	3,151.88	3,377.59
Total Liabilities	2,112.51	2,136.95	2,290.59
Shareholders' Equity attributable to equity holders of parent	1,044.78	1,029.06	1,107.01

Financial Ratio			
Gross Profit Margin - Sales & Service (%)	20.10%	21.90%	27.63%
Net Profit Margin attributable to equity holders of parent to total revenue (%)	-2.81%	-1.17%	3.07%
Return on Asset (%)	-2.21%	-0.98%	2.24%
Return on Equity (%)	-6.59%	-2.99%	6.84%
Debt to Equity attributable to equity holders of parent Ratio (times)	2.02	2.08	2.07

Unit: Baht/share			
Registered Capital	359.20	359.20	359.20
Paid up Capital	308.01	308.01	308.01
Par Value	1.00	1.00	1.00
Book Value Per Share	3.36	3.34	3.59
Earning Per Share	(0.22)	(0.10)	0.24
Dividend Per Share	-	-	0.12



Message from the Chairman and the Managing Director

In 2019, the local transformer industry outlook had trended to improve due to the government's bidding process was changed from the traditional process to e-bidding since August 23rd 2017, resulted the transformer orders from the government sector was increased 90% from 2018. For private sector, the transformer order increased 120% from 2018 mainly due to an order from Clean Fuel Project (CFP), Thai Oil PCL, worth more than 700 million baht. As per the TRT Group's policy to focus on high engineering products with high profit margin, in 2019 the Company and its Subsidiaries recognized the revenue from sales and service of 2,416 million baht with gross profit margin 28% and Net profit of 69 million baht, compared to 2018 revenue from sales and service of 2,616 million baht, 22% gross profit margin and net loss of 35 million baht. Moreover, the Company had been certified as the 4th year as "Industry Green Culture" Level 4 in 2019. It is realized that the social responsibility is one of our Mission.

In 2020, TRT Group's revenue forecast to be growth 20%-25% from last year on average gross margin 18%-20%. The 2020 revenue target has chance to be highly achievable because TRT Group's backlog at the end of February have 2,696 million baht of which 2,603 to be delivered in 2020 and 93 million baht to be delivered in 2021 and also there is bid and quotation in hand at the end of February 2020 was 8,834 million baht with 20%-25% to be new order in 2019.

Due to the cooperation, determination, and continued development for better business operations by the management and all employees, I believe that TRT Group has a good opportunity to succeed further. The TRT Group has good vision, mission and policies that are suitable and consistent with current economic, social and environment situation. It will make strategic adaptation in line with the changing situation and make improvement for effective management together with other measures to manage risks. Moreover, the Group will pursue good governance so as to ascertain a sustainable development and enhance confidence for all stakeholders.

Lastly, I, on behalf of Board of Directors would like to express my sincere gratitude to all shareholders, customers, business partners for trusts and supports to the Group. Also, I would like to express my appreciation to the management and every employee who have cooperated and contributed to the Group. I believe that with both the management and all employees' working experience and with efficient management as well as good corporate governance, the Group will be able to grow with stability, sustainability and achieve the goals of the Group for the best interest of shareholders in the long run.



(Mr. Sumpun Vongphan)

Vice chairman Acting Chairman and Managing Director

Report of the Audit Committee

In the year 2019, Dr. Pisit Leeahtam, Chairman of the Board, Independent Director, and Chairman of the Audit Committee resigned from the position on July 17, 2019. The Board of Tirathai Public Company Limited has appointed the Audit Committee to fill the vacancy. Therefore, the Audit Committee consists of Mr. Anop Tagajarin as the Chairman of the Audit Committee, Mr. Singha Nikornpun and Mr. Somchai Rojrungvasinkul as audit committees.

All three Audit Committee are well qualified and independent according to the Stock Exchange of Thailand regarding the qualifications and scope of work of the Audit Committee. The Audit Committee consists of independent directors with independent qualifications according to the Stock Exchange announcement performs the duties according to the scope of duties and responsibilities reviewed the appropriateness and effectiveness of the company's internal control system based on the information provided by the internal auditor, report of external auditor and the management. The Audit Committee also provided recommendations to the management to ensure the company's operations more efficient and effective in line, which is in line with the best practices for the Audit Committee of the Stock Exchange of Thailand.

The Audit Committee have prioritized an importance to the good corporate governance of the company. The Audit Committee is independent in providing opinions and recommendations for operational improvements to lead to good management practices, internal control and risk management in order to be effective and efficient for the company.

In 2019, the Audit Committee convened 4 meetings in total with a high-level management, internal and external auditors for consideration and performing of the followings agendas:

1. Reviewed the company's quarterly and annually financial statements prior to proposing to the Board of Directors to ensure that the financial statements are prepared in accordance with generally accepted accounting principles and are accurate and disclosure sufficient information in accordance with government regulations.

2. Ensure that the disclosure of information on related transactions or conflicts of interest are transparent, correct, and sufficient.

3. Reviewed the adequacy and appropriateness of the company's internal control system and monitor the compliance with relevant laws and regulations, as well as monitoring good corporate governance by considering the audit report in line with the approved audit plan. The Audit Committee also monitored for improvements according to the recommendations of the report of audit. As the result of the audit, the internal audit did not find any indication of fraud that may cause the serious damages. The Audit Committee agreed to the facts that the company has proper internal control system with appropriate risks manageable at acceptable level.

4. Oversee and closely assess the performance of the company's internal auditing in order to ensure that the internal auditor is fully independent, review and consider the annual internal audit plan, and review the examination results to ensure that the company has an effective internal control system.

5. Consider and nominate the appointment of the company's external auditor and determine annual audit fees to the Board of Director for consideration and propose for approval from the shareholders at the Annual General Meeting.

6. Review and discuss with the auditor about the important matters examined to ensure that the management appropriately considers the keys observations perceived in the audits.

7. Report the operational performance result to the Board of Director on quarterly basis and providing valuable opinions and suggestions for the administration of the management for further consideration and make proper modifications. In addition, the Audit Committee also provides self-assessment on the performance of the Audit Committee in order to use the results as a guideline for further developments of operations.

8. Review the Audit Committee charter to comply with the Good Corporate Governance policy of the business in accordance with the regulations of Stock Exchange of Thailand.

The Audit Committee performed the assigned duties by using knowledge, ability, caution, prudence with independent and to express straight forward opinions without restrictions on the recognition of information from the management, operator and related parties with transparent, verifiable, according to good governance principles for the best benefit of the company and stakeholders equally.



In summary, from the review and consideration of all the issues that the Audit Committee has conducted throughout the year 2019, the Audit Committee agreed that Tirathai Public Company Limited and its subsidiaries have proper and sufficient Internal Audit Control System and risk management. Providing reasonable assurance to the creditability of the Financial Statements and performs according to the principles of good Corporate Governance set by the Stock Exchange of Thailand and that this Audit Committee's report has been reviewed and approved by the Audit Committee on February 21, 2020



Mr. Annop Tagajarin
Chairman of the Audit Committee

Report of Nominating Committee

Dear Shareholders,

In 2019, the Board of Directors appointed the Nominating Committee, comprising of 3 Board of Directors members, to perform their duties of nominating the company's Directors in order to be transparent and fair to all stakeholders. As well as being effective to the business and in accordance with the Good Corporate Governance Policy of the Company and with the good Principle of Good Corporate Governance of the Stock Exchange of Thailand (SET). Each director of the Nominating Committee shall assume the office for a term of one year, which is a full tenure on 28 February 2019.

The Nominating Committee has determined the qualifications of Directors to be selecting according to structure, size and composition of the Board of Director as specified by the committee, including the selection and nomination suitable persons for appointment as the Board of Directors.

In 2019, the Nominating Committee convened 2 meetings, with the record of attendance of each director as follows:

Name	Position	Attendance/Total Meetings
Mr. Singha Nikornpun	Chairman of Nominating Committee	2/2
Mr. Charuvit Suanmalee	Nominating Committee	2/2
Mr. Tai Chong Yi	Nominating Committee	2/2

The mission of the Nominating Committee for the year 2019 summarized as follows:

At Nominating Committee's Meeting No. 1/2019 held on 14 February 2019, the selection of directors in order to replace the person who retired by rotation and presenting the names of the persons selected as directors to the Board of Directors Meeting No. 2/2019 on February 28, 2019 for consideration. At the Nomination Committee Meeting No. 2/2019 on August 8, 2019 has selected the directors for consideration and selection of independent directors in place of the independent directors who have resigned and propose the names of the selected persons to be the directors To the Board of Directors Meeting No. 5/2019 on 8 August 2019 for consideration

On behalf of Nominating Committee




Mr. Singha Nikornpun
Chairman of the Nominating Committee



Board of Directors

Details of the Company's Executive Directors and Controlling Persons as of 31 December 2019

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Sumpun Vongphan Director (Authorized binding signature)</p> <p>Being appointed to Director on July 5th, 2005 Age 67</p>	<ul style="list-style-type: none"> - Bachelor of Engineering (Electrical), Chulalongkorn University - The Role of Chairman(RCM),2005 - Directors Accreditation Program(DAP),2004 - Directors Certification Program(DCP),2004 - Finance for Non-Finance Director(FN),2004 - Successful Formulation and Execution of Strategy (SEF), 5/2009 - The Role of Compensation Committee RCC12/2011 - How to Measure the Success of Corporate Strategy , HMS 2/2013 	13.02%	<ul style="list-style-type: none"> • 2011 - Present <ul style="list-style-type: none"> - Chairman of the Executive Director - Vice Chairman of the board Tirathai Public Company Limited • 2005 - Present <ul style="list-style-type: none"> - Managing Director - Executive Director Tirathai Public Company Limited • 2014 - 2015 <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited • 2007 - 2007 <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited • 2005 - 2007 <ul style="list-style-type: none"> - Engineering Department Manager Tirathai Public Company Limited

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Upakrom Thaweepoke Director (Authorized binding signature jointly with Mr. Sumpun)</p> <p>Being appointed to Director on July 5th, 2005 Age 67</p>	<ul style="list-style-type: none"> - Bachelor of Engineering (Industrial), Chulalongkorn University - Directors Accreditation Program(DAP), 2004 - Directors Certification Program (DCP), 2004 - Audit Committee Program (ACP), 2008 - Developing Corporate Governance Policy, 2008 - Chartered Director Class (CDC), 2008 - Successful Formulation & Execution the Strategy, 4/2009 - Monitoring the System of Internal Control and Risk -Management, 5/2009 - Monitoring the Internal Audit Function, 5/2009 - Monitoring the Quality of Financial Reporting, 7/2009 - M&A - Finding Opportunity during Crisis, 2009 - Thai Institute of Directors (IOD) - CEO Seminar: Understanding IFRS Financial Statement, Federation of Accounting Professions (FAP), 2012 - CEO/CFO Conference : Being AEC Professional, FAP, 2012 - KBANK Seminar – AEC Plus : Your Business to the New Frontier, 2012 - Financial Instruments for Director (FID), 3/2012 - CEO Forum 6/2013 (MAI) : Sustainable Business with CSR - Monitoring Fraud Risk Management, MFM 10/2013 - How to Measure the Success of Corporate Strategy , HMS 2/2013 - Risk Management Program for Corporate Leaders (RCL3/2016) 	1.78%	<ul style="list-style-type: none"> • 2008 - Present <ul style="list-style-type: none"> - Finance, Accounting and Information Technology Manager Company Secretary Tirathai Public Company Limited • 2005 - Present <ul style="list-style-type: none"> - Director Tirathai Public Company Limited • 2011 - 2011 <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited • 2005 - 2007 <ul style="list-style-type: none"> - Deputy Managing Director (Finance and Marketing) Tirathai Public Company Limited - Finance and Accounting Manager Bangkok Engineering Consultant Co., Ltd. • 1992 - Present <ul style="list-style-type: none"> - Director Bangkok Engineering Consultant Co., Ltd.

Board of Directors

Details of the Company's Executive Directors and Controlling Persons as of 31 December 2019

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Charuvit Suanmalee</p> <p>Director (Authorized binding signature jointly with Mr. Sumpun)</p> <p>Being appointed to Director on July 5th, 2005 Age 69</p>	<ul style="list-style-type: none"> - Bachelor of Engineering (Industrial) / Adamson University, Philippines - Directors Accreditation Program(DAP),2004 	2.77%	<ul style="list-style-type: none"> • 2005 - Present - Executive Director Tirathai Public Company Limited • 2005 - 2012 - Production Manager Tirathai Public Company Limited
	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Ouichai Siriwajana</p> <p>Director (Authorized binding signature jointly with Mr. Sumpun)</p> <p>Being appointed to Director on July 5th, 2005 Age 65</p>	<ul style="list-style-type: none"> - Bachelor of Engineering (Electrical), King Mongkut's University of Technology Thonburi - Master of Arts Program in Integrated Conflict Management, Kasetsart University - Directors Accreditation Program(DAP), 2004 - Finance for Non-Finance Director(FN),2004 	0.37%	<ul style="list-style-type: none"> • 2008 - Present - Sales Manager Tirathai Public Company Limited • 2005 - Present - Executive Director Tirathai Public Company Limited • 2006 - 2008 - Marketing Manager Tirathai Public Company Limited



Board of Directors

Details of the Company's Executive Directors and Controlling Persons as of 31 December 2019

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Ampornrat Poolcharoen Director (Authorized binding signature jointly with Mr. Sumpun)</p> <p>Being appointed to Director on July 5th. 2005 Age 68</p>	<ul style="list-style-type: none"> - Master of Business Administration, Thammasat University - Bachelor of Engineering (Electrical), Chulalongkorn University - Directors Accreditation Program(DAP),2004 - Directors Certification Program(DCP),2004 	<p>0.73%</p>	<ul style="list-style-type: none"> • 2011 - Present <ul style="list-style-type: none"> - Executive Director Tirathai Public Company Limited • 2008 - Present <ul style="list-style-type: none"> - Planning Procurement & Logistics Manager Tirathai Public Company Limited • 2005 - 2007 <ul style="list-style-type: none"> - Deputy Managing Director (Operations) - Quality Assurance Manager Tirathai Public Company Limited
	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mrs. Sunan Santichotinan Director (Authorized binding signature jointly with Mr. Sumpun)</p> <p>Being appointed to Director on July 5th. 2005 Age 68</p>	<ul style="list-style-type: none"> - Bachelor of Business Administration (Finance and Banking), Bangkok University - Directors Accreditation Program(DAP),2004 - Company Secretary Program,2005 - Anti-Corruption the Practical Guide (ACPG 20/2015) 	<p>2.27%</p>	<ul style="list-style-type: none"> • 2008 - Present <ul style="list-style-type: none"> - Human Resource and Office Administration Manager Tirathai Public Company Limited • 2005 - 2007 <ul style="list-style-type: none"> - General Administration Manager Tirathai Public Company Limited

Board of Directors


Details of the Company's Executive Directors and Controlling Persons as of 31 December 2019


	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Tai Chong Yih Director</p> <p>Being appointed to Director on July 5th. 2005 Age 59</p>	<ul style="list-style-type: none"> - Master Degree of Management D86, Sasin Graduate Institute of Business Administration, Chulalongkorn University - Directors Accreditation Program(DAP), 2006 	0.01%	<ul style="list-style-type: none"> • 2005 - Present <ul style="list-style-type: none"> - Director Tirathai Public Company Limited • 2012 - Present <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited • 2009 - Present <ul style="list-style-type: none"> - Executive Vice President Aira Securities Public Company Limited • 2010 - 2010 <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited • 2007 - 2008 <ul style="list-style-type: none"> - Nominating Committee Tirathai Public Company Limited
	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Singha Nikornpun Director/Independent Director/Audit Committee</p> <p>Being appointed to Director On November 12th. 2012 Age 66</p>	<ul style="list-style-type: none"> - Master Degree of Business Administration, Abilene Christian University, Dallas, Texas, USA. - Bachelor Degree in Finance and Banking, Kasetsart University - Capital Market Academy Leadership Program - Politics and governance in Democratic Systems for Executive #8, King Pradjadhipok's Institute - Advanced Management for Bankers, Wharton School, University of Pennsylvania, U.S.A. - Financial Institution Governance Program, FGP 3/2011 - Role of The Compensation Committee Program (RCC) - Director Certificate Program (DCP) - Improving Board Decisions (IBD) - Director Certification Program Update (DCPU 2/2014) - Advanced Audit Committee Program (AACP 15/2014) - Anti-Corruption for Executive Program (ACEP 10/2014) - Role of the Chairman Program (RCP 33/2014) - Successful Formulation and Execution of Strategy (SFE 25/2015) - Successful Formulation and Execution of Strategy (SFE 27/2016) - Ethical Leadership Program (ELP4/2016) 	0.00%	<ul style="list-style-type: none"> • 2013 - Present <ul style="list-style-type: none"> - Independent Director/Audit Committee TMB Public Company Limited • 2012 - Present <ul style="list-style-type: none"> - Independent Director/Audit Committee Tirathai Public Company Limited • 2008 - 2012 <ul style="list-style-type: none"> - President of Deposit Protection Agency Deposit Protection Agency - Deputy Secretary General (Investment) Government Pension Fund - Deputy General Manager Deutsche Bank, Bangkok - Senior V.P. Treasurer, Head of Correspondence Banking Nakornthon Bank - Vice President/Chairman of Audit Committee Thai Bond Market Association - Chairman Thai Administration Services Co., Ltd. - Chairman Fitch Ratings Co., Ltd. - Chairman GPF Property Management Co., Ltd. - Director Saha Thai Steel Pipe Public Co., Ltd. - Director Thai Property Advisory Co., Ltd. - Director LMG Insurance Co., Ltd. - Independent Director/Audit Committee IFS Capital (Thailand) Public Co., Ltd.



Board of Directors

Details of the Company's Executive Directors and Controlling Persons as of 31 December 2019

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Annop Tagajarin Director/ Independent Director/ Chairman of Audit Committee</p> <p>Being appointed to Director On November 8, 2016 Being appointed to Chairman of Audit Committee on August 8, 2019 Age 70</p>	<p>- Bachelor of Engineering, Chulalongkorn University</p>	<p>0.08%</p>	<ul style="list-style-type: none"> • 2019- Present <ul style="list-style-type: none"> - Chairman of Audit Committee Tirathai Public Company Limited • 2016 - Present <ul style="list-style-type: none"> - Director/Independent Director/ Audit Committer Tirathai Public Company Limited • 2009 - 2011 <ul style="list-style-type: none"> - Consultant Siam Cement Group - Nominating Committee Concrete Product and Aggregate Co., Ltd.

	Education / IOD	Percent of Shareholding	Previous Experience over the Past 5 Years
<p>Mr. Somchai Rojrunvasinkul Independent Director / Audit Committee</p> <p>Being appointed to Director On February 20, 2018 Being appointed to be Audit Committee on August 8, 2019 Age 63</p>	<ul style="list-style-type: none"> - Master of Engineering, Electric Power, Rensselaer Polytechnic Institute, Troy, New York, USA - Bachelor of Electrical Engineering (Electrical Power), Faculty of Engineering, Chulalongkorn University - Certificate Program The Capital Market College (SCB) Class 17 - Certificate Program Thailand and ASEAN Economic Community, Class 2, King Prajadhipok's Institute - Training courses Assessor Course ISO/IEC 17025, Thai Industrial Standards Institute, Ministry of industry - Training courses (Calibration and Traceability of Measurement, Institute of Metrology - APLAC workshop on Measurement Uncertainty, Hong Kong Special Administrative Region of the People's Republic of China - Thammasat University Management Development for Organization Transformation Training Program <u>Doing for society and country</u> - Qualified Committee on the National Standards Committee - Advisor and Subcommittee for Knowledge Testing Electrical Engineering Council of Engineers - Subcommittee set up standards for electrical and mechanical products, Thai Industrial Standards Institute Ministry of industry 	<p>0.00%</p>	<ul style="list-style-type: none"> • 2019 - Present <ul style="list-style-type: none"> - Audit Committee Tirathai Public Company Limited • 2018 - Present <ul style="list-style-type: none"> - Independent Committee Tirathai Public Company Limited • 2014 - 2016 <ul style="list-style-type: none"> - Governor of the Metropolitan Electricity Authority Metropolitan Electricity Authority • 2011 - 2014 <ul style="list-style-type: none"> - Executive 13 Deputy Governor, Corporate Administration Metropolitan Electricity Authority • 2010 - 2011 <ul style="list-style-type: none"> - Executive 12, Assistant Governor of Service Distribution System Metropolitan Electricity Authority • 2008 - 2010 <ul style="list-style-type: none"> - Executive 11, Director of Design and Control Department Metropolitan Electricity Authority • 2007 - 2008 <ul style="list-style-type: none"> - Executive 10, Assistant Director of Design and Control Department Metropolitan Electricity Authority • 2005 - 2007 <ul style="list-style-type: none"> - Executive 10, Director of the Electrical Equipment Division, Research and Development Division Metropolitan Electricity Authority

Events Calendar 2019



ing the entire electrical system of the country and the Asian Power Grid.

Tirathai takes 32 years since its founding in the transformer business has set goals of increasing capacity in each decade from transformers for distribution systems of the voltage of 33 kV, 132 kV, 230 kV and 525 kV.

On the path to business, must encounter many obstacles but we were able to pass through. With the determination of the Tirathai team that intends to create transformers under the "Thai brand" with courtesy and support from everyone who agree that our country must have high voltage technology to support national development with the brains and the capabilities of Thai people to have sustainable stability.

EGAT promotes Thai industry

Another success of the Thai transformer industry, Tirathai produced a 333.33MVA transformer with a voltage level of 525 kV.

March 4, 2019 is one of an important day of the Thai transformer industry. The Electricity Generating Authority of Thailand by Mr. Viboon Rerksirathai, the Governor, and Tirathai Public Company Limited by Mr. Sumpun Vongphan, Managing Director signed contract number S100664-3161-TIEC-TX-04 to purchase a 333.33 MVA 500 kV power transformer with a total value of approximately 270 million baht for the Power Transmission System Improvement project. The project covers the Northeast region, Lower Northern, Central region, and Bangkok area to strengthen the electrical system at the headquarters of the Electricity Generating Authority of Thailand

Transformer industry in Thailand is considering as the most prominent industry in Southeast Asia that capable of producing as replacement, having to rely on importing transformers from other countries and still producing and exporting to sell abroad.

Tirathai - The Thai transformer manufacturers are well aware that Thai people and Thai engineers have ample potential to produce large transformers with a voltage level of up to 525 kV. Therefore, the company's goal is to become a transformer manufacturer that cover-

This success is a success of Thai electrical engineers that if there is no senior person in the electrical industry, the Electric governor as well as the officials of the Electricity Generating Authority of Thailand, the Metropolitan Electricity Authority and Provincial Electricity Authority including all the benefactors' support, Tirathai would be hard to succeed as of today.

Tirathai would like to take this opportunity to thank you very much here.

Thai Transformer Industry will be stable, creating wealth for the Thai nation to be sustainable, the government, state enterprises and Thai people; we must support the use of transformers of Thai people.



Events Calendar 2019

Tirathai deliver light and wisdom for Thai society

Tirathai open the world to students of all institutions to watch closely the production process of transformers for practical learning to build more understanding from theoretical study in the classroom

On March 9, 2019, Asst. Prof. Pinit Jitjing leads the students at the Department of Electrical Engineering, Faculty of Engineering Rajamangala University of Technology Thanyaburi total 40 people to visit and see the production and test of power transformers at Tirathai

Tirathai proud to be a part of national education, a practical learning outside the classroom that helps strengthen the theoretical study in the university.



Tirathai would like to thank you honorable guests and all patron

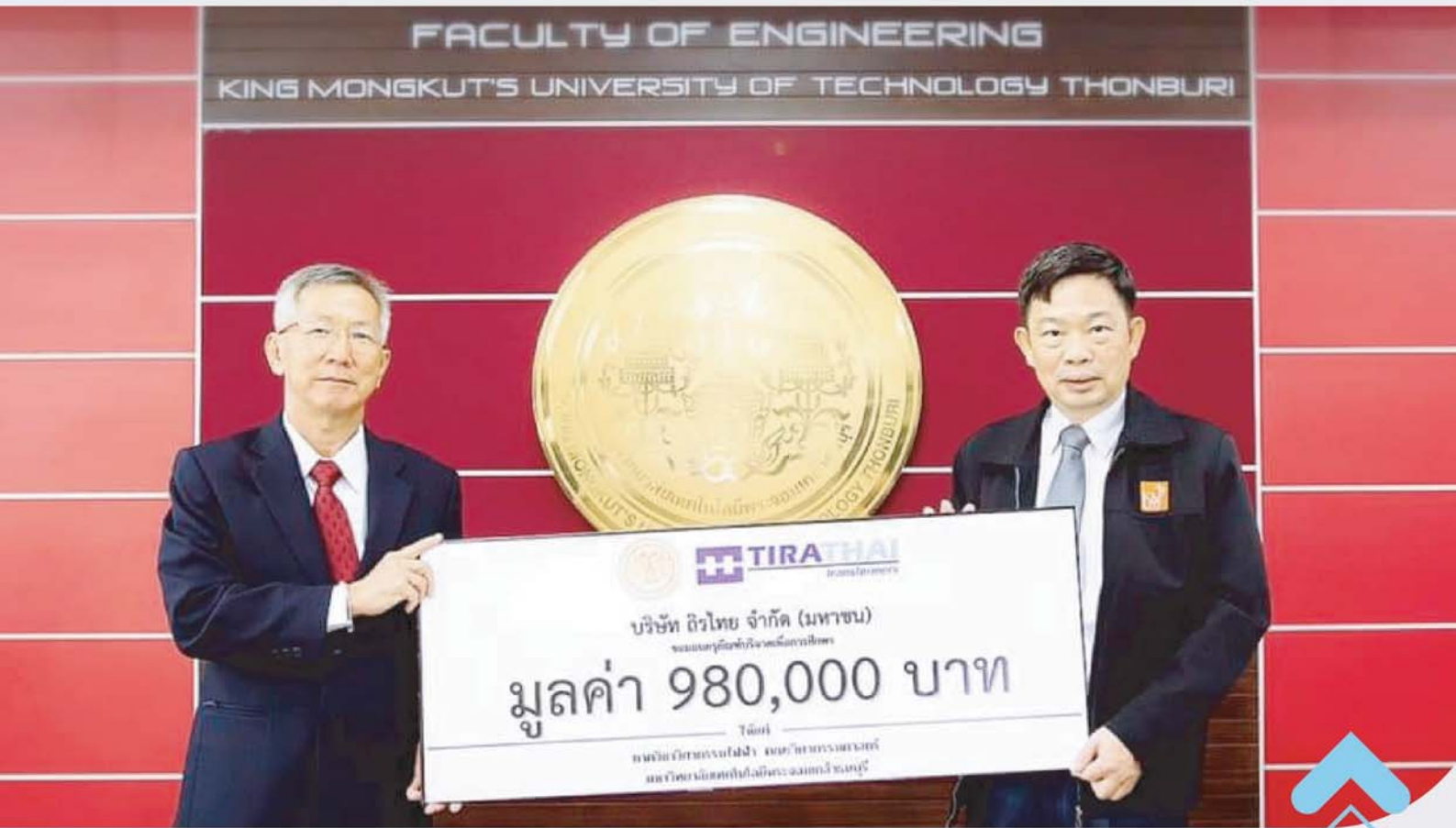
for taking the time to visit the booths of Tirathai Public Company Limited at the MAI FORUM 2019, the event for the synergy of the people of MAI 6 Under the theme "20 years, MAI grow together, create sustainably". Meet the booths displaying products and services of more than 100 companies in MAI. Listen to seminars from leading gurus throughout the event, Saturday 13 July 2019 10.00-19.00 hrs. on the 22nd, floor of the Bangkok Convention Center, Centara Grand at Central World Hotel.



Tirathai would like to thank you all shareholders

Tirathai Public Company Limited has well organized the Annual General Meeting of Shareholders for the year 2019 on April 24, 2019 at 10:00 am at Srinakarin Room 1, Floor 1, Dusit Princess Srinakarin Hotel.

Events Calendar 2019



Tirathai would like to fulfill the national education

Learning to be a good engineer with knowledgeable and capable, in addition to learning theory in the classroom. One important thing is that the students have to receive practical training from the real work experiment. Sometimes, laboratories for practical studies often have insufficient tools or equipment for the purpose of testing and research.

On 20 March 2019, Tirathai Public Company Limited by Mr. Ouichai Siriwajana, Managing Director of Sales, contributed the transformers to Prof. Dr. Chai Jaturapitakkul, Dean of the Faculty of Engineering, King Mongkut's University of Technology Thonburi, Assistant Professor Dr. Supakit Chotigo, Head of the Department of Electrical Engineering and Professor Bunnua Pungsiri for use in educational activities in teaching and research for the Department of Electrical Engineering.



Tirathai would like to thank you honorable and patron

for taking the time to visit Tirathai Public Company Limited booth at TEMCA FORUM EXHIBITION 2019, Pattaya, held on 23-24 August 2019 at Peach Convention Center Royal Cliff Hotels Group Pattaya

Events Calendar 2019



Tirathai would like to thank you honorable guests and patron

for taking the time to visit Tirathai Public Company Limited booth at IEEE PES GTD ASIA 2019, Conference & Exposition in electricity and energy held on 19-23 March 2019 at BITEC Bangna.

Tirathai - Thai power transformer manufacturers is capable of producing transformers covering all ASIAN POWER GRID electrical systems, namely 333 MVA, 525 kV voltage, delivered to install in more than 30 countries under Thai own trademark.

Tirathai sincerely hope to be part of the development of Supply electric power Enhance system and stability both in our country of Thailand and ASEAN countries to be stronger, stable, growing even further.

Innovation - Motor Starting

On March 27, 2019, Mr. Apichat Wathanaudomchai, Director of Electrical Machinery, Royal Irrigation Department, led a group of 12 engineers to visit the production of Tirathai transformers.

Meanwhile, Assistant Professor Dr. Itsda Boonyaroonat, Department of Electrical Engineering Faculty of Engineering King Mongkut's University of Technology Thonburi gave a lecture on Motor Starting Solution, using techniques to reduce the motor starting current by reducing the voltage together with the reactive power compensation. This is innovation arising from the collaboration between research and development of Power Quality Team Co., Ltd. and Tirathai Public Company Limited. The collaboration on research and development of a 1,400 kW motor starter with a voltage of 6,600 V is for use in pumping water in the Lignite Mine, Mae Moh, Lampang Station of the Electricity Generating Authority of Thailand, which has been very successful.

Tirathai is proud to create innovations, new product in response to Thai industries.



Events Calendar 2019

Tirathai would like to be part of creating peace in 3 southern border provinces

On April 4, 2019, Assistant Professor Dr. Rotsukon Sangmanee, Chancellor of Princess of Naradhiwas University and Mr. Sumpan Vongphan, Managing Director of Tirathai Public Company Limited, signed the memorandum of Understanding to improve educational quality at Tirathai. Tirathai Thai Public Company Limited and Faculty of Engineering, Princess of Naradhiwas University will join hands to utilize the potential of both departments in promoting and supporting education. Providing opportunities for learners in Narathiwat and southern border provinces, enhancing and developing higher education in engineering. Tirathai provides the following supports.

- Guidance and knowledge for establishing a high voltage electrical engineering laboratory
- Joint research work with the Faculty of Engineering
- Accepting students for cooperative education programs and students for internships
- Supporting equipment, testing tools and measuring tools to install in the use of high voltage electricity for laboratory studies in high voltage electricity

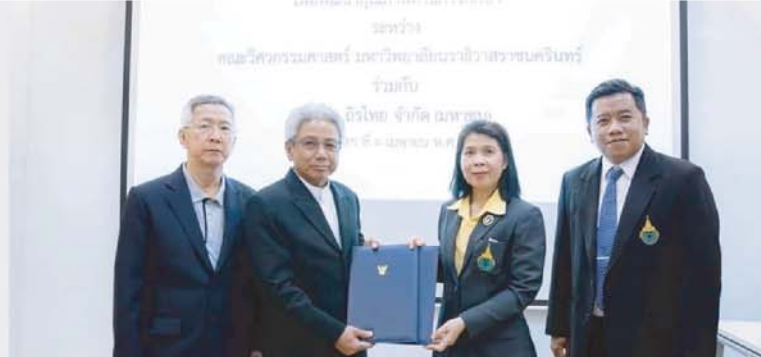
Note:

Princess of Naradhiwas University is a public university, located in Narathiwat Province, in the area of three southern border provinces. In order to provide opportunities for youth in Narathiwat and nearby provinces of which most of them are Muslims to have the opportunity to enter into higher education. These will affect the development of politics, economy, society and quality of life of the population to have a better standard of living.

Tirathai - Transformer manufacturers of Thai people is very pleased to support this important mission at the best of our ability to achieve the stated objectives.

Tirathai would like to be one of the Thai industry that promotes the country's electric power industry to have sustainable security

On 7 June 2019, the Federation of Thai Industries, The Trade and Investment Promotion Division led by Mr. Pitak Srisakonkit, Mr. Chayut Sripian, Mr. Songpol Bampensanti, Mr. Nawat Thanyapitnan, the committee of the promotion with 30 members of the council visit the business operation and observe the production of transformers at Tirathai. Mr. Sumpan Vongphan, Managing Director welcome and Mr. Ouichai Siriwanjana gave a briefing and a



tour of the production of transformers both electric power systems and distribution.

Tirathai would like to thank you the Federation of Thai Industries very much for organizing this activity to bring members to visit and expect that all of them would receive reasonable benefits.

Events Calendar 2019



You are invite to watch the "Kla Long Kla Lui"

by Mr. Tonkla Chai-anan will take everyone to watch behind the scenes of the production of transformers at "Tirathai" aired on 3-4 July 2019.

"Kla Long Kla Lui": Duel the Transformer Factory, Part 1, broadcast on July 3, 2019

@ <https://news.ch7.com/detail/350126?refid=line>

"Kla Long Kla Lui": Duel the Transformer Factory, Part 2 aired on July 4, 2019

@ <https://news.ch7.com/detail/350345?refid=line>
Tirathai - Thai citizenship transformer for Thais.

New breed engineer must learn theory along with practice

On 24 July 2019, faculty and students From "Don Bosco Technology College", total 81 people came to observation study the transformer production at "Tirathai" Students from Don Bosco come to observation study annually. Students are observing with interest, always asked

questions in order to put knowledge into practice "Don Bosco" is an industrial engineering college that focuses on theoretical studies along with practice for orphaned and needy students without collecting tuition fees. The college started in 2489 until today is over 70 years.

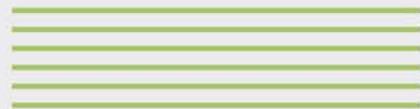


Events Calendar 2019



Knowledge that does not blocked, 27 August 2019

Professor Bunnuea Peungsiri, Department of Electrical Engineering King Mongkut's University of Technology Thonburi led 4th year students who do Project to renovate the High Voltage Lab to study the High Voltage Test Laboratory at Tirathai to use the information to improve the Lab used for teaching and learning.



EGAT visited Tirathai

On 3 September 2019, Mr. Bancha Petkaewkul Director of Transmission System Asset Management Department (OrSo), Electricity Generating Authority of Thailand led the management team in the department to visit and see the production of power transformers at Tirathai.

Electricity Generating Authority of Thailand is a government agency that supports the domestic transformer industry developing transformer industry progress to reach the highest capabilities in Southeast Asia.

Tirathai Thai transformer manufacturers would like to thank you EGAT for encouraging Tirathai to have the capability to produce 333 MVA transformers at 525 kV today.

Thailand's industry will develop and advance comparable to civilized countries, the government must promote and support for the use of Thailand.



Received the award of Green Industry Level 4 (Green Culture Factory 3)

Mrs. Sunan Santichotinan received the Green Industry Award Level 4 (Green Culture Factory 3) from Mr. Thongchai Chavalitphichet, Director-General of the Department of Industrial Works. (Representative of the Minister of Industry) on 5 September 2019 at the Makanrangsarn Room, Army Club (Vibhavadi)



MEA Promote Thai Industry

On September 16, 2019, Mr. Kirapat Jiamset, Governor of Metropolitan Electricity Authority and Mr. Sumpun Vongphan, Managing Director of Tirathai Public Company Limited, signed the contract no. MP2-8975-CGE for CSP transformers (Completely Self Protected Type) 3 phases 4 lines 50 Hz 225 kVA of 715 sets, worth approximately 418 million baht.

Metropolitan Electricity Authority is a state-owned enterprise that always support and use domestic products all along. MEA has promoted and supports the use of 300

MVA Tirathai transformers with a voltage of 230 kV, which is the largest transformer and maximum voltage system and produced domestically since 2008 by installing and using at Chidlom Power Station

Currently, Thailand's transformer industry is the most progressive development in Southeast Asia. This industry substitutes imports from foreign countries and can also be manufactured and exported to other countries Thai industry will develop and advance, the government must promote and support for the use of Thailand.

Events Calendar 2019



requesting support for using transformers Equipment and measuring equipment and tools from testing laboratories for this study

Tirathai is happy to support and proud to be a part of the success of the these students



Open the world of learning at Tirathai

Engineering Lat Krabang Observation Study of production at Tirathai from theory in the classroom to practice in the factory

On September 19, Professor Natthaphan Boonchu led the 4th year students of the Department of Electrical Engineering, Faculty of Engineering King Mongkut's Institute of Technology Ladkrabang, total 18 people, came to observe the production of transformers, both distribution transformers and power systems from the first step to the testing phase

The objective is to use data for project in order to use artificial intelligence to search for transformer faults both Oil type and Dry type Cast Resin transformers and

Tirathai is fulfilling national education

On 2 October 2019, Associate Professor Dr. Woranuch Chaengsawang, Vice President of Phranakorn Rajabhat University led the 3rd. year students Bachelor of Engineering Program Energy Engineering, total 20 people to visit the production and test of electric transformers at Tirathai

Tirathai intends to be a source of learning outside the institution, fulfilling the theoretical study in the classroom for students to experience the real work to understand the lessons more. The company is therefore always providing an opportunity for students to closely study and learn the production of transformers

Tirathai - more than electrical energy is the Thai transformer.

Tirathai is fulfilling national education

Tirathai intends to be a source of learning outside the institution, fulfilling the theoretical study in the classroom for students to experience the real work to understand the lessons more. The company is therefore always providing an opportunity for students to closely study and learn the production of transformers

On 22 October 2019, Asst. Prof. Dr. Weerapun Rungseewijitprapa led the 2nd year students from the Department of Electrical Engineering, Faculty of Engineering Chulalongkorn University, total 40 people to visit and watch the production and test of power transformers at Tirathai



Events Calendar 2019

Strengthen intelligence - Made in Thailand

On 7 November 2019, Assistant Professor Dr. Noppadon Wivatchagosas, Head of the Department of Electrical and Computer Engineering Faculty of Engineering King Mongkut's University of Technology North Bangkok came to visit Tirathai and provide knowledge, suggestions for the development of transformers to be Smart Transformers

Tirathai would like to this opportunity to say thank you very much.

Tirathai is fulfilling national education

On 8 November 2019, Assistant Professor Dr. Supakit Chotigo led 4th year students from the Department of Electrical Engineering. Faculty of Engineering King Mongkut's University of Technology Thonburi, total 10 people came to visit the production and testing of power transformers at Tirathai

PEA Visit TRT – Proudly Thai Made

On 2 December 2019, Dr. Somchai Songsiri, Engineering Director, Mr. Thanakrit Butchan, Deputy Director of Meter and Transformer Systems Provincial Electricity Authority and the Faculty of Engineers Came to visit to see the production of transformers, distribution systems and power systems at Tirathai PLC.

Tirathai would like to thank you for receiving many suggestions to improve the product and quality of transformers in order to meet future PEA needs.

Combining the creative power of the education sector and the industrial sector in Thailand

On Wednesday 11 December 2019, Tirathai Public Company Limited welcomed the Asst. Prof. Dr. Nophadon Wiwacharagoses, Head of the Department of Electrical and Computer Engineering (ECE), Faculty of Engineering. King Mongkut's University of Technology North Bangkok (KMUT-NB) and Asst. Prof. Dr. Pisit Liutanakul who participated in the research and education collaboration with Tirathai Public Company Limited for development. Of students in response to the needs of the transformer industry in Thailand

Tirathai Public Company Limited is very pleased to be a part of the support of education in the country. We would like to take this opportunity to thank the professors very much.



VISION & MISSION

VISION

To be a leading transformer manufacturer, distributor and comprehensive services provider in Asia and Oceania and to seek opportunities of joint venture in related to energy business. These will be supporting by quality performance serving customer's demand on the basis of corporate good governance and social responsibility.

MISSION

BUSINESS

- To utilize technical expertise to collaborate with customers in order to design and manufacture transformers of quality suitable for their system and nature of work. Also to develop a complete range of service system to support customers' electrical system maintenance.
- To expand the market structure covering countries in Asia and Oceania.
- To increase distribution channels of energy generating and distributing equipment and to enter joint ventures in energy generating system projects.

CUSTOMER

- To serve customers' need by focusing on quality, reasonable price, in time delivery and good service.
- To be strongly intent on being the first choice of customers at any time when they demand transformer products and services.

HUMAN RESOURCES

- To encourage, develop and retain people to obtain their expertise and to build up their spirits of Teamwork, Quality, Integrity and Customer focus.

CORPORATE GOVERNANCE

- To have credibility to the shareholders and treat all stakeholders with fairness.

CORPORATE SOCIAL RESPONSIBILITY

- To be a good member of the society and perform business with responsible concern for the public.

Note: Vision created on 9 February 2010
Mission created on 31 March 2010



Major Shareholders and Dividend Policy

List of the top 10 shareholders and shareholding proportion, share distribution report and list of major shareholders as of 31 December 2019

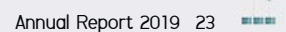
Major Shareholders		Number of Shares	% Shares
1.Mr. Sumpun	Vongphan	40,109,927	13.02%
2.CGS-CIMB SECURITIES (SINGAPORE) PTE., LTD		23,834,870	7.74%
3.Mr. Wiboon	Wongserbchart	11,277,100	3.66%
4.Mr. Sutthisak	Mahitthivanicha	8,878,000	2.88%
5.Mr. Charuvit	Suanmalee	8,521,014	2.77%
6.Mrs. Sunan	Santichotinan	6,991,809	2.27%
7.Mr. Somchai	Patpai	6,315,650	2.05%
8.Mr. Kanta	Vongphan	5,587,743	1.81%
9.Mr. Upakrom	Thaweephoke	5,488,558	1.78%
10.Mr. Somchai	Sukjitnittayakarn	5,351,940	1.74%
Other Shareholders		185,651,661	60.28%
Total		308,008,272	100%

Note: The number 1, 5, 6 and 9 shareholders are the Executives and Directors of the company.
The number 2 is a foreign corporation as a custodian of Mr. Tai Chong Yih, a director of the company

Dividend Policy

The company has a policy to pay dividends at the rate of not less than 50% of the net profit after corporate income tax and legal reserve. However, the dividend payment must approve by the shareholders' resolution at the AGM.

Organization Chart as of 31 December 2019



Management

Management Structure

The structure of the company's committees consists of 4 committees, which are Board of Directors, Audit Committee, Nominating Committee, and Executive Committee, whose names and scope of authority are as follows:

Board of Directors

As of December 31, 2019, the Board of Directors consists of 10 members; each of them shall assume the office for a term of three years:

Name	Position	Term to end by
1. Mr. Sumpan Vongphan	Vice Chairman	28/4/2021
2. Mr. Upakrom Thaweephoke	Director	28/4/2022
3. Mr. Charuvit Suanmalee	Director	28/4/2020
4. Mr. Ouichai Siriwanjana	Director	28/4/2022
5. Mr. Ampornrat Poolcharoen	Director	28/4/2021
6. Ms. Sunan Santichotinan	Director	28/4/2020
7. Mr. Tai Chong Yih	Director	28/4/2021
8. Mr. Annop Tagajarin	Independent Director / Chairman of the Audit Committee	28/4/2021
9. Mr. Singha Nikornpun	Independent Director/Audit Committee	28/4/2022
10. Mr. Somchai Rojrunvasinkul	Audit Committee	28/4/2022

By Ms. Atittaya Sangkaeo, Secretary to the Board of Directors

Authorized Directors

The authorized directors who sign to bind the Company are Mr. Sampan Vongphan; jointly signing with Mr. Upakrom Thaweephoke or Mr. Ampornrat Poolcharoen or Mr. Charuvit Suanmalee or Mr. Ouichai Siriwanjana or Mrs. Sunan Santichotinan, total 2 persons, with the company seal.

Scope of Authority of the Board of Directors

1. Operate the business of the company in accordance with the law, objectives and regulations of the company, as well as resolutions of the shareholders' meetings, with honesty, integrity, and carefully protect the interest of the Company

2. Make plans and determine policies on the business management of the Company, and audit the operating result of the Company

3. Stipulate rules and regulations of the Company

4. The Board of Directors may appoint the Executive Committee or authorize one or several director(s) or other person(s) to take any action(s) on behalf of the Committee, thus, within the scope of the authority of the Board of Directors; and shall be entitled to terminate, revoke, amend, or change such authority.

5. Consider and approve other significant businesses in connection with the Company, or as it deems appropriate to carry out those businesses for the benefits of the Company

Exception to the authority of the following actions, which will be taking only after receiving approval from the shareholders' meeting. Thus, any transactions which any director or parties who may have conflict of interests or being stakeholder(s) or may have conflict of interests in any other nature with the Company, the said director shall have no voting right over such transactions.

- Transactions require by law to receive resolutions from the shareholders' meeting such as the transfer or sales of business, increase of capital, merger, etc.

- Transactions in which any director is a stakeholder having conflict of interest within the scope of laws or regulations of the Stock Exchange of Thailand must get approval by the shareholders' meeting.

Audit Committee

As of December 31, 2019, the Audit Committee of the Company consists of three members; each of them shall assume the office for a term of three years:

Name	Position	Term to end by
1. Mr. Annop Tagajarin	Chairman of Audit Committee	28/2/2020
2. Mr. Singha Nikornpun	Audit Committee	28/2/2020
3. Mr. Somchai Rojrungvasinkul	Audit Committee	28/2/2020

By Mr. Thammarat Meetham, Secretary to the Audit Committee

Authority and duties of the Audit Committee

1. To review the Company's financial report to ensure that it is accurate and sufficient.
2. To review the Company's internal control system and internal audit system to ensure that they are appropriate and effective, to consider the independence of the internal audit department, as well as to approve the appointment, transfer and dismissal of the head of the internal audit department or any other department responsible for internal audit.
3. To review and ensure the company abide by laws and regulations of The Securities and Stock Exchange, The Stock Exchange of Thailand, as well as, rules or laws relating to the business of the company.
4. To consider, select, and appoint an external auditor of the Company, including recommendation of remuneration for the external auditor. In addition, to attend a meeting with the auditor without the presence of the management as least once a year.
5. To consider the Connected Transaction or transactions that may have conflicts of interest. To comply with the laws and regulations of the Stock Exchange of Thailand. To ensure that the aforementioned transaction is reasonable and to maximum the benefit of the Company.
6. To prepare the report of the Audit Committee and disclose in the Company's Annual Report. The report must be signing by the Chairman of the Audit Committee and should at least consist of the following:
 - (a) An opinion on the accuracy, completeness, and creditability of the Company's financial report,
 - (b) An opinion on the sufficiency of the Company's internal control system,
 - (c) An opinion on the compliance with the laws and regulations of The Securities and Exchange, and regulations of The Stock Exchange of Thailand or the laws relating to the Company's business,
 - (d) An opinion on the suitability of an auditor,
 - (e) An opinion on the transactions that may have conflicts of interest,
 - (f) The number of the Audit Committee meetings, and the attendance of each member of the audit committee,
 - (g) Overall opinion or observation about the Audit Committee performance of duties in accordance with the charter and,
 - (h) Other transactions, which the shareholders and general investors should know, within the scope of duties and responsibilities assigned by the company's board of directors
7. To perform any other duties as assigned by the company's board of director, with the approval of the Audit Committee.

Nominating Committee

As of December 31, 2019, the Nominating Committee of the Company consists of the following members; each of them shall assume the office for a term of one year:

Name	Position	Term to end by
1. Mr. Singha Nikornpun	Chairman of the Nominating Committee	28/2/2020
2. Mr. Charuvit Suanmalee	Nominating Committee	28/2/2020
3. Mr. Tai Chong YI	Nominating Committee	28/2/2020



Authority and duties of the Nominating Committee

1. Specify the qualifications of the Directors nomination in accordance with structure, size and composition of the Board as specified by the Board of Directors
2. Nominate and propose suitable candidates to be the directors for the Board of Directors' consideration

Executive Committee

As of December 31, 2019, the Executive Committee of the company consists of 5 members; each of them shall assume the office for a term of one year:

Name	Position	Term to end by
1. Mr. Sumpan Vongphan	Executive Chairman	28/2/2020
2. Mr. Upakrom Thaweephoke	Executive Director	28/2/2020
3. Mr. Charuvit Suanmalee	Executive Director	28/2/2020
4. Mr. Ouichai Siriwanjana	Executive Director	28/2/2020
5. Mr. Ampornrat Poolcharoen	Executive Director	28/2/2020

Authority and duties of the Executive Committee

1. Supervise the business operations of the company to be in accordance with business policies, business plans, and business strategies as approved by the Board of Directors
2. Authorize the expenses or payments related to the business operations or investment in new projects or new purchase or sale of fixed assets of the Company, loans, with the amount at a time not exceeding 200 million baht
3. Authorize the order confirmation, biddings, quotations, execution of contracts or loans, guarantees, or any juristic act in normal course of business operations of the Company, with the amount limit not exceeding 1,000 million baht
4. Define the structure of organization and management by covering the details of selection, training, employment, and dismissal of the employees
5. Determine the employees' benefits in accordance with circumstances, traditions, and the applicable law
6. Consider entering into contract of the Company and its subsidiary relating to finances, loans, and guarantees with the amount not exceeding 5 million baht each time
7. Consider each agenda prior to propose for approval from the Board of Directors
8. Suggest to the Board of Directors to consider approvals on business goals, business policies, business plans, business strategies, executive power, annual expenditure budget, and scope of authority and duties of the Managing Director
9. Perform other duties as each assigned by the Board of Directors
10. Supervise the business operations of the company in accordance with the law, objectives and regulations of the company, as well as resolutions of the shareholders' meetings

The above delegation of authority to the Executive Committee must be under the criteria of law, and rules and regulations of the company. In the case of any actions that have or may have benefits or interest of any Executive Committee or parties that may have conflicts (as per the Announcement of the Securities and Exchange Commission), the Executive Committee shall present the matter to the Board of Directors for further consideration. Whereas, such Executive Committee member and parties who may have conflicts shall have no voting right in the Board of Directors' Meeting.

The Management

As of December 31, 2019, the Management of the Company consists of 6 members, as follows:

Name	Position
1. Mr. Sumpan Vongphan	Managing Director
2. Mr. Yossagorn Burakamkowitz	Assistant Managing Director (CRM)
3. Mr. Upakrom Thaweephoke	Finance, Accounting and Information Technology Manager/Company Secretary
4. Mr. Ampornrat Poolcharoen	Production Manager
5. Mr. Ouichai Siriwanjana	Marketing Manager

Authority and duties of the Managing Director

1. Operate and manage the business operations of the company in accordance with the business policies, business plans, and business strategies, as approved by the Board of Directors
2. Authorize the expenses or payments according to project or investment or purchase or sale of fixed assets of the company, as approved by the Executive Committee
3. Authorize the general transaction expenses of the business operations of the company within the amount not exceeding 1.0 million baht each, exception to procurement of raw material, hiring subcontractors, and temporary employees in order to fulfill the contract
4. Authorize or assign any other person as the Managing Director may see fit to perform the duties on his behalf in matters as deems appropriate in accordance with the law, rules and regulations of the company
5. Perform other duties as assigned by the Board of Directors and/or by the Executive Committee on a case-by-case basis
6. Approve and authorize the engagement of agreement binding the general business operations of the company; whereas, the credit limit is in accordance with the approval authority and regulation, which have been considering by the Board of Directors; the total amount limit maybe adjusted as appropriate depending on the discretion of the Board of Directors

The above authorization to the Managing Director must comply with the rules and regulations of the company. In case of, the director who may have conflicts of interest or parties who have been in conflict with the Managing Director shall have no authorization to do so. The Managing Director must present the issue to the Board of Directors for further consideration.

Nomination of Directors and the Management

The selection of directors of the company is through the nomination process of the Nominating Committee. The Nominating Committee shall select candidates to assume the office of the Board of Directors by taking into the considerations of knowledge, abilities, and business-related experiences or may consider from the experienced major shareholders of the company. However, the appointment of new directors shall be considering by the Board of Directors' meeting attended by the Audit Committee.

In addition, the appointment of the Board of Directors shall pass by the resolution of the shareholders' meeting according to the Company's Regulations prescribing that the shareholders' meeting shall elect the directors according to the criteria and procedures, as follows:

- (a) One shareholder shall has a vote equal to one share per one vote
- (b) Each shareholder shall use all of his/her votes under (a) to elect one or several person(s) as directors without dividing any portions of his/her votes to any person
- (c) The persons who receives the most votes, in descending order, shall be electing as directors equal to the number of directors required at that time. In the event that persons who received votes in respective orders received equal votes and the number of directors exceeds the positions required, the Chairman shall have the casting vote.

At every Annual General Meeting (AGM), One-third of directors must be releasing from office. In case, the number of directors cannot be dividing into three parts, the approximate number nearest to one-third of the directors shall be releasing from office. Directors to be releasing from office in the first year and in the second year after the registration of the company will be selecting by drawing lots. Meanwhile, in the following years, directors who have been longest in office will be releasing from office. Retiring directors may be re-elected.

Criteria for Selection of Audit Committee/Independent Directors

The Audit Committee consists of three independent directors, with a 3-years term in office. The Company has a policy to nominate a member of the Audit Committee whose qualifications shall be as follows:

1. Hold shares not exceeding 1% of the paid-up capital of the company



2. Be a director who is not participate in the management of the company and its subsidiary companies
3. Be a director who is not an employee, staff member, or advisor receiving a regular salary from the company, subsidiary companies or major shareholders of the company.
4. Be a director who has no benefits of interest both direct or indirect stake in the financial and management of the company, Affiliated Company, or major shareholders of the company.
5. Be a director who has no interest or stakes in accordance with Section 4. Prior to the past 2 years, to be appointed as a member of the Audit Committee.
6. Be a director who is not a related person or a close relative of the management or major shareholders of the company.
7. Be a director that is not appointing as a representative to protect the interests of the company's directors, major shareholders or shareholders who are related persons to the major shareholders of the company.
8. Able to perform duties, provide opinions, or report the performance according to the duties assigned by the Board of Directors. Without being under the control of management or major shareholders of the company, including related persons or close relatives of such person.

In addition, the Company has considered other qualifications, such as experience, knowledge, expertise and ethics, to maximize benefit to the Company.

Nomination of the Management

The Board of Directors and the management comprehend the operations to ensure that the appropriate recruitment process for nomination of the top essential management are appropriately managed providing process and action plan under Concrete Human Resource Management Principles.

Remunerations of the Management

1. Monetary Remunerations

The remuneration approved by the Annual General Meeting of Shareholders for the year 2019 on April 24, 2019 is as follows:

1.1. Monthly remuneration and meeting allowance

Board	Monthly Remuneration (Baht per person)	Meeting Allowance (Baht per time) (Only directors who attended the meeting)
Board of Directors		
- Chairman of the Board	25,000	30,000
- Committee	10,000	15,000
Audit Committee		
- Chairman of the Audit Committee	10,000	30,000
- Audit Committee	5,000	15,000

1.2. Bonus

According to the resolutions of the Annual General Meeting of Shareholders for the year 2019, the approval of Bonus, including monthly remuneration and meeting allowance for the year 2019 are not exceeding 5.5 million baht

2. Other compensation or benefits

-None-

Remunerations of the Board of Directors and Audit Committee

Name	2018			2019		
	Remuneration	Meeting Allowance	Bonus	Remuneration	Meeting Allowance	Bonus
1. Dr. Pisit Leehtam	420,000**	270,000	340,000	245,000	180,000	-
2. Mr. Sumpun Vongphan	540,000**	75,000	170,000	540,000	105,000	186,500
3. Mr. Upakrom Thaweephoke	180,000**	75,000	170,000	180,000	105,000	186,500
4. Mr. Ampornrat Poolcharoen	180,000**	75,000	170,000	180,000	105,000	186,500
5. Mr. Charuvit Suanmalee	180,000**	75,000	170,000	180,000	90,000	186,500
6. Mr. Ouichai Siriwanjana	180,000**	75,000	170,000	180,000	105,000	186,500
7. Ms. Sunan Santichotinan	120,000	75,000	170,000	120,000	105,000	186,500
8. Mr. Tai Chong Yih	120,000	75,000	170,000	120,000	105,000	186,500
9. Mr. Annap Tegajarin	180,000*	-	-	205,000	180,000	186,500
10. Mr. Singha Nikornpun	171,500*	120,000	170,000	180,000	165,000	186,500
11. Mr. Somchai Rojrungrasinkul	103,000	30,000	170,000	145,000	105,000	186,500
Total	2,374,500	945,000	1,870,000	2,275,000	1,350,000	1,865,000

*Inclusive of Total remuneration as Audit Committee

**Inclusive Total remuneration as Executive Director Approved at the Board of Directors Meeting No. 1/2019

***The Annual General Meeting of Shareholders for the year 2019 resolved to approve the directors' remuneration, bonus and meeting allowance for the year 2019 not exceeding 5.5 million baht.

Remunerations of the Management

1. Monetary remuneration

Remunerations	2018		2019	
	No. of person	Remunerations (baht)	No. of person	Remunerations (baht)
Total Remunerations*	7	19,943,232.00	6	19,096,168
Total Bonus	7	-	6	-
Total	7	19,943,232.00	6	19,096,168

2. Other compensation or benefits

- 2.1. Car to facilitate the execution of duty
- 2.2. Gasoline Allowance for actual duty but not exceeding 10,000 baht / person / month
- 2.3. Annual Health Checkup
- 2.4. Life insurance, Health insurance, Accident insurance



Corporate Governance

The company realizes the importance of good corporate governance and stipulate as guideline for the code of conduct in the business ethics to ensure transparency in the operations of employees at all levels. The Company's management has impelled the establishment of corporate governance culture as a foundation of sustainable growth and generation of added value to all stakeholders (please see further information in Form 56-1)

Corporate Governance Policy

To achieve the Company's objectives of business operation; to create responsibilities for performance of work according to the duties; to generate honesty-based transparency; to increase sustainable business competitiveness; and to increase the confidence of stakeholders, the Board of Directors has determined its corporate governance policy, as follows:

1. Operate the business with transparency and accountability; and disclose sufficient information for all stakeholders
2. Manage the Company's businesses at its full capabilities with care to maximum benefits for shareholders
3. Provide risk management and control system by operating the Company's businesses with reasonable care; evaluate risks and determine strategies for correction and monitoring of risk management on a regular basis
4. Provide equal and fair treatment to all shareholders and stakeholders
5. Clearly establish the structure of roles, duties, and responsibilities of each group of directors
6. Oversee and support the management and all employees to perform their duties in operating business ethically and righteously

The company was listed on the MAI Stock Exchange on May 10th, 2006; whereas, the Board of Directors and executives of the Company has its policy to operate businesses with transparency, to adhere to the principle of merit, and to comply with the law and the corporate governance policy of the Company. Therefore, the Company has implemented its corporate governance policy practices for the purposes of transparency and accountability; and has been disclosed sufficient information to all related parties. The Company has reported the result of implementation of its good corporate governance policy in 2019 according to the principle of good corporate governance of listed companies as follows:

Section 1 Right of Shareholders

The Board of Directors has prioritized the right of shareholders; and the company has implemented the policy of corporate governance by taking into account the rights of shareholders as follows:

Structure of Shareholders

The company has organized clear and transparent structure of shareholding between the company and its subsidiaries; and has disclosed the names, numbers and shareholding ratios of major shareholders of the Company and its subsidiaries in Form 56-1 and the Annual Report.

Encouragement on the Exercise of Shareholders' Rights

The company has practical procedures to maintain and protect the rights of shareholders. The company has determined the Good Corporate Governance policy with respect to the rights of shareholders and encouraging shareholders to exercise the basic rights and their fundamental rights after the trading of securities, rights to receive dividend, supervising the coordination between shareholders and the Registrar of Thailand Securities Depository Co., Ltd. (TSD). The company has providing a responsible department to handle inquiries and to facilitate shareholders regarding the registration; the company has support the active roles of shareholders in the shareholders' meetings, including the right to attend the meeting, the right to vote, and the expression of opinions so that shareholders will have active participation in considering the crucial matters. In addition, the company has policy to facilitate and encourage the shareholders and institutional investors to attend the shareholders' meeting.

Facilitation the exercise of rights to attend the meeting and support the voting right of shareholders

The company facilitates the shareholders to attend the meeting and fully exercise their rights the voting right in meetings and has refrained from any actions, which may impair their opportunities to attend meetings; and has managed to

promote the exercise of rights of shareholders before, during, and after the date of shareholders' meetings. These adhere in compliance with principles and guidelines specified in "AGM Checklist", prescribed by the Thai Investors Association, the Listed Companies Association, and the Securities and Exchange Commission by which, the company has been evaluated the arrangement of AGM 2019 at the level of 92%.

Section 2 Equitable Treatment of Shareholders

The company takes into account the equality among all groups of shareholders and allow the shareholders to have opportunities to participate in its administration of work; and promote the mechanism for the check and balance and audit of the company's operations, in which the principles of equitable treatment for shareholders are as follows:

Shareholders Meeting

The company realizes that shareholders' meeting is one channel that shareholders can exercise their rights to audit and control the operations of the company; therefore, the company has created the supportive environment of shareholders' meeting so that shareholders shall have an opportunity to exercise their rights and to receive equal treatment. In the year 2019, the company has convened shareholders' meeting (AGM) on April 24, 2019, whereas, the Board of Directors has supervised the arrangement of shareholders' meeting and has invited all shareholders, and has notified them of the date, time, venue, as well as agenda of the meeting. The Board of Directors has duly convened the shareholders' meeting within adequate time and has promoted the equal opportunities for inquiries, expression of opinions, and recommendations to all shareholders. In addition, the company has kept the approved minutes of shareholders' meeting systematically for easy and convenient accesses.

Provision of the Prevention and Monitoring System the Use of Internal Information

The Board of Directors give the priority to the provision of protection system and monitor the use of internal information, to prevent from exploiting the inside information for the benefits of inside trading of securities; and has specifying guidelines for keeping and prevention the use of internal information, which shall be strictly abided by the entire organization.

In addition, the directors and executives have recognized the obligations and responsibility to prepare and disclose the report on the holding of the company's securities to the Office of Securities and Exchange Commission, in accordance with Section 59 of the Securities and Exchange Act B.E. 2535.

Section 3 Awareness of the Role of Stakeholders

The Board of Directors are aware of rights and roles of inside and outside stakeholders and prescribes the company's mission to become a credible organization that provides maximum benefits to stakeholders. The company has established the written policy and ethical standards on fair treatment to stakeholders to be complying with by the Board of Directors and employees at all levels.

The Board of Directors recognize the importance of the rights of all groups of relevant stakeholders through the "Core Value" Project, which consists of TQIC (Teamwork, Quality, Integrity and Customer Focus). Based on the collaboration of executives and employees at all levels through the processing of opinions, inventing from the identity of the people within the organization for practical implementation. The values of this organization clearly communicate to all employees at all levels for mutual understanding. In addition, the corporate values are using to select new employees and outline new employees to understand the company's business practices.

The Board of Directors and senior executives are confident that the organizational values and culture determined by the needs and directions of the personnel in the organization will lead to practical implementation and embedding good conscience, which is in line with the company's businesses ethics. The company emphasize the transparency and morality of all groups of related parties, which leads to the achievement of the organization's goals. This is one of the mechanism to protect the rights and interests of all groups of stakeholders at the same time. Therefore, it can be trust that the company pays equal attention to all groups of shareholders, stakeholders, employees, business partners and creditors, customers, competitors, communities, society and the environment. In addition, the following procedures have been defining, which include the rights and benefits that the interested parties should receive as follows:



Shareholders

The company has a policy to protect the rights of shareholders in terms of receiving information, rights to vote, rights to receive fair treatment that the shareholders should have including the continuous satisfactorily operating results of the company in order to add value to shareholders without complicate and cross shareholding. The company also has policy for all of the shareholders to communicate freely among themselves and do not neglect to disclose any significant conditions in the Shareholders Agreement, which has the significant impact to the company, or any other shareholders (if any).

For the measures to approve the connected transaction performed by the Audit Committee in terms of legality, regulatory and reasonable as well as to the maximum benefit of the company prior to proposing to the board of directors for consideration and approval. Directors with related interests will abstain from voting on approving the said transaction, including overseeing connected transactions, the acquisition and disposal of assets to be in strict accordance with the rules set by the Stock Exchange of Thailand.

Employees

The company considers employees as one of the factors for the success of the organization and commits to develop various aspects to become a learning organization, strengthen culture and promotes teamwork. The company provides reasonable returns in line with short-terms such as Bonus and long-terms such as Provident Funds according to the company operation in comparison with the same market and industry. At the same time, the company provides legitimate benefits such as social security, compensation fund, first aid, and company welfare such as group life insurance, Accidental insurance and accidental organ loss and health insurance, Provident Fund Savings and Credit Cooperatives, cash for funeral assistance, Shuttle Bus. Etc.

The company also has a system for Occupational Health and Safety at work OHSAS 18001 to look after the health and safety of employees, as well as to focus on the development of employees' ability, knowledge transfer, welcoming employees' opinions and suggestions by means of establishing core values, and adhere to integrity as part of the corporate culture.

Business Partners and Creditors

The company has a policy of fair treatments to business partners and creditors especially in the fair selection of trade partners, Suppliers evaluation, and Price comparison process etc. in compliance with legal, strictly honoring trade terms as mutually agreed upon, in compliance with the law, commercial conditions and business ethics. The fair practices include the borrowing of money from creditors and repayments of debts, modification of terms and conditions of guarantees for the company to be able to operate business flexibly. With less collateral, including capital management, the company maintains a strong debt-to-equity ratio to be able to support future business growth. In the previous year, the company had no disputes with its business partners or creditors.

Customers

The company takes good care and responsible to customers by producing quality and standard products, respond to customers' needs very well by focusing on the quality of the product and service with reasonable price, and deliver products on time. If there are obstacles preventing the product from being delivering as required, the company notifies customers in advance in order to find solutions.

Competitors

The company has complied with the framework of fair competitions to maintain the norms of competition regulations, whereas, in the previous year, the company had no disputes with its commercial competitors.

Communities, Society, and Environment

The company pays great attention to environmental protection by being responsible and preventive any potential environmental impacts to communities and society. According to implementation of the aforementioned policy, the company has been accrediting with ISO 14001 Standard environmental certification in 2006 and the TIS/OHSAS 18001 Occupational Health and Safety Management standard management from the Management system Certificate Institution (Thailand) (MASCI) on 11 September 2009.

Whistleblower Policy

The Board of Directors arranges notification of complaints, incidence or suggestions from interested parties affected by the operations of the company, both through electronic mail and letters. The Shareholders and stakeholders can provide clues in the event of a violation of the law or the regulations of a person or an event that may cause damage to the company to the attention of the Board of Directors. The company keeps such information confidential in order to prevent the whistleblower to suffer from any trouble. The company has guidelines to protect the rights of interested parties that are affecting from the result of the violation of the rights of business operations of the company. The consideration for compensation of damages will be not less than the rate required by law. The incidence, grievance or suggestion via the following channels:

1. Electronic Mail:

- Chairman of the Audit Committee: annopt55@gmail.com
- Chairman of the Executive Board: sumpan@tirathai.co.th
- Executive Committee: upakrom@tirathai.co.th
- Executive Committee: amporntat@tirathai.co.th
- Human Resource Administrative Office Manager: sunan.s@tirathai.co.th

2. Red Box Clue Notifying locate at the walkway up the office building, Human Resource Division

3. Post Mail Attention to: Chairman of the Audit Committee or Company Secretary Office

Tirathai Public Company Limited
516/1 Moo 4 Bangpoo Industrial Estate Soi 8 D
Sukhumvit Road, T. Praksa, A. Muang
Samutprakran 10280
Tel: (+66)2 – 769-7699

Section 4 Disclosure of Information and Transparency

The company is aware of the disclosure of information that are accurate, complete, sufficient, reliable, timely, and transparent, including financial and non-financial data of the company allowing all stakeholders to conveniently access information and receive information equally. For transparency disclosure of information within the organization, the company has organized meetings between executives and employees from department heads to acknowledge the directions and the company's business operations as well as convey the policy to those in the chain of commands and to provide channels for employees' knowledge sharing. For the disclosure of information outside the organization, the company has complied with the Requirements of the Stock Exchange of Thailand (SET) and has disclosed the information in both Thai and English languages through SET channels and the company's website.

The Board of Directors prioritize importance to the quality of financial statements and accuracy of information given therein in accordance with the accounting standards. The company has supervised the preparation of financial reports for audit by an independent auditor and by the Audit Committee. The Board of Directors has prepared a report of the responsibility of the financial statements in the Annual Report.

In addition, in the year 2019, the company has given importance to the publicity of the company's overall performance and the progress of the company's operations through the Opportunity Day activities and the media regularly to provide another channel for distribution of the company's information to the public.

Relationship with Investors

The company has established the Investor Relations Section as a direct channel to communicate with shareholders, Individual and institutional investors, analysts, and other related parties such as the Stock Exchange of Thailand and Office of the Securities and Exchange Commission. For legal compliance with the law and regulations, the company has prepared the investor relations work plans throughout the year. The senior officers of the company and the Investor Relations Section have opportunities to provide information on business activities; provided that shareholders, investors, analysts, and interest persons may directly contact the Investor Relations Section: Mrs. Chadapa Tantitanatat or Ms. Atittaya Sangkaeo at Tel.(+66)2-769-7699 Ext.1220 or email: ir@tirathai.co.th



Section 5 Responsibilities of the Board of Directors

Structure of the Board of Directors

The Board of Directors regards as the backbone of good corporate governance, which must consist of people with knowledgeable, expertise, and experience that can benefit the company operations. Over a half of the Board of Directors of the company are composed of knowledgeable people and direct experience in transformer business management; including directors with abilities and knowledge in other business fields such as finance, economics, etc. All directors have received training courses from the Thai Institute of Directors (IOD). The term in office of directors is determined and qualifications of the Board of Directors including the appointment and removal of directors that must be approved by shareholders at AGM.

The company has a balance of power for non-executive directors by not allowing any person or group of people the sole decisions-making power in order to create a mechanism for counterbalancing and effective administration. The Board of Directors consists of 11 members, 5 executive directors, 3 non-executive directors (1 independent director) and 3 audit committee / independent directors. The company has 4 independent directors equal to 36% of the total directors. The Board of Directors considers that it is an appropriate element. Executive directors can provide in-depth comments, while Non-executive directors are industry experts resulting in a creative expression of opinions at the board meeting. The Board of Directors' decision bases on the overall benefits of the company as a whole.

Components of the Board of Directors

The Board of Directors shall have all the qualifications as prescribed by law and shall be qualified persons from different fields of business in order to integrate their necessary knowledge and abilities and to devote their efforts and time to perform the duties of directors of the company. By which, the process of appointment of directors are clear and transparent. The biography of all directors are disclosed; and each time of director replacement, the newly appointed directors shall promptly receive the information, which is necessary and beneficial to perform the duties of directors of the company or not later than 3 months after the date of appointment.

Chairman of the Board of Directors shall not be the same person as the Managing Director by clearly separating duties of determination of corporate governance policy and routine administration. The Chairman shall have freedom to express opinions and shall have a casting vote, in case of equal votes in the Board of Directors' meeting, in accordance with the company's Regulations.

Vice Chairman of the Board of Directors shall have duties according to the company's Regulations in any business assigned by the Chairman of the Board of Directors. The Vice Chairman shall perform the duties on behalf of the Chairman of the Board of Directors in the event that the Chairman of the Board of Directors is unable to perform the duties temporarily basis or when the position of Chairman of the Board of Directors is vacant.

Independent Directors shall have the specified qualifications of independent directors according to the Regulations of the Office of Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) so that the independent directors of the company shall have their genuine independence, which is suitable for characteristics of the company. (Please see details of profile qualifications of independent directors in "Criteria for Selection of Audit Committee/ Independent Director" on Page 27).

Managing Director shall be appointed and determined with the scope of power according to the duration and the amounts of legal transactions from the Board of Directors' meetings; and shall have the authority to carry out business matters in accordance with the resolutions of the Board of Directors including duties and responsibilities in the normal business operations of the company. This is in accordance with the policy of the Board of Directors and with the principle of good corporate governance.

Company Secretary shall be responsible for conducting meetings with the Board of Directors and shareholders meeting efficiently by taking into account of the rights and equality of shareholders. The Secretary shall give advice and support the work of the Board of Directors business regarding laws, rules, regulations, requirements, and related procedures, including providing information that the Board of Directors and the newly appointed directors should be informed, and to ensure the compliance with the principle of corporate governance and to communicate/take care of shareholders appropriately.

Subcommittee In compliance with the principle of good corporate governance, the Board of Directors has set up 3 sub-committee to consider and review specific crucial operations carefully and efficiently by clearly specifying the components and rules/duties of the 3 subcommittees. The 3 sub-committee consist of:

1. Audit Committee

In 2019, the Audit Committee held total 4 meeting, each member of the Audit Committee shall assume the office for a term of 3 years and shall always report the results to the Board of Directors. The Audit Committee has performed its duties in accordance with the charter of the Audit Committee approved by the Board of Directors. In addition, the Audit Committee has prepared the report of the Audit Committee in the Annual Report. (Please see details of composition, roles and duties of the Audit Committee on Page 25).

Records of attendance of each Audit Committee are as follows:

Names of the Audit Committee	Attendance/Total Meetings 2018 (Time)	Attendance/Total Meetings 2019 (Time)
1. Mr. Annop Tagajarin	4/4	4/4
2. Mr. Singha Nikornpun	4/4	4/4
3. Mr. Somchai Rojrunvasinkul	-	1/4

- Dr. Pisit Leeahtam resigned from the position of Chairman of the Audit Committee on 17 July 2019
- Mr. Annop Tagajarin being appointed as Chairman of the Audit Committee on 8 August 2019
- Mr. Somchai Rojrunvasinkul being appointed as an Audit Committee replaced Dr. Pisit Leeahtam on 8 August 2019

2. Nominating Committee

The Nominating Committee consists of 3 directors and 2 are independent directors, each of them shall assume the office for a term of 1 year. In 2019, the Nominating Committee held a meeting to select the suitable person to be appointing as a director to replace the person who retired by rotation, propose to the Board of Directors for consideration as per the criteria for nomination of directors, with fair and transparency; and has prepared a report of the Nominating Committee in the Annual Report. (Please see details of roles and duties of the Nominating Committee on Page 26).

Records of attendance of each Nominating Committee are as follows:

Names of the Nominating Committee	Attendance/Total Meetings 2019 (Time)	Term in office will expire in (Year)
1. Mr. Singha Nikornpun	2/2	2020
2. Mr. Charuvit Suanmalee	2/2	2020
3. Mr. Tai Chong Yih	2/2	2020

3. Anti-Corruption Committee

The Anti-Corruption Committee consists of 3 directors with a term of 1 year. In 2019, the Anti-Corruption Committee held a meeting to consider the proceeding of the announcement of the intention to become a Private Action Coalition Against Corruption (Collection Action Coalition Against Corruption: CAC). The company has achieved the target set of the Anti-Corruption progress Indicator Level 2 (Declared) as well as continuing to announce anti-corruption policy and measures continuously achieving in accordance with the rules of the CAC, including other relevant laws



The attendance of each member of the Anti-Corruption Committee are as follows:

Names of the Nominating Committee	Attendance/Total Meetings 2019 (Time)	Term in office will expire in (Year)
1. Mr. Singha Nikornpun	1/1	2020
2. Mr. Upakrom Thaweephoke	1/1	2020
3. Mrs. Sunan Santichotinan	1/1	2020

Roles, Duties and Responsibilities of the Board of Directors

The Board of Directors is aware of the corporate governance obligations for best interest of the company. The Board of Directors have roles, duties and responsibilities to consider the principles of law, the company's regulations, resolutions of the shareholders' meetings, and the principle of good corporate governance in an honest, ethical, responsible, and transparent information disclosure. This includes supervising the administration of work of the management to achieve the goals as well as maximum benefit to shareholders and all stakeholders.

All members of the Board of Directors possess the leadership, vision, and independence in making decisions for the best interest of the shareholders as a whole. The company will be able to strengthen the good corporate governance principles effectively. The Board of Directors has approved and determined a written policy and good corporate governance principles by having to review and approve the vision, mission and strategy of the company in the past fiscal year including periodic monitoring.

Board of Directors' Meetings

The company has a policy to hold a board meeting at least once every 3 months. The Executive Committee meets once a month, with the date / time scheduled for the Board meeting in advance throughout the year and inform all committee members of the said schedule so that the directors can allocate time to attend the meeting. The special and extraordinary meetings maybe convene as deemed necessary under the condition that half of the total directors shall attend the meeting to constitute a quorum. In considering the meeting agenda, the Chairman of the Board will agree by consulting with the managing director. Each director is independence to propose matters to be included in the meeting agenda as well. In addition, the company sends a meeting invitation letter together with the meeting agenda and documents 7 days in advance so that the board has sufficient time to study the information before the meeting. After the meeting, the company secretary prepares the minutes of the meeting with complete and important information. The meeting minutes are certified and signed by the Chairman of the meeting for the directors and related parties to review and reference. In the year 2019, there are 7 meetings, whereas, the records of attendance of each director are as follows:

Names of the Board of Directors	Attendance/Total Meetings 2018 (Times)	Attendance/Total Meetings 2019 (Times)
1. Dr. Pisit Leeahtam	5/5	3/7
2. Mr. Sampan Vongphan	5/5	7/7
3. Mr. Upakrom Thaweephoke	5/5	7/7
4. Mr. Charuvit Suanmalee	5/5	6/7
5. Mr. Ouichai Siriwanjana	5/5	7/7
6. Mr. Ampornrat Poolcharoen	5/5	7/7
7. Mrs. Sunan Santichotinan	5/5	7/7
8. Mr. Tai Chong Yih	5/5	7/7
9. Mr. Annop Tegajarin	5/5	7/7
10. Mr. Singha Nikornpun	5/5	7/7
11. Mr. Somchai Rojrungrasinkul	3/5	7/7

Self-Assessment of the Board of Directors

The Board of Directors realizes the importance of self-Assessment of work performance to use as framework for inspecting of the Board of Directors' performance of duties, thus, in accordance with the principles of good corporate governance. In 2019, the entire Board of Directors has approved the self-assessment of its work performance by using the Self-Assessment Form prescribed by the Listed Corporate Governance Development Center for the Registered Companies.

The results of overall assessment including recommendations and additional opinions obtained from the result of performance evaluation of the Board of Directors will be considering for finding guidelines to improve operations in order to support the Board of Directors' operations more effectively.

Business Ethics

The company has established the code of conduct relating to the business ethics for the Board of Directors, the Management, and employees, to be adhered by all related parties as the guidelines for performance of duties in accordance with the company's missions with honesty and fair treatment to the company, all groups of stakeholders, and the society as a whole.

Policy on Remuneration for Directors and Executives

The company has clearly and transparently determined the remuneration policy for directors at appropriate levels and in line with the industry sufficiently to attract and retain the qualified directors and must be approved by the shareholders' meeting.

The company has determined the Executive remuneration in accordance with the principles and policies prescribed by the Board of Directors, which is in connection with the operating results of the company and the performance of work of each executive. Currently, the company still does not have the Remuneration Committee but has proper remuneration consideration procedures based on the data of remunerations of companies of similar industry and of similar sizes, as well as the operating results of the company. (Please see details in Remuneration of Directors and Executives)

Development of Directors and Executives

The company promotes and facilitates the training and educational courses to personnel involved in the corporate governance system at all levels including Chairman of the Board of Directors, Independent Directors, Audit Committee, Executives, and the company secretary for continuous self-development and self-improvement. At present, personnel involved in the aforementioned corporate governance system has accredited several training programs organized by IOD, the Stock Exchange of Thailand, and the Office of Securities and Exchange Commission. In 2019, Mr. Annop Tegajarin attended the Director Accreditation Program DAP 164/2019.

Succession Plan

Regarding the succession plan and nomination of the top management, the Board of Directors and the management are aware of actions to ensure that the company shall be able to select personnel to assume responsibilities in the managerial posts properly. The concrete process and action plan shall be in accordance with the human resources management principles.

Internal Control and Internal Audit Systems

The company prioritizes the internal control system both at the managerial level and operation levels, and specifies the obligations and authority of operators, Board of Directors, and the management team clearly in writing. The company supervises the control on the use of the company's assets, and has separated the duties of operators, controllers, and evaluators for balance of powers and cross-examinations, and has also determined the internal control relating to the financial system and has provided the financial reporting system to be responsible for line management.

The Audit Committee, in cooperation with the Management, has reviewed the internal control system of the company and agreed that the internal control system of the company is sufficient and suitable for the internal control system.

The company has appointed Mr. Thammarat Meeatham as secretary of the audit committee from the Audit Committee Meeting No. 1/2019, held on February 28, 2019, acting on behalf of ANS Business Consultants Company Limited (consulting



company). This is in order to perform internal audit duties for the company in coordination with the company secretary, thus, to ensure that the company's main operation and significant financial activities follow the Company established guidelines. This includes inspecting the compliance with the laws and regulations relating to the company, enable the external company shall have full independence to perform the inspection and balance. The Board of Directors has thus determined that the external company shall direct report the audit results to the Audit Committee and shall specify the scope of audits in cooperation with the Audit Committee. (Please see details of the internal control system in Internal Control)

Conflict of Interests

The Board of Directors shall have to deal with transactions, which may have conflict of interests and shall carefully consider the suitability of the said transactions based mainly on the company's benefits. In case, the company has any transactions may cause conflict of interests, the company shall present to the Audit Committee for opinions and shall then propose the said transactions for the Board of Directors' further consideration.

The company shall strictly comply with rules and regulations prescribed by the Stock Exchange of Thailand. The Board of Directors stipulate that Directors and Executives with stakes in any matter are unable to take part in the decision-making process to consider the transactions between the company and that stakeholder.

The company requires that directors and executives have duty to report their own conflict of interests or related parties to the company every time there is a change.

In 2019, the Board of Directors has not received any reports on conflict of interests; therefore, it has not submitted this matter to the Audit Committee for any special consideration and comments.

Supervision on the Use of Inside Information

The Board of Directors has established guidelines for preserving and preventing the use of inside information by strictly adhering throughout the organization, as follows:

1. The company has stipulated the protection against the use of internal company information by prohibiting the departments involved from disclosing the inside information to unrelated persons or department

2. The management of the company who has received any significant information that affects the price of securities, must not use of the information before disclosing such data to the public. The management shall not be allowed to trade the company's securities for a period of 1 months and within 24 hours before and after the financial statements or significant information have been disclosed to the general public; and shall be prohibited the disclosure of such significant information to the third parties

3. Directors and executives of the company shall be obliged to report their securities holdings under Section 59, thus, to be in accordance with the Announcement of the Office of Securities and Exchange Commission No.Sor.Jor.12/2552 regarding the preparation and disclosure of securities holdings reports

4. The company set penalties for those who violates the measures to prevent the use of inside information by circulating letters to employees and executives.

In the previous year, the company has not received any reports or complaints about wrongdoing or punishment of those violations the use of inside information of directors, executives, and the related persons.

Personnel

In the year 2019, from 1 January to 31 December 2019, the company has 503 employees, divided into 194 office staff and 309 production line staff, 348 male and 355 female.

In the year 2019, the company does not have any labor disputes.

Remunerations for Employees

Ended December 31, 2019, the company paid total remuneration in the form of salaries, wages, provident fund, bonuses and other benefits for 231,555,676.60 baht.

Remunerations of Auditor

1. Auditor Fee

The company and its subsidiaries paid audit fees to AMT Associate Co., Ltd., which is the audit firm of the company's auditor for the year 2019, with the total amount of 2,810,000 baht, of which 1,980,000 baht belonging to the company, and 830,000 baht belonging to the subsidiaries company.

2. Other Service Fees

-None-

Human Resource Development Policy

The company has a policy of personnel development with aims to provide employees with knowledge and ability and retain the skill and qualified employees to be with the company in a long-term period with a career path advancement. The company has provided the training that is suitable for their positions according to the line of work.

The company always strives for the best by focusing on promoting and developing personnel at all levels to have knowledge and expertise while raising consciousness of Teamwork, quality, integrity, and customer satisfaction, which will lead to sustainable economic growth and stability. The company encourages employees to have knowledge and training in various fields, including environmental training. A wide variety of training programs offer to appropriate job positions, age, and responsibilities such as management team, section manager, and supervisor operational staff.

Employees' Potential Enhancement Training

The company focuses on promoting and developing personnel at all levels to have knowledge and expertise as well as raising consciousness of Teamwork, quality, integrity, and customer satisfaction, which will lead to sustainable economic growth and stability. The company therefore provides a variety of training programs suitable for the job position, job length and responsibilities, such as management group, division manager, department heads and engineers, supervisors and Operational staff etc.

In the year 2019, a total 503 employees (as of December 31, 2019), 413 people received training, representing 82.11%, the total budget for training was 813,148 baht divided into.

Executive, Division & Department Heads	62 out of 86 received training,	accounting for 72.09 %
Engineering and Specialists	48 out of 66 received training,	accounting for 72.73 %
Support Functions	85 out of 120 received training,	accounting for 70.83 %
Operating Functions	218 out of 231 received training,	accounting for 94.37 %
Classified by Training Category		
Knowledge	Total 531 hours	
Skills	Total 606 hours	
Attitude	Total 3 hours	

Number of training hours in 2019

Employee Level	Average number of training hours per person	The goal of the curriculum
Executive, Division & Department Head (Management Level)	19.74	Focus on the development of organizational management to increase competitiveness and create sustainability.
Engineering and Specialists	28.61	Focus on developing knowledge and expertise to support future needs. Build knowledge management system to maintain knowledge and experience and organization development.
Support Functions	10.55	Aims to promote the development of skills and knowledge to back up or support the operations to achieve the goals.
Operating Functions	17.42	Focus on developing technical, manufacturing and operational skills so that employees can perform their assigned duties by On the Job Training and Coaching.



The capability development of Tirathai personnel under supervision by the Human Resources Development are developed and trained personnel as well as improving the curriculum to meet the needs and changes of business operations in the present practices in order for trainees to gain knowledge that benefit the organization. This classifies into 3 categories, which are 1. In-House Training 2. Public Training 3. On-the-Job training. In 2019, details are as follows:

Type of training	Number of courses	* Number of participants (people)
1. In-House Training	38	895
2. Public Training	65	135
3. On the Job Training	185	1400
Total	288	2430

Note * Number of participants is repeated

Non-Infringement of Intellectual Property or Copyright Policy

The company has defined policy of non-infringement of Intellectual Property or copyright as shared responsibilities of all employees to respect the rights of the owners of intellectual property and must carefully use information and communication technology under the laws with prudence. In case, any employees are found to violate intellectual property or the use of information technology and communication, the fair investigation will be conducted and if the results appear to be true, the disciplinary punishment will be considered depending on the company rule and regulation/or law where it is appropriate. There is no complaints in the past year.

Shareholding of the Board of Directors and the management of the company at the end of the year 2019 compared to the end of 2018.

No.	Name of Board of Directors/Executives	As. Of 31.12.2018	As. Of 31.12.2019	Change in shareholding Increase (Decrease) in 2019	% of Shareholding in 2019
1.	Mr. Sumpan Vongphan	40,109,927	40,109,927	-	13.02%
	Spouse and minor child	-	-	-	-
2.	Mr. Upakrom Thaweephoke	5,488,558	5,488,558	-	1.78%
	Spouse and minor child	-	-	-	-
3.	Mr. Charuvit Suanmalee Spouse	8,521,014	8,521,014	-	2.77%
	and minor child	250,000	250,000	-	0.08%
4.	Mr. Ouichai Siriwanjana	1,519,500	1,519,500	-	0.49%
	Spouse and minor child	-	-	-	-
5.	Mr. Ampornrat Poolcharoen	2,253,900	2,253,900	-	0.73%
	Spouse and minor child	-	-	-	-
6.	Mr. Sunan Santichotinan	6,991,809	6,991,809	-	2.27%
	Spouse and minor child	-	-	-	-
7.	Mr. Tai Chong Yih	33,000	33,000	-	0.01%
	Spouse and minor child	-	-	-	-
8.	Mr. Singha Nikornpun	-	-	-	-
	Spouse and minor child	-	-	-	-
9.	Mr. Annop Tegajarin	239,700	239,700	-	0.08%
	Spouse and minor child	-	-	-	-
10.	Mr. Somchai Roadrungrasinkul	-	-	-	-
	Spouse and minor child	-	-	-	-
11.	Mr. Yossagorn Burakamkowitz	-	-	-	-
	Spouse and minor child	77	77	=	0.00%

Internal Control and Risk Management

The Audit Committee appointed by the board of directors consisting of experts in finance and accounting, legal and corporate management to act as an important tool or mechanism for the Board of Directors in corporate governance. In accordance with the principles of good governance, the committee review, follow-up and evaluation of the operations, financial report, Risk assessment in management, review the internal control system and reports from internal auditors according to professional standards for internal auditing, including related policies, regulations, or practices as well as suggest solutions for administration problems

In the year 2019, the Audit Committee performed its duties in accordance with the scope of authority assigned by using knowledge, ability, experience, and express opinions independently by meeting with the management and various departments according to the relevant agenda, discuss and consider important matters. From the past operations, the Board of Directors and the Audit Committee agreed that the company has sufficient internal control systems, able to manage risks at an appropriate level as always practices, which summarized as follows:

Organization and Environment

The company has organized the organizational structure and determined the authorities and responsibilities appropriately in accordance with the business conditions and efficient business operations. The company has set up policies, goals, and action plans by taking into account the fairness, ethical values of the organization and business ethics of all group of stakeholders such as employee, shareholders, business partners, customers, society and the environment etc. The Audit Committee who is independent from the management has supervised the company to comply with the policies, relevant regulations or practices by having the set clear business objectives, measureable in order to achieve the stated objectives and for the benefit of the company in the long term.

In addition, the company has established procedures, written guidelines and make revisions to suit the company's business. There is a monitoring and tracking of the actual operation in the accounting and financial transactions, administration and the main operations of the company Including affiliates such as sales, service, procurement / outsourcing, warehouse and raw material control as well as control and maintenance of company assets, etc.

Risk Management

The Company has identified the risks at the organizational level and operational level or work in process, supervising by the executive and those who perform their duties in the process. The internal auditor is also auditing to assess the controls, and coordinate to plan the risk control measures that may still exist.

The company considers, analyzes, and determines measures or guidelines to identify risks at the organizational level and activity levels or work in process, which is supervising by management and those performing duties in that activity or process. This include the audit by internal auditors using the risk assessment criteria approved by the audit committee to assess the risk and control system and jointly plan to determine risk control measures that may still exist

Operational Control of the Management and Operation level

The Company has specified the overall operational plan and sectional plan as well as the performance report compared with target periodically. The Executive Committee and Board of Director has monitor and control on monthly and quarterly basis respectively.

The company has specified scope of duties and the approval limit of each level of management clearly in writing and monitor the company's management and its subsidiaries regularly by executive meetings hold every month.

For operations at the operational level, the company has an internal audit unit under the supervision of the audit committee to perform audits on various procedures according to the annual audit plan approved by the audit committee or other special assignments. In conclusion, the company as a whole, the company has an internal control system that is sufficient and appropriate, as well as policies and measures in place to prevent or reduce the risk of corruption, or causing errors that may cause serious damage and that the company does not use the company's assets in any way. In checking the operation of various process, in case of finding the incompliance with the policy, regulations, work guidance, or related practices, the internal auditors will provide recommendations for improvement. The management is responsible for the process in order to carry out the appropriate adjustments, improvements and more concise.



Information and Communication Systems

The company provides important information to the Board of Directors and management for sufficient decisions making. There are record of conclusion and opinions in the minutes of every meeting. There is an information system for effective communication with every employee level within the organization. There is the filing of documents of the accounting as required by law and meeting between the Audit Committee and the CPA (Certified Public Accountant) to review the accounting policies in accordance with the GAAP (Generally Accepted Accounting Principles) including consideration of various important matters in accordance with the report of the certified auditor.

The company has developed and utilized internal information and communication systems. The Company has continuously developing information technology to ensure that the management of the company is in the right direction, accurate, fast, efficient, and reliable for the benefit of appropriate control in both Preventive Control and Detective Control.

In addition, the Company has expanded the results of the use of Enterprise Resource Planning (IT) systems for various activities inside the company and its subsidiaries, such as financial accounting systems and Inventory Management System. Therefore, the control and administration of the subsidiary companies are more efficient, effective and worthwhile.

In the development and procurement of information technology systems, the Company has process for selection and utilization appropriately and concisely in accordance with the regulations set by the company.

Monitoring System

The company holds 4 regular Board of Director meeting per year with extraordinary meetings as necessary and appropriate. The regular Executive Committee meetings holds every month in order to consider and monitor the performance of operations whether or not it is in accordance with the target sets. In the Board of Director's meeting and Executive Committee's meeting, if the performance of operations do not achieve the target, there will have a resolution to the responsible department to take action for corrections.

In addition, the company has provided the monitoring and checking the operation according to the policy, regulations, ethical standards and the good internal controlling system. The company has assigned the Internal Audit unit to responsible for internal audit according to the audit plan approved by the Audit Committees. If the internal auditor finds any faults or matters that should be improved in the internal control system, they will report to the senior management and responsible executive for corrective action without any delay, and report the inspection results including follow-up report, improvements according to the recommendation of the internal auditor to the Audit Committee every quarter.

The Audit Committee holds 4 regular meeting per year and the Audit Committee reports the audit results to the Board of Directors every quarter.

For the year 2019, the company has improved the Business Ethics, Code of Conduct and Anti-Corruption Policy as well as various measures to be in line with current situation and the actual operation. These will prevent or reduce the risk that leads to corruption or causing errors that may cause serious damage including not using the company's assets in any way. In the event that the internal auditor finds the incidents, the internal auditor must report to the Audit Committee immediately in order for the Audit Committee to report the said incidents to the Board of Directors for corrective action as soon as possible.

The auditor of the company is Mr. Chaiyut Augsuwittaya, the CPA number 3885, which is the auditor of the consolidated financial statements and the company financial statements. For the year ended 31 December 2019, the auditor reviewed the company's internal control system to determine the inspection and the scope of operations, and found no significant defects in order to suggest any improvement of internal control in any way.

Corporate Social Responsibility (CSR)

Electric transformers manufacturing industry is an ongoing industry, which related to electricity power because electric transformers are products used in transmission and distribution system. It is the basic fundamental energy crucial for the well-being of the people and drive country's economy as a whole.

Tirathai Company realize the importance and determination to be a part in delivering sustainable electric energy while being a good member of the society. The company operates the business with awareness of responsibility towards the public, caring for the community, society, and environment as well as enhancing participation with stakeholders and the public. The company has the performance of social responsibilities as follows,

1. Good Corporate Governance

The company conducts business in accordance with the relevant laws and regulations with transparency, disclosing important information, and verifiable. The Compliance Policy with Good Corporate Governance, the company is taking into account the benefits to shareholders, employees, communities, society, business partners, customers, competitors, creditors, and all stakeholders.

In 2019, the company received a very good CG Score Assessment of the 2019 Annual General Meeting at 92 score.

2. Conducting Business with fairness

The company prioritize the importance of conducting business operation fairly and adhere to continuous practices by treating supplier partners equally and fairly with honesty, integrity, respecting Intellectual property, promoting political rights and fulfillment on the commitment with stakeholders equally and reasonably

2.1 Fair Competition

Practice and Guidance

1) Stipulates all terms and conditions in the sales contract and strictly adhere to the agreement. In the event that the conditions cannot be complies with, the company will immediately inform customer for further discussions and mutually find the resolutions to solve the problems.

2) Provide necessary information and being a good advisor to clients as well as offering correct suggestions sufficiently and timely to inform clients about the products and services.

3) Understand and respond to customer needs and expectations appropriately and timely manner.

4) Deliver good quality products, according to specifications, and reasonable prices.

2.2 Promoting social responsibility with business partners

The company has not yet officially implementing social responsibility promotion for all stakeholders in the business chain.

2.3 Respects for property rights

Practice and Guidance

1) Promote management and employees to use the resources and assets and resources of the company efficiently in order to increase the competitive edge and provide good service to customers. Promote copyright products and discourage the Intellectual property infringement.

2) The company is committed to protecting the intellectual property that the company is free from infringement or unauthorized use, and respects other intellectual property rights.

2.4 Responsible political Involvement

Practice and Guidance

1) The company operates business with political neutrality without bias and have no interests in any political parties or political authorities. The company do not use the financial or resources to support, direct or indirect, to any political parties or politician.

2) Promoting and encouraging employees to exercise their political rights freely without domination, induce, intimidate, coerce and participate in any way.

3. Anti-Corruption

According to the resolution of the Board of Directors meeting No. 5/2019, held on 8 August 2019, the resolution was



passed to approve the announcement of policies and intention regarding prevention of involvement in corruption, and set up a sub-committee namely Mr. Singha Nikornpun, Mr. Upakrom Thaweephoke, and Mrs. Sunan Santichotinan to proceed as follows,

1. Draft policies concerning prevention of any corruption involvement.
2. Announce policies concerning prevention of involvement in any corruption.
3. Declare intent to participate in the anti-corruption campaign (Collection Action Coalition Against Corruption: CAC)

The company is in the process of continuously achieving the goal in accordance with the criteria including relevant laws. The announcement of the intention to become a Private Action Coalition Against Corruption (Collection Action Coalition Against Corruption: CAC) has achieved the company's goal.

4. Respect for Human Rights

The company stimulates the importance of respecting human rights and dignity and treats all the involvement, employees, communities, and surrounding society with respect to human values and do not offend any fundamental basic rights, which is the foundation in human resources management and development. These cornerstone associate with business in the form of adding values and increase productivity.

Practice and Guidance

- 1) The company promotes the compliance with human rights mandate covering to the operation of its subsidiaries, joint venture, and business partners.
- 2) Protect personal information of employees in possession of the company. Disclosure or transfer of personal information to the public is only with employees' consent.
- 3) The company encourages and opens opportunities to the employees, communities, and society to participate in expression of opinions if there is an act that may violate the human rights.

5. Fair Labour Practices

The company comprehends and places importance on fair labor practices with respect and abide by the laws and principles of ethics without discrimination in employment, no forced labor, nor child labors. Employees are able to have freedom in associations along with consideration of health and safety in workplace. Therefore, the improvement of the working environment, providing good quality of life, and opportunity to express personal potentials, as well as equal opportunity in practicing and skills training, regards as the Values of the company continuously practice for long period of time.

- 1) The company emphasizes on employment without discrimination and bring indifferences in race, religion, gender, age, disability, social status, education, or educational institution in considering and judging for the employment.
- 2) The company treats all employees fairly in providing compensation, migration appointment, and capacity development along with moral development in order to promote talent employees being good citizen of the society such as providing appropriate compensation according to their potential, taking care of pregnant staff with regard to health and safety as priority.
- 3) The company cares for health and hygiene of employees and related employees by promoting and raising awareness on safety, occupational health and working environment. According to the Occupation Health and Safety Policy, the goal is to prevent any incidents of loss and sickness, the plan has put in place for accident prevention, promoting participation, risk elimination, and continuous improvement to create the safety at work culture to all employees and associates.

3.1 The company set up specific department to control and drive for safety operations. Occupational health and working environment Including the Occupational Health and Safety Management Committee (OCSC), holds meetings at least once a month in order to suggestions for improvement, risk analysis and risk assessment including monitoring the progress of the operations and plans.

3.2 The company has implemented the Occupational Health in Health Risk Assessment (HRA) in order to observe the level of health risk of employees to ensure that the employees will be taking care of and manage health risks by receiving the examining of lead in blood level, volatile substances in urine, lungs conditions, and hearing capability. The examination results of the HRA report in 2019 found no abnormal staffs except the unusual hearing capacity of 5 employees. The company has set up the measures to repeat test checks for verification and the results showed the abnormal hearing capacity does not affect the work and daily life. The company proceeds the defensive measures by providing appropriate protective

equipment to employees to wear loud protection devices throughout the work period including the measurement of the environment to meet standards set and having re-inspection every year. In addition, the company has also create "Hearing Conservation Campaign" for those affected employees.

3.3 The company has campaigning "Safety Campaign Program" to follow up and monitor the safety plan and the environment suitable for working standards and relevant rules or regulations. In 2019, the company has performed as follows:

Safety Suggestions from Employees	207 cases
Number of cases approved for adjustment	163 cases
Completed Adjustment	64 cases

In 2019, the company has awarded "Zero Accident" to high risks of accidents functions with 29 functions participating received awards 19 functions. There are 10 function received Zero Gold Award for those without any accidents from working for 3 consecutive years. By the year 2019, the performance has achieved the target set.

4) The company has provided various benefits such as group life insurance, accident insurance and accidental organ loss insurance, health insurance, Provident Fund (PVD), Shuttle Bus, free lunch and dinner for over-time working (OT), and health check according to the risks involved, etc. In 2019, there were 402 employees' health checks base on risk factors for 20,690 baht, a financial support for employees' parent funeral 14 employees, totaling 86,228 baht. There are also "Tirathai Family Care for Each Other Project" by giving 12 employees on laborers birth and sickness, totaling 12,334 baht.

5)) The company promotes and supports the education of employees at all levels by regulating the leave for further studies according to human resources regulations 2551 B.E., for employees to learn and increase potential including having a good quality of life, allowing employees to take leave for further studies or training both short-term and long-term.

6) The company arranges for the Tirathai Savings Cooperative in order to encourage employees to save and plan for money spending following to the philosophy of Sufficiency economy of His Majesty the King Bhumibol Adulyadej. Tirathai Cooperatives established on 29 March 2006. In 2019, there are 246 members with a total share capital of 34,295,335 baht.

7) The company has established a grievance process for employees who were treated unfairly according to working regulations in 2008 in order to strengthen the labor relationship between the company and employees and among employees themselves. The company has determined the procedures for the grievance process, investigations, consideration of complaints, and settlement process as well as protection of complainants and related parties, etc.

The number of employees of the Company and its subsidiaries as of 31 December 2018 and 31 December 2019 are as follows:

Company	Number of People			
	31 December 2018		31 December 2019	
	Male	Female	Male	Male
1. Tirathai Public Co., Ltd.,	358	144	360	143
2. Thai Fin Co., Ltd.,	53	10	49	11
3. Tirathai E&S Co., Ltd.,	27	7	23	7
4. L.D.S Metal Work Co., Ltd.	307	66	268	56
5. L.D.S-N.D.P (JV)	391	45	384	46
Total	1,142	269	1,084	263
Number of employees by employment type				
Full-time employees	717	218	771	220
Contract employees	425	51	313	43

8) The company gives employees the freedom to express opinions without interference, allows employees to be participate in the welfare committee to provide information about the operations and status of the company regularly including supports for discussions and collaboration with the welfare committee to enhance working standard quality of the employees



6. Responsibility to Consumers

The company has policy to meet customer satisfaction. Consumers who directly purchase products and services from the company will obtain quality products and services up to international standards at fair and reasonable price. The company pays close attention to the needs and expectations of consumers' responses appropriately and timely manner. In addition, the necessary information gatherings will be utilizing to improve quality of products and services in order to build trust in company's products and services.

Practices and Guidance

1) Assurances of quality and safety of electric transformers

Every transformer will be testing for electrical properties before distribution since transformers are peripheral devices in a high voltage electrical power transmission system. If there is any defective caused by the transformer, it will cause damage to the property, business opportunity as well as danger to users and people involved. The company is aware of such impact and therefore pay close attention to every process from design process, production process, and testing processes of which TRT is capable of testing all transformers in every single test process from Routine Tests, Type Tests, and Special Tests in accordance with IEC60076, IEEE C57.12.90 and TIS 384-2543 standards. There is only short-circuit withstand test will be sent to the KEMA Testing Laboratory in Netherlands. In addition, the testing laboratory of the company appointed by Office of Industrial Products is a central laboratory for testing and certifying by TIS 384-2543 Industrial Standard including ISO 9001, OHSAS/TIS 18001, ISO 14001 and ISO/IEC 17025 Electrical Testing Laboratory and Calibration Laboratory. In order to guarantee the design quality, production and ability to examine electric transformers in accordance with international standards before distribution to customers.

2) Protection of the Confidentiality and rights of customers

The company has measures to protect customers' confidentiality information including technical information, testing results or any other confidential information. The company has procedures in collecting and sending the information in consideration of customer's confidentiality, and maintain customers' rights such as allowing customers to monitor Witness Test for their own transformers in order to provide confident in the results of the test. In 2019, there are 63 customers attend the Witness test.

3) Provision of accurate and sufficient information to customers

All tested Tirathai transformers that passed the testing will be labelling with every Name Plate (Labels) on the tank of transformer to show the transformer identification. The details show are based on international standards IEC60076-1 and the Thai Industrial Standard TIS 384-2543, with the main details as transformer type, standard number, manufacturer name, manufacturer serial number, production year, number of phases, size, electric rated power, voltage, highest current, insulation level, weight, etc. These labels inform customers all the details of each transformers. Besides, the user instruction manual and the training for how to use, precautions, and maintenance of transformers for customers before use.

4) Dissemination of knowledge in transformer engineering

The company published an academic journal under the name "Tirathai Journal" with the objective of disseminating knowledge about transformer engineering to those who interested. The preparation has no commercial purposes and do not reserve the copyright to distribute the content. The Editors and staffs are all employees of the company. The publication contains knowledge about electrical engineering, valuable thesis in engineering of students from various universities, including technique of operation and maintenance of transformers, as well as the transfer of the philosophy of offshore management, which is another aspect that the university has never taught. In addition, the company aims that this book is environmentally friendly and health-conscious to the readers. The cover and content of the book are therefore printing on paper produced from agricultural waste materials with a non-toxic process and use ink produced from soybean oil etc. In 2019, the journals distributed to employees and customers Electricity Generating Authority of Thailand Metropolitan Electricity Authority Provincial Electricity Authority, Libraries of various universities as well as public. Presently, the publication is Issue 23, total 1,948 copies. There was also being published on the company website, www.tirathai.co.th

5) Hearing Opinions

In order for customer to be confident in the quality of the transformers, the company had opened the customer to visit over the Production Process, Testing Process, as well as to listen the opinions hearing and exchanging knowledge between the company and customer. The various suggestions will be bringing into analysis process for improvement, which will lead to

better customer satisfaction. In 2019, there are government agencies, customers from domestic and overseas paid a courtesy visit Tirathai transformer production process total 164 people, such as Metropolitan Electricity Authority, Provincial Electricity Authority, Federation of Thai Industries, Metropolitan Waterworks Authority etc.

6) Satisfaction Survey

The company conducted the customer satisfaction survey who customers attended the Witness test on the satisfaction of the sales staff, test staff, production and testing processes, products satisfaction as well as the environment. In 2019, the satisfaction survey showed satisfactorily results in accordance with the target 80%.

7) Complaint

The company has a process for receiving complaints about quality of products and services through many channels such as 30 lines of call center, e-mail, and fax. The company has a service team who operate 24 hours call center in response to handle complaints and solving problems quickly.

7. Participation in Community and Society Development

The company commit to be good member to the society and conduct business with awareness of social responsibilities, profit sharing, and return to create community and society to grow together sustainably through the following activities and programs:

Practices and Guidance

1) Learning resources outside the classroom

The Company has a policy to make the organization as a source of learning outside the classroom in the electric transformer manufacturing engineering in the country. The students are experiencing the production process of electric transformers for both Distribution Transformer and Power Transformer. In 2019, there are students from various educational institutions visit the transformer production process including quality management system, environment and safety up to master degrees. There are total of 227 people, such as Faculty of Engineering Ubon Ratchathani University, Rajamangala University of Technology Thanyaburi, King Mongkut's Institute of Technology Thonburi, Don Bosco Technology College, and King Mongkut's Institute of Technology Ladkrabang etc.

In addition, the company has collaboration program on internships and cooperative education from various universities with an aim of providing students with practical work experience. In 2019, there are 47 students enrolled for the internship, the total allowances of 502,881 baht.

2) Public Interest Activities

On 20 April 2019, the company sponsors a study by giving 2 testing transformers of 10 kVA 1Ph 50Hz 220 – 100,000 V, worth 980,000 baht. to King Mongkut's University of Technology Thonburi to use for practical teaching and learning for students. The company allows students of the institute and professors to participate in learning from the design process, production process, including the testing process

In addition, on 4 April 2019, the company also signed a memorandum of understanding (MOU) with Narathiwat Rajanagarindra University in order to develop educational quality and advice on the establishment of a high voltage electrical engineering laboratory. The purpose is to use for teaching and learning, Academic services including the testing of materials in high voltage systems as new learning center related to electrical engineering that will arise in the 3 southern border provinces as well

8. Environmental Management

Environmental management is necessary in parallel with business operations. The Company has conducted policy to administer the environment in consideration of impact from the production process or any activities by abiding the environmental friendly practices, laws, and regulations strictly which leads to true sustainability for the organization, community and society.

Practices and Guidance

1) The company has been certifying according to ISO14001 standard for all the areas in the company by an assessment of independent outside auditors. According to the latest assessment in 2019, there were no incompliance.

2) The company complies with environmental laws and regulations including environmental impact monitoring and



found that the value of various pollutants meets the specified environmental standard as follows,

Air Pollution

The company has installed a Bag House Filter System to vacuum dust caused by the process of producing insulation paper. The quality of air released from the insulating paper production process and other areas of the process are monitoring in order not to affect the environment and neighboring communities. The results of the test are in accordance with laws.

Water Pollution

The company has a wastewater control and treatment system. When the water that is used for consumption or consumed, it will release to wastewater treatment system. The wastewater will be checking for water once a month, such as pH, BOD, COD, Oil & Grease, SS, TDS, and TKN. The measurement results comply with the laws,

Noise Pollution

The company has measures to check noise level. The source of noise comes from the operation of the machines; therefore, in consideration of effects, which will affect employees, and nearby community, the company conducts the noise level measurements at least once a year. The measurement result is according to the laws.

Industrial Waste

The company has a process to disposing of industrial waste from the production process be segregating waste into 3 types;

1. General waste
2. Waste recycling waste
3. Hazardous waste

The company has hired agencies who have license to collect hazardous waste, transport, treatment, and dispose of or unused materials as according to the type waste. In addition, the company is making sure of the waste management process out of the factory; the company sends the professional safety representative to double check the landfills process and segregate the contaminated materials. On 11 February 2019, the company inspected West 2 Energy Company Limited and AK Mechanics and Recycling Company Limited.

3) The company has been certifying for Green Industry Level 4, Green Culture from the Green Industry Promotion and Development Bureau, Ministry of industry. The goal of creating a green culture under the project "Garbage Smile" to encourage all employees to be conscious of waste separation and environmental preservation.

4). In 2019, the company has no complaints about environmental issues or misconduct that do not comply with the laws from any inside and outside the company.

9. Innovation and dissemination of innovation from Corporate Social Responsibility (CSR)

The company brings knowledge, creativity, and experience from business administration combined with the philosophy of Sufficiency Economy that is beneficial to the economic and society to develop, deploy and innovate to create business innovations that can create benefits, increase competitiveness as well as create value added for business and society at the same time

Practices and Guidance

Transformer Testing is the crucial process that determine the quality of Transformers in order to build confidence and acceptance from customers. Tirathai has brought knowledge, creativity, and long-term business experiences integrated with the sufficiency economy philosophy to implement and innovate by developing an up-to-date transformer testing and calibration laboratory according to international standards, such as IEC, IEEE, ANSI, etc. At present, Tirathai Transformer Testing Laboratory is capable of maximum testing up to 900 MVA 3 Ph. 50 Hz 550 kV. the scope of testing certification are:

1. Lightning Impulse Tests
2. Line Terminal AC Withstand Test
3. Switching Impulse Test

According to IEC 60076 standards, added from the original test lists, which is considering that the company's electrical testing laboratory has been accepted as an accredited laboratory for the ability to test the transformer to meet the required standards. In addition, the Electrical Testing and Calibration Testing Laboratory of Tirathai has also been accrediting with the

laboratory standard according to ISO / IEC 17025: 2017 from the Thai Industrial Standards Institute (TIS). This will create opportunities for business competition both domestically and internationally.

The Development of transformer testing capability of Tirathai considered as an investment in human resources development of the company to have the potential of high voltage electricity knowledge. The application to the testing of other devices such as power cables, traps equipment, overvoltage etc., supports research and development work for other industries. In this regard, Thai Industrial Standard Institute (TIS) appointed Tirathai Testing and Calibration Laboratory to be the Third Party testing center for electrical transformer testing.

In addition, the company has also upgraded the production process to be able to produce transformers to cover the country's electricity system and the whole Asian Power Grid systems supporting future renewable energy projects in the country. This is also the preparation of the country's electrical infrastructure to have sufficient potential to compete in the economy under the ASEAN Economic Community framework. On 4 March 2019, the company signed a contract to sell 6 transformers of size 333 MVA 525 kV with Electricity Generating Authority of Thailand for improvement of the structure of the electric power transmission system in Northeast region, Lower Northern, Central region, and Bangkok in order to enhance the stability of the electrical system. This is the first manufacturer of electric transformers in Thailand who can produce power transformers of this level

10. Publication of Corporate Social Responsibility and Environmental Reports (CSR report)

The company emphasizes on the importance to the disclosure of information that fully reflects the implementation of Corporate Social Responsibility (CSR) as stated earlier. By this disclosure of information, not only it will be advantageous to all stakeholders, but also all parties involves help to review the company whether the CSR quality is in line with the set goals or not.

Practices and Guidance

1. The company has published CSR report in the annual report and disseminate via the website www.tirathai.co.th, stating the information as follows,

1.1 Business administrations. The Company operates businesses in accordance with the relevant laws and regulations. Transparent Disclosure of important information is subject to good corporate governance policy taking into account of the benefits to shareholders, employees, communities and society, business partners, customers, competitors, creditors and all stakeholders as well as being a good member of the society and conducting business with awareness of responsibility to the public.

1.2 Environmental and safety operations. The company commits to environmental and safety operations concerning safety at work, good health of staff, and appropriate environment protection. These are considered a part of business administrations, therefore, the company has established an Environmental Management System (ISO 14001), Occupational Health and Safety Management System (OHSAS /TIS 18001), as well as waste management processes from production processes that comply with the laws and others relevant regulations.

1.3 Social operations. The company treats all employees fairly in term of employment without violating basic rights, and provides appropriate compensation and welfare suitable to meet the needs of employees, the development of employee potential in accordance with the organization's values. Furthermore, the company is also a resource of engineering learning for electric transformers in the country. Each year, students from many various education institutes has the opportunity to visit the transformer production process as well as collaborating to support the knowledge and equipment for the establishment of high voltage electricity laboratories. The company also offer project for internships and cooperative education, which shows that Tirathai is more than an electric transformers manufacturer of Thai people, but also participating in promoting the education of Thai people.

2. The company offers numerous channels of information dissemination for easy access to the company information. The company prepares a report on Corporate Social Responsibility (CSR) report in both Thai and English through the following channels via Annual Report, and the disclosure of information via website www.tirathai.co.th and Form 56-1.



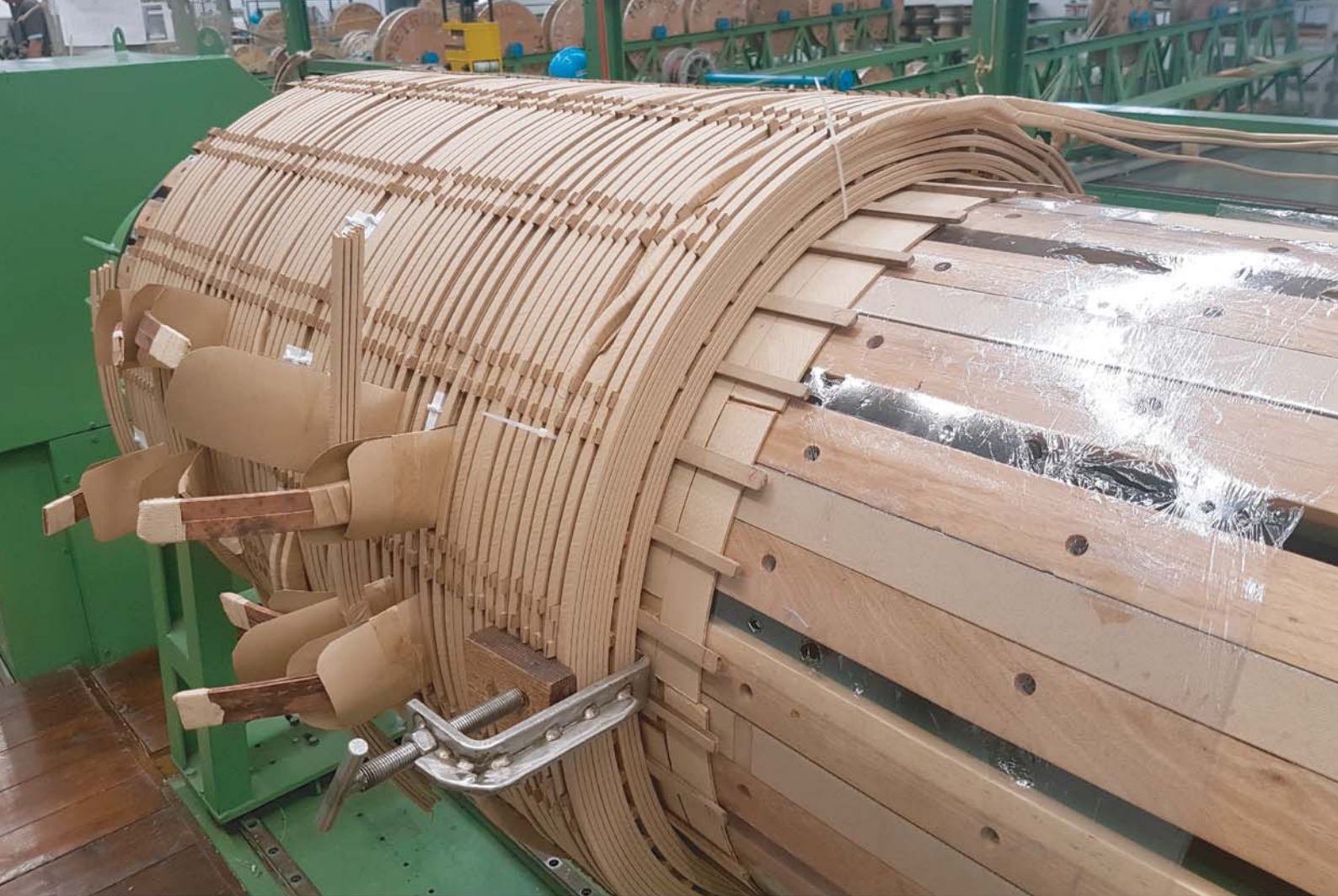
Nature of Business Operation

Tirathai Public Company Limited operates as a manufacturer of electric transformers according to customers' orders (Made to Order) for distribution to both domestic and international including service provider of transformer installation, maintenance, and testing. During the year 2011-2019, the Company and its subsidiaries have generated over 70% of the total revenue from domestic markets. The company has two manufacturing plants: one for manufacturing power transformer and the second one for distribution transformer. Currently, the company is the sole domestic manufacturer who can produce both power transformers and distribution transformers and has received the transfer of manufacturing technology from Siemens Transformers Austria GmbH & Co KG (VA TECH EBG Transformatoren GmbH & Co) of Austria; and Fuji Electric Systems Co., Ltd. of Japan, the world's leading manufacturers of electric transformers. Currently, the company holds shares in three subsidiary companies that supply the transformer's components to the company as follows:

Thai Fin Company Limited (TF) locates at Bangpoo Industrial Estate, operates business in manufacturing, distribution, repairs, and maintenance of transformer tanks and other equipment including tank caps, heat sinks, clamps, etc., and distributes the products solely to the company. The company has invested in Thai Fin Co., Ltd., for 5 million baht in September 2006 for purchase and improvements of tools, machineries, and factory buildings in order to support the expansion of production capacity. As a result, Thai Fin Co., Ltd. has its paid-up registered capital of 15 million Baht, which TRT holds 99.99% of Thai Fin's common shares.

Tirathai E&S Company Limited (TRT E&S) operates business in distribution, installation and services of electrical power equipment and establishes under the business structure plan as a separate business unit in order to increase the flexibility in management and competition in the markets. Tirathai E&S has started its operation since 3rd quarter of 2010 with its paid-up registered capital of 5 million baht, in which TRT holds 99.99% of TRT E&S common shares. Currently, the company assemble and distribute Aerial Crane Device and Digger Derrick Unit and Electric system maintenance for Metropolitan Electricity Authority and Provincial Electricity Authority.

L.D.S Metal Work Company Limited (LDS) locates in Bangpoo Industrial Estate operates business in the welding of steel fabrication with special expertise in the production of large transformers. The largest transformer tank LDS currently produced is 300 MVA supplying to TRT, representing 30% of the total revenue of the company. TRT had entered into the transaction to purchase 85% of ordinary shares from the existing shareholders approved at the Extraordinary General Meeting Share-



holders No. 1/2012 held on October 5, 2012. This is in order to strengthen the procurement of key raw materials to keep up with the company's sustainable growth, expand relevant business opportunities and growth in line with the plan. LDS increased its registered capital from 20 million baht to 120 million baht as per the TRT Board's resolution No.3/2016 on August 9, 2016, as a consequent the shareholding of TRT has increased from 85.0% to 92.50%.

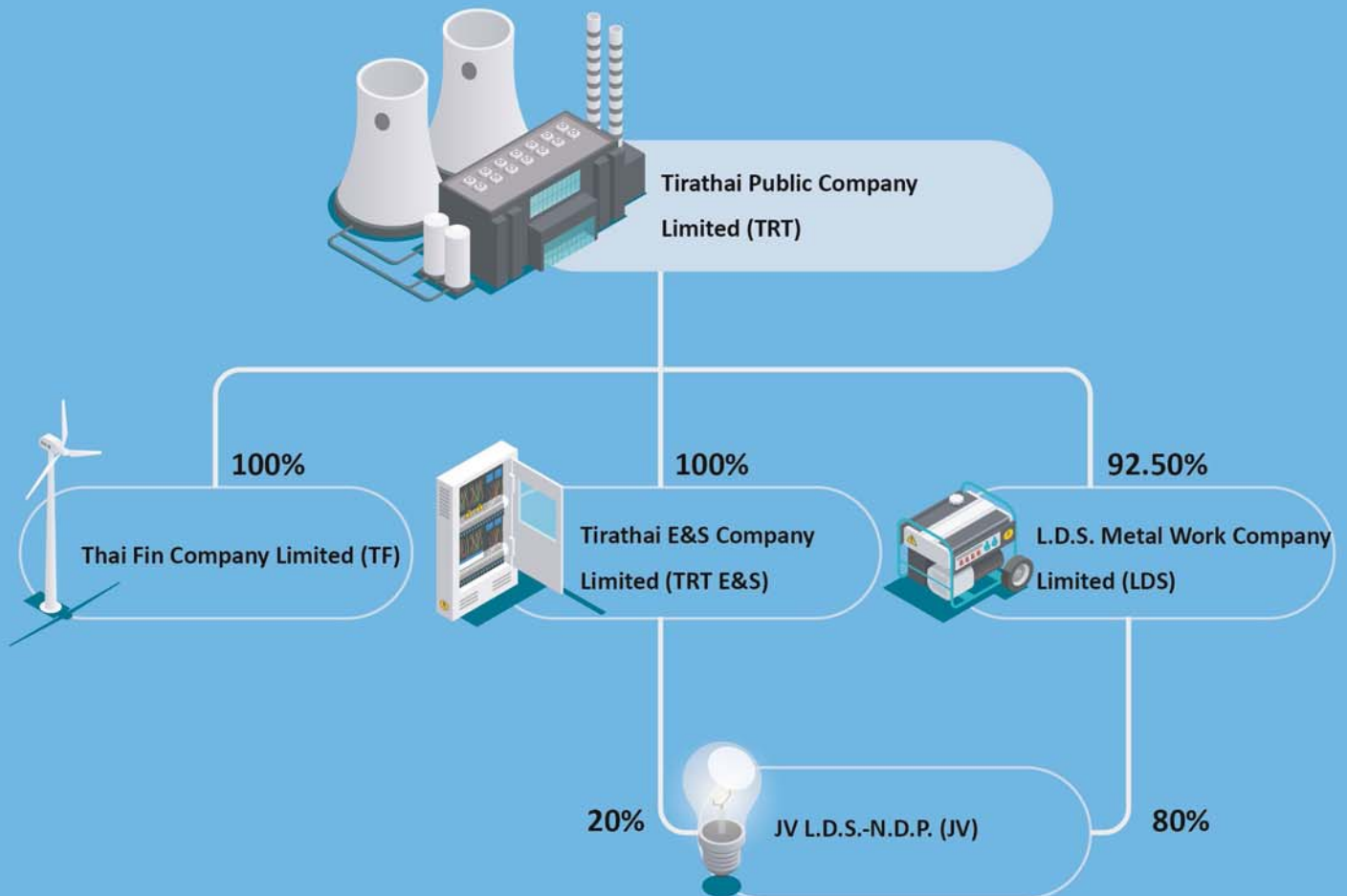
During the fourth quarter of 2013, LDS won the auction and signed the Engineering Procurement and Commissioning (EPC) contract for the Ashes and Gypsum Conveyor Belt System of the Hongsa Power plant at The Laos People's Democratic Republic worth 448 million baht. The project had completed delivery in the third quarter of 2015. In compensation for on-going quality of the work delivered in December 2014, LDS had rewarded and signed the second contract of Operation and Maintenance of the Conveyor Belt System to unloading soil (Waste Line 2) under the name of N.D.P. (JV L.D.S. – N.D.P.), worth 1,315 million baht with the 4.5 years contract. These projects have enlarged the capability of the company in business expansion into EPC of The Conveyor Belt operations, including operating and maintenance services for power plants, mines, and all industries that require Conveyor Belt System to support the growth potential to achieve the goals of the Company.

JV L.D.S.-N.D.P. (JV), with LDS hold shares 80% and TRT E&S 20% established in 2014 in accordance with the new business expansion policy of the TRT Group of companies to support the new services business of the Operation and Maintenance Service, locates at the same address as LDS but the workplace are at Hongsa Chaiyaburi Power Plant, Lao PDR. This is for the Operation and Maintenance of Conveyor Belt Systems. According to the contract for the Operation and Maintenance of Waste Line 2 (O&M WL2), the total project value is 1,315 million baht, or 300 million baht per year in which the revenue recognition depends on the amount of soil transported and price of oil each year. The Operation and Maintenance of Ash and Gypsum Conveyor Belt System (O&M Ash) is worth 29 million baht per year. Both project terms is 4.5 years under the condition to renew the contract every 5 years throughout the project life. In September 2016, The JV signed contract for Coal Conveyor System Service Agreement in relation to Hongsa Mine Mount Power Project (O&M Line Coal) worth 24 million baht per year for 1-year contract under the condition to renew the contract on a yearly basis throughout the project life.

In the first quarter of the year 2019, JV did not win the bidding for O&M WL2 and O&M Ash. Therefore, the whole project ended on 31/12/2019. The O&M Line Coal work will end on 30/6/2020.



Shareholding Structure of Tirathai Group of Companies



Products and Services of TRT Group of Companies

The business Products and Services of Tirathai Group of Companies consist of two groups:

1. Transformer Group, manufacture and distribute by Tirathai Public Company Limited.

Power Transformer
Distribution Transformer
Service

2. Non-Transformer Group, operate by companies in Tirathai Group of Companies

Aerial / Digger Derrick Crane for maintenance of Electrical Systems of the Electricity Authority
Contractual Work for Welding, Steel Fabrication, Engineering Procurement and Construction (EPC) and Construction

Project.

Operation and Maintenance of Conveyor Belt System, at the Hongsa Power Co Ltd at The Laos People's Democratic Republic

Nature of Business Operation

1. Transformer Group

The Company's products and services categorize into two types of Transformers and services as follows:

Transformers

The Company's transformer products classifies into three types, according to the electrical power and voltage, as follows:

Power Transformers

Transformers with an electrical power rating more than 10 megawatts (MVA) or a voltage of more than 36 kilovolts (kV) with the maximum electrical power of 300 megawatts (MVA), the maximum voltage of 230 kilovolts (kV) in which large megawatt ampere transformer will have the ability to supply more electricity as well. For this type of transformer, oil is using as an insulator to prevent short circuits in transformers. The company is manufacturing the power transformers under the technology of Siemens Transformers Austria GmbH & Co KG (VA TECH EBG Transformatoren GmbH & Co) in Austria and Fuji Electric Systems Co., Ltd. in Japan.

Due to the power transformers are of large sizes; therefore, before delivering the products to customers, the company will dismantle components of transformers as deems necessary, thus, to ease the transportation. For assembling and installing of power transformers, the company will charge for the service fee separately from the prices of transformers as such service require skills people with specific knowledge, capabilities, and expertise. The majority of users of power transformers are manufacturers and distribution of electric power such as the Electricity Generating Authority of Thailand (EGAT), the Provincial Electricity Authority (PEA), the Metropolitan Electricity Authority (MEA), industrial estates and large-size industrial factories that use electricity from high voltage transmission. At present, the Company is regarding as one of the three manufacturers in Thailand who can manufacture electric power transformers up to 200 MVA 230 kV, and one of the three manufacturers in the country who can manufacture power transformers of 300 MVA 230 kV.

Distribution Transformers

Distribution transformers are transformers that receive the electricity from the distribution line of the Electricity Generating Authority. Usually, the power transformers are less or equal to 10 megawatts amperes (MVA), and the voltage less than or equal to 36 kilovolts (kV).

Special Transformers

The Company is prominent in the manufacturing of special transformers, which are designed and manufactured specifically according to the applications and specifications specified by the customer. The design and manufacturing technology used are partially different from the normal transformers, which require a lot of knowledge, capabilities and expertise of the manufacturers. Special types of transformers, such as rectifier transformers, which use in chemical industrial factories, induction furnace transformers, which use in metals melting industry; or transformers using other insulation such as silicone oil, etc. The company manufactures this type of transformers under the technology of Fuji Electric Systems Co., Ltd., Japan.





Services

The Company's services are diverse services in connection with transformers and provides 24 hours to support the needs and convenience of customers. The company focuses on providing services by using knowledgeable, capable, expertise personnel, and using modern tools to service customers. The services provide to customers are Erection and Installation of transformers, Oil Filling services, Transformer Maintenance services, Modification and Repairs services, Testing services, and Transformer Rental Services.



2. Non-Transformer Group

Non-Transformer products of Tirathai Group of companies consist of:

Aerial / Digger Derrick Crane

For maintenance of Electrical Systems for the Metropolitan Electricity Authority (MEA) and the Provincial Electricity Authority (PEA), such as electric maintenance lifts, excavators, poles, assembled and sold by TRT E&S to Metropolitan Electricity Authority and the Provincial Electricity Authority with the market share of 25%. All the revenue comes from winning bidder projects and budget of the electricity each year in which the company is reviewing the possibilities of selling vehicles that use crane as a component. For other government agencies including the private sector, in order to ensure consistent revenue recognition.





Contractual for welding and assembling of Steel Fabrication work

For Engineering Procurement and Construction (EPC) project and Construction Project operates by L.D.S. Metal Work Co., Ltd.



Welding of General Steel Fabrication

Including the making of transformer tank production of transformers, oven body of power plant components such as stacker, steel duct and others, E-house structure, conveyor structure and steel work piece molded from general processed steel, etc.

Engineering Procurement and Construction (EPC) Project

Including the project of design, procurement, installation, and testing of material conveyor systems for coalmine power plant business and industries that use conveyor belt systems for both domestically and internationally.



Construction Project

Building structure or construction or material conveying system which contains more than 50% of proportion of processed steel materials such as Turbine Building for Biomass Power Plant or Waste Power Plant, Warehouse Building, Office Building, Material Handling Machinery (only mechanical work) and other buildings for both domestic and international.



Operation and Maintenance of Conveyor Systems (O&M)

Manages by JV L.D.S.-N.D.P. (JV), currently operating at the Hongsa Mine Mouth Power Plant, Hongsa; Lao PDR under the following agreements;

Operation and Maintenance Agreement relating to the Waste Line 2 at Hongsa Mine Mouth Power Project

dated 28 April 2015 value 1,315 million baht which revenue recognition depends on the amount of soil that can be transported each year (or an estimate income of 300 million baht per year). The contract duration is 4.5 years with conditions for reviewing every 5 years renewal throughout the project life (25 years). In the first quarter of 2019, JV did not win the bidding for the O&M WL2 project. Therefore, the whole project was end on 31/12/2019, which is expecting to close the project according to the contract conditions with HPC by 2020-2021



Operation and Maintenance of Ash and Gypsum Conveyor System Agreement for Mine Mouth Power Project

dated 18 May 2015 value 29 million baht per year, with a contract duration of 4.5 years with conditions for reviewing every 5 years renewal throughout the project life (25 years). In the first quarter of year 2019, JV did not win the bidding for O&M Ash. Therefore, the project will end on 31/12/2019, which is expecting to close the project according to the contract conditions with HPC within 2020-2021.



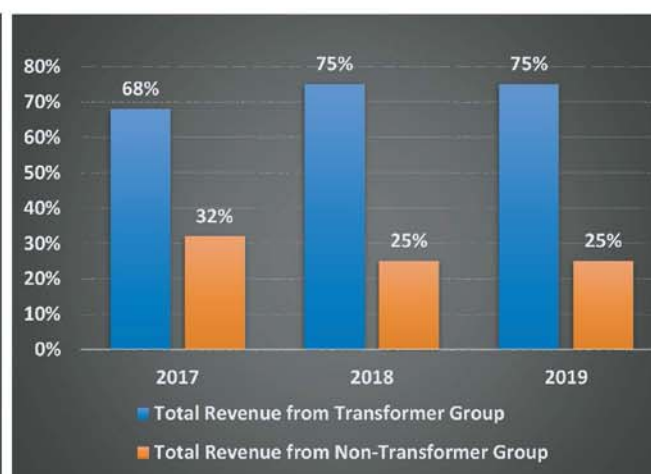
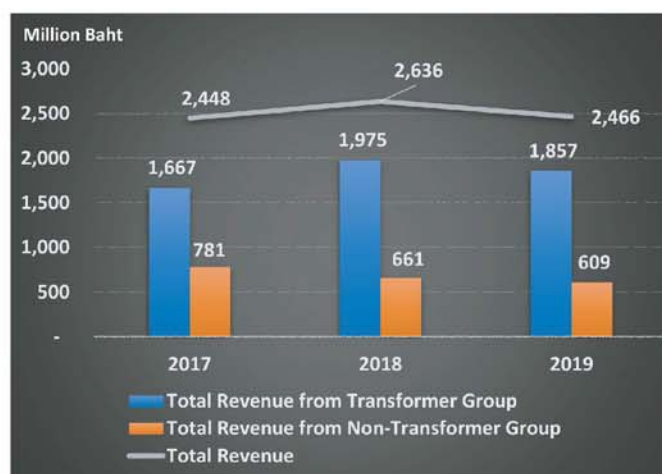
Coal Conveyor System Service Agreement in relation to Hongsa Mine Mouth Power Project, dated 19 September 2016, value 24 million baht per year, contract

duration of 1 year with conditions for reviewing renewal every year throughout the entire project life (25 years). However, in June 2018, HPC changed the responsible party to oversee the contracting, operating, and maintenance work of the charcoal conveyor system. For the operation and maintenance project of the Lignite Hongsa Thermal Power Plant, Lao PDR to the Electricity Generating Authority

of Thailand (EGAT). The JV has signed a contract for the operation and maintenance of the coal conveyor system for the operation and maintenance project of the lignite Hongsa Thermal Power Plant, Lao PDR in conjunction with EGAT (O&M Line Coal) on 15 June 2018, with 2 years contract duration. O&M Line Coal's contract will be ending by 30/6/2020.

Structure of Revenue

Structure of Income Transformer Group	2560	%	2561	%	2562	%
1. Revenue from Transformer - Domestic						
Power Transformer	652	27%	940	36%	867	35%
Distribution Transformer	543	23%	410	16%	690	28%
Total	1,195	49%	1,350	51%	1,556	63%
2. Revenue from Transformer - Export						
Power Transformer	286	12%	366	14%	151	6%
Distribution Transformer	115	4%	215	8%	94	4%
Total	401	16%	581	22%	244	10%
3. Revenue from Transformer Service	71	3%	44	2%	56	2%
Total Revenue from Transformer Group	1,667	68%	1,975	75%	1,857	75%
Non-Transformer Group						
4. Revenue from Steel Fabrication/EPC	357	15%	221	8%	98	4%
5. Revenue from Assembly and Distribution of Aerial Crane Device and Digger Derrick	70	3%	61	2%	97	4%
6. Revenue from Operation and Maintenance (O&M)	336	14%	358	14%	364	15%
7. Others Revenue	18	1%	21	1%	50	2%
Total Revenue from Non-Transformer Group	781	32%	661	25%	609	25%
Total Revenue	2,448	100%	2,636	100%	2,466	100%



Received Orders and Backlog of Orders for the Year 2017-2019

Table of Received Orders and Backlog of Orders	2017		2018		2019	
	Amount	%	Amount	%	Amount	%
Total Revenue	2,448.03	100%	2,636.62	100%	2,465.61	100%
Received Orders - Local						
Transformer Group						
Distribution Transformers	709.92	32.26%	259.43	12.65%	888.89	35.45%
Power Transformers	915.46	41.60%	671.07	32.71%	1,030.81	41.11%
Total Received Orders - Transformer Group	1,625.38	73.86%	930.50	45.35%	1,919.70	76.57%
Received Orders -Non-Transformer Group	303.93	13.81%	300.64	14.65%	236.35	9.43%
Total	1,929.31	87.67%	1,231.14	60.01%	2,156.05	85.99%
Received Orders - Export						
Transformer Group						
Distribution Transformers	52.97	2.41%	310.64	15.14%	186.76	7.45%
Power Transformers	120.87	5.49%	479.04	23.35%	141.66	5.65%
Total Received Orders - Transformer Group	173.84	7.90%	789.68	38.49%	328.42	13.10%
Received Orders -Non-Transformer Group	97.60	4.43%	30.78	1.50%	22.75	0.91%
Total	271.44	12.33%	820.46	39.99%	351.17	14.01%
Total Received Orders both Local & Export						
Transformer Product						
Distribution Transformers	762.89	34.67%	570.07	27.79%	1,075.65	42.90%
Power Transformers	1,036.63	47.09%	1,150.11	56.06%	1,172.47	46.76%
Total Received Orders - Transformer Group	1,799.22	81.76%	1,720.18	83.85%	2,248.12	89.67%
Received Orders -Non-Transformer Group	401.53	18.24%	331.42	16.15%	259.10	10.33%
Total	2,200.75	100.00%	2,051.60	100.00%	2,507.22	100.00%
Backlog of Orders - Local (as of December 31st)						
Transformer Product						
Distribution Transformers	286.33	14.43%	145.43	10.00%	224.07	11.41%
Power Transformers	870.76	43.88%	607.05	41.74%	911.38	46.39%
Total Backlog of Orders - Transformer Group	1,157.09	58.30%	752.48	51.75%	1,135.44	57.80%
Backlog of Orders - Non transformer Group	92.67	4.67%	82.96	5.70%	416.94	21.22%
Total	1,249.76	62.97%	835.44	57.45%	1,552.38	79.02%
Backlog of Orders - Export (as of December 31st)						
Transformer Product						
Distribution Transformers	35.13	1.77%	114.19	7.85%	170.18	8.66%
Power Transformers	35.88	1.81%	172.03	11.83%	212.36	10.81%
Total Backlog of Orders - Transformer Group	71.01	3.58%	286.22	19.68%	382.54	19.47%
Backlog of Orders - Non transformer Group	663.80	33.45%	332.53	22.87%	29.50	1.50%
Total	734.81	37.03%	618.75	42.55%	412.04	20.98%
Total Backlog of Orders Orders of both Local & Export						
Transformer Product						
Distribution Transformers	321.46	16.20%	259.62	17.85%	394.25	20.07%
Power Transformers	906.64	45.68%	779.08	53.57%	1,123.73	57.20%
Total Backlog of Orders - Transformer Group	1,228.10	61.88%	1,038.70	71.43%	1,517.99	77.27%
Backlog of Orders - Non transformer Group	756.47	38.12%	415.49	28.57%	446.44	22.73%
Total	1,984.57	100.00%	1,454.19	100.00%	1,964.42	100.00%

	2560	2561	2562
Total Revenue	2,448.03	2,636.62	2,465.61
Received Order	2,200.72	2,051.60	2,507.22
Backlog of Orders	1,984.57	1,454.19	1,964.42



	2560	2561	2562
Total Received Orders - Transformer Group	1,799.22	1,720.18	2,248.12
Total Received Orders - Non-Transformer Group	401.53	331.42	259.10



	2560	2561	2562
Backlog of Orders - Transformer Group	1,228.10	1,038.70	1,517.99
Backlog of Orders - Non transformer Group	756.47	415.49	446.44



Situation of the Industry and Competition

Situation of the Industry

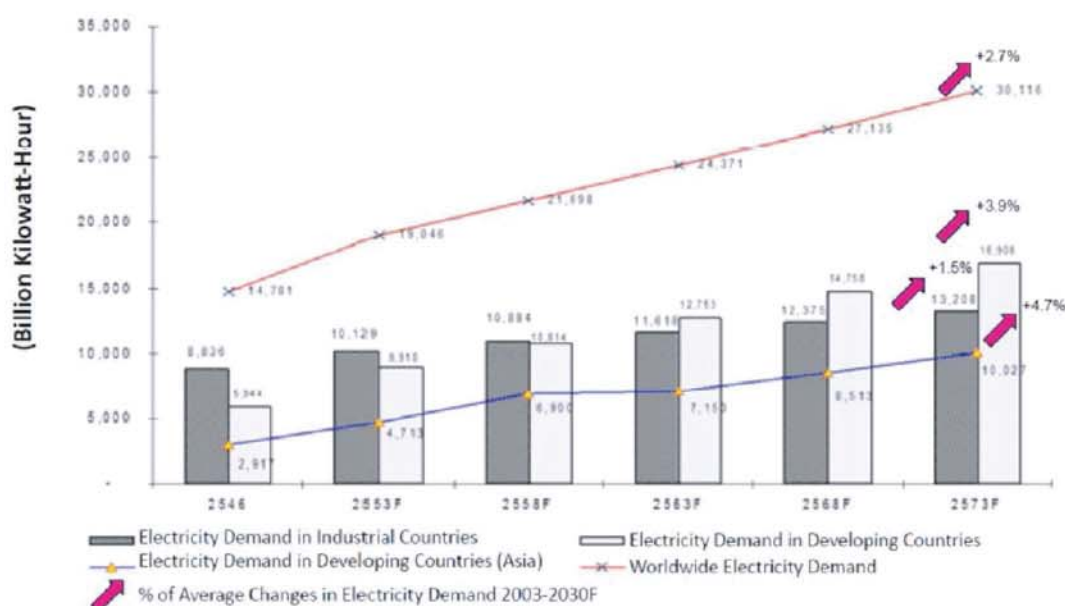
Transformer manufacturing industry is an ongoing industry and involves electric power, which regards as a fundamental energy of every country and of great importance to the well-being of people and business operations of various industries as transformers are products utilize in the transmission and distribution systems.

The expansion of the transformer industry will grow according to the increasing demand of electricity, increasing of population growth, economic expansion, and expansion of the industrial sectors. Whereas, the management of the Company has assessed that the demand for 1 megawatts of electricity will increase the demand for power transformers approximately 2 megavolts (MVA), and the demand for distribution transformers approximately 4 megawatts ampere (MVA) for use in the transmission and distribution systems. The growth of the transformer industry also includes the market of transformers purchased to replace the current transformers.

Global Transformer Industry Trends

According to the expansion of the transformer industry, which is in line with the expansion of electrical energy demand, therefore the trend of electrical energy demand in the future will be able to tell the trend of the transformer industry. According to the projections of the Energy Information Administration (EIA) of the United States of America, the trend of electrical energy demand around the world from 2010-2030 is as follows:

The Trend of Global Electrical Energy Demand



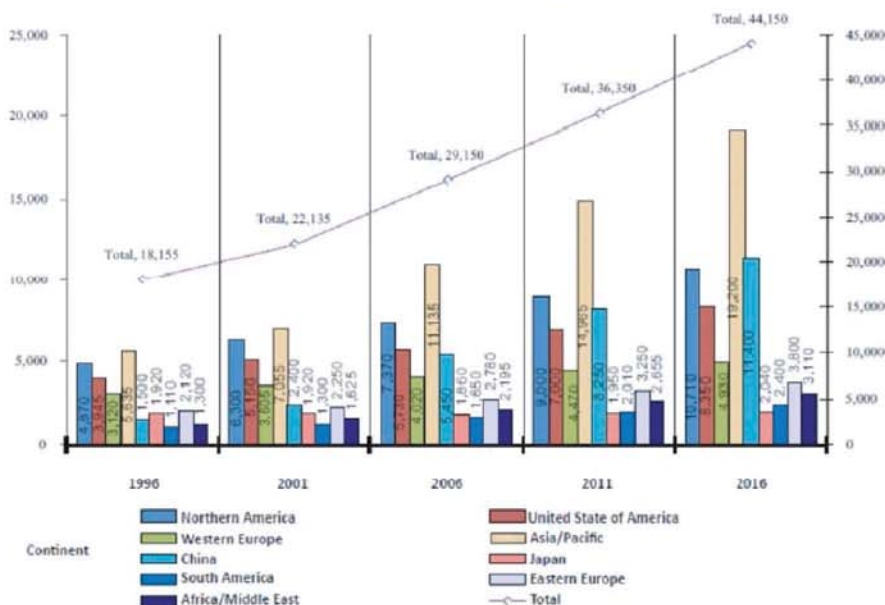
Source: Energy Information Administration (EIA) of the United States of America

Remarks: "Worldwide Electricity Demand" consists of the electricity demands in industrial countries, developing countries, Soviet Union, and Eastern Europe; whereas, developing countries consist of developing countries in Asia, the Middle East, Africa, Central America and South America. Meanwhile, industrial countries consist of United States of America, Canada, Mexico, Western Europe, Japan, Australia, and New Zealand; and developing countries in Asia consist of China, India, and other developing countries.

According to the global electrical energy demand data, it is obvious that the global demand for electrical power around the world increased from 14,781 billion kilowatt hours in 2003 to 30,116 kilowatt hours in 2030, representing an average increase of 2.7% per year. The trend of electricity demand in developing countries has higher electricity demand than those in the industrialized countries since 2015. The highest electricity demand comes from Asian countries such as China, India, and other developing countries in Asia of which has an annualized rate of electricity usage at 4.8%, 4.6%, and 4.4% respectively. When compared to the annual increase rate of electricity demand in developing countries in Asia and industrial countries at

4.7% and 1.5% respectively. Therefore, the company has given the priority to the power transformer markets of developing countries in Asia, especially in India, Malaysia, Vietnam, Brunei, etc., which have good economic growth rates, and other Asian countries that are unable to produce transformers by themselves or in need of quality power transformers at reasonable prices. This factor is considering as component in determining the directions of overseas customer base expansion in both short-term and long-term.

Figure of the Demand for Transformers by Region



Source: The Freedonia Group Inc.

According to the trends of electrical energy demand and the demand for electric transformers around the world, it is obvious that the trends of growth are relevant, when the demand for electrical power worldwide increases, the demand for transformers will also increase; therefore, in the future, the global transformer industry tends to grow continuously.

Domestic Demand of Electrical Energy

The demand for electrical energy in Thailand since 2003 has continuously increased at a rate when compared to the global energy demand. The demand for electrical energy in Thailand is expanding as the population growth, economic growth expansion, and expansion of the industrial sector. Thailand has the electricity industry structure and electricity demand as follows:

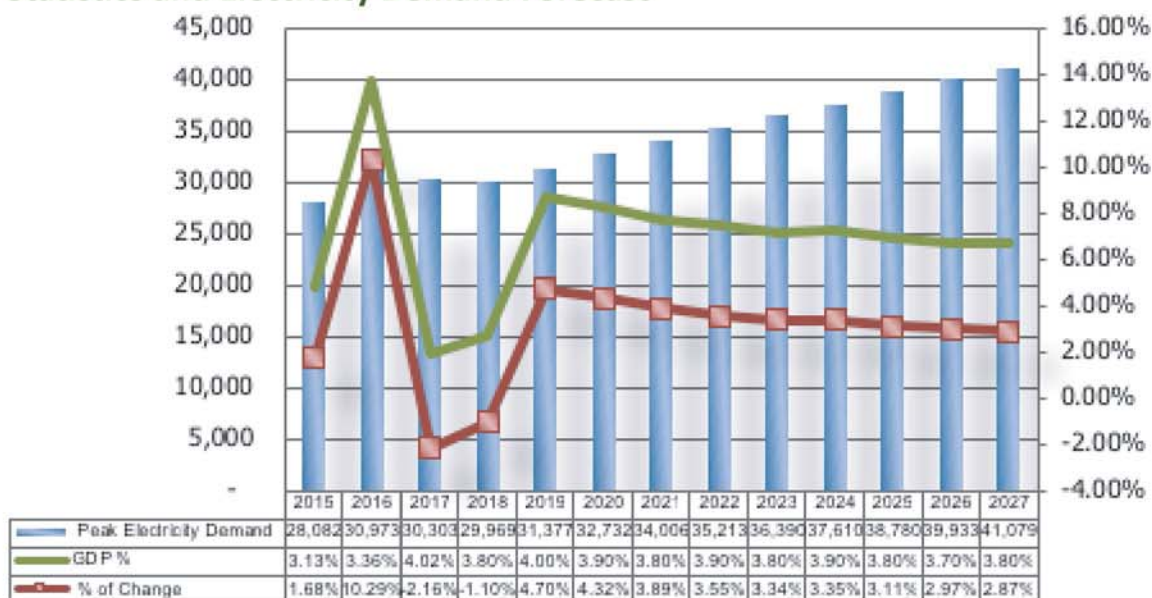
Domestic Electricity Industry Structure

At present, the structure of electricity industry in Thailand starts from power plant located far away from sources of electricity generation, then, the voltage will be hence adjusting up with transformers; and the electric current will be sending through the high voltage transmission system along the high voltage Transmission Line. When approaching the areas that require electricity or community resources, the voltage, will be adjust down with a transformer as appropriate, then, the electric current will be through the distribution system along the distribution system lines (Distribution Lines); and will reduce the voltage appropriately again before supplying electricity to users. The structure of the electricity industry in Thailand classify into three systems, which are:

1. Generation System;
2. Transmission System;
3. Distribution System;

The Electricity Generating Authority of Thailand (EGAT) operates the majority of power generation systems and the whole power transmission systems in Thailand while the distribution system is under the operation by the Metropolitan Electricity Authority (MEA) and the Provincial Electricity Authority (PEA). MEA will supply electricity to users in Bangkok, Nonthaburi, and Samut Prakarn; while, PEA will supply electricity to all remaining electricity users in other provinces.

Statistics and Electricity Demand Forecast



Source: Statistics and forecasting of electricity demand according to the PDP 2018

From the amount of production and purchase of the highest electrical power in Thailand or in other words, the highest demand for electricity in Thailand according to the Thailand Power Development Plan 2017-2037 PDP 2018), of which in 2037, the maximum electricity demand forecast is 53,007 megawatts. According to the plan and the highest electricity demand during 2017-2037, the average of 1,185 megawatts per year, average annual rate of 2.93%, compared to the average GDP growth rate in the same period at 3.8%. The highest electricity demand will change in the same direction as the growth rate of GDP, which will make the demand for transformers to grow in the same direction at average annual growth at 3.67%. The government sector has prepared the budget for the electricity transformers approximately 3,000-4,000 million baht each year to support the expansion of electricity demand according to the PDP 2018 plan.

Trends of Transformer Industry in Thailand

Regarding the trends of transformer industry in Thailand, the structure has changed from importation to import-substitution industry. The ratios for domestic production and exports have changed from 80:20 in 2006 to 70:30 from 2007. The exports growth rate has a tendency to be increasing because the manufacturers of transformer are able to increase their production capacity, resulting in a variety of products and meet the needs of customers abroad including the quality of products that is well acceptable in the international market.

Total Electricity Consumption for Whole Country 2006-2019



Source: EPPO

In 2019, the country's electricity consumption has increased from 187,832 GWH in 2018 to 192,956 GWH in 2019, or increased by 2.73%. Most of the increase is mainly the industrial sector, both in the metropolitan and provincial areas, representing 45% of the total national electricity consumption, which indicates the demand for electricity is still ongoing.

In 2019, the transformer industry outlook of the government sector trended to improve since the government policy has changed the purchasing process from the original to E-Bidding system on 23 August 2017. The government officials have made an understanding of this procurement process of transformers returning to normal situation. As a result, there was an increase in received orders from 436 million baht in 2018 to 829 million baht in 2019.

For the private sector, it has also improved. The company received transformer orders for the Clean Fuel Project (CFP) of Thai Oil Public Company Limited, worth more than 700 million baht (recognize orders of 400 million baht in the 4th quarter 2019 and 300 million baht in January 2020) which will deliver the whole project in 2020. As a result, the received order for private sector increased from 495 million baht in 2018 to 1,393 million baht in 2019 (including the order from CFP project 300 million baht in January 2020).

In the export sector, there was a tendency to decrease from the previous year. In 2019, the company received orders from overseas valued 328 million baht, compared to 790 million baht in 2018, as the export sector effected by the appreciation of Thai baht against the US dollar compared to the beginning of the year 2019 and still affected from the trade war between China and the United States. In addition, most of the neighboring countries in the AEC group are trading and mainly relying on trade with China.

The company had transformers' backlog as of 31 December 2019 at 1,518 million baht, which will be delivered in 2020 by 1,513 million baht and 5 million baht in 2021. In 2019, the company delivered products with higher gross profit margin, resulting in the increase in gross profit from 17.70% in 2018 to 24.68% in 2019.

However, the company forecasts that the demand of transformers in 2020 continue to improve due to the return of the government budget spending. The demand from private sector also increases due to government infrastructure investment. Moreover, the company has new products launch to the market, which is a special type of transformer called Unit Substation in response to the policies of bringing the air cables into the underground of the Metropolitan Electricity Authority in order to make Bangkok as an ASEAN metropolis and the Provincial Electricity Authority in provinces with tourist attractions to increase life safety, property and the landscape as well as beautiful environment protection. The company also introduces new



Distribution Transformers with automatic voltage regulation to upgrade the quality of electrical systems to be more stability.

For exports sector, the company has to keep track closely on the change of export market situation and has adjusted the export plan since 2019 by selecting potential customers that is not much affected by trade war, such as Australia. In the first 2 months of 2020, the company received a new order worth approximately 86 million baht to export to Australia, Singapore, Vietnam, and Brunei

For the existing domestic sector, there will be focusing on products with engineering design that is less competitive in the market. In combination with the results of PDP 2018, announced on April 30, 2019, transformer demand increases due to an increase in new power plant.

In addition, TRT has already increased its production capacity by building a new factory since December 2016. TRT has the overall production capacity increased from 5,000 MVA to 9,000 MVA, which will be able to support the production growth in the next 5 - 7 years. The increase in electricity demand under the PDP 2018 will cause to less the competition.

In 2019, the overall picture of the Tirathai Group's business performance improved, resulting in the total revenue of the company and its subsidiaries totaling 2,466 million baht, decreased by 7% from the previous year with a gross profit margin of sales and services 27.63% comparable to 21.90% in 2018. The increase in gross profit margin was mainly from Transformer Business Group. As a result, as of 31 December 2019, the Company and its subsidiaries net profit attributable to major shareholders was 75.37 million baht compared to the same period last year as of December 31 2018, net loss attributable to major shareholders 30.76 million baht. As of 31 December 2019, the Company and its subsidiaries had total backlog of orders of 1,965 million baht, of which 1,960 million baht and 5 million baht that was planned to deliver in 2020 and 2021 respectively. The value of the work being bid and the estimate of the value of government projects that the company will enter bidding in February 2020 is approximately 8,834 million baht, which is expected to be an order around 20%-25%.

In 2020, the Company and its subsidiaries will implement the specified policies including effective cost management in order to maintain the average gross profit margin at the level of 18% - 20% of the whole group. The Company and its subsidiaries will also implement other measures to control the risks at controllable level and to make sure that the implementation of the plan has appropriate controls.

Competition

Competition in the transformer industry, the company divides the market into the market of distribution transformers and the power transformers market. The distribution transformer market has 25 manufacturers, which are Thai companies. There are 8 competitors capable of manufacturing and testing in accordance with the ISO 9000 industry standard and the Short Circuit Test. Other than these is medium and small manufacturers with the main selling point of selling prices. The customer groups of each manufacturer size are different. While the market of electric transformers is an industry that requires knowledge, ability, expertise, experience of manufacturer and advanced technology in production including intensive research and development to produce high quality transformer and meet standards criteria set as well as including the stability of the customer's electrical systems. Therefore, the entry of new competitors is more difficult. At present, the company is the only manufacturer and distributor of transformers who can produce both power transformers and distribution transformers in which the company is one of the 3 power transformers manufacturers in the country for size not exceeding 100 MVA 230 kV and one of the three manufacturers producing transformers with sizes from 100-300 MVA 230 kV.

For international markets, since the company has the ability to produce 230 KV power transformers, production has started to sell to customer in domestic market enables the expansion of the electric transformers of the same size into Vietnam, India, Sri Lanka and Pakistan markets, which have a market value of several hundreds of million US dollars. Meanwhile, the current target market of the company for both distribution transformers and large power transformers up to 132 kV can still maintain market coverage to Vietnam, Malaysia, Singapore, Philippines, India, Nepal, Sri Lanka and Australia. The company is well recognition by multinational companies to participate in large-scale projects such as petrochemical projects in various countries, including Fuji Electric System Co., Ltd and Samsung Co., Ltd., which represent the competitive advantage of the company at internationally level. This is in accordance with the company's policy to target the export market to account for 30-35% of total sales.

Risk Factors

Risks from Business Operation

Risks of Revenue from Bids

The Company and its subsidiaries have the main earnings from bidding from the electricity supplier in the State Enterprises in the country such as the Metropolitan Electricity Authority (MEA), the Electricity Generating Authority of Thailand (EGAT), and the Provincial Electricity Authority (PEA). In 2019, the Company and its subsidiaries had the total sales of MEA, EGAT and PEA equivalents to 25%, 5% and 4% of total revenue respectively. Therefore, such income depends on the ability to win the bidding of the project, which is uncertain as well as depends on the economic condition and budgets of the aforementioned Agencies. As of 31 December 2019, the Company and its subsidiaries has the outstanding projects on hand to deliver to these Agencies in the year 2020 for 439 million baht.

In addition, the Company and its subsidiaries have increased the competitiveness by producing power transformers 300 MVA with the voltage of 230 kV. As a result, the company has become one of the three manufacturers in the country who can manufacture power transformers of 300 MVA with a voltage of 230 kV; therefore, the company expects to generate consistent income.

Risks from Fluctuation of Main Raw Material Prices

The main raw materials for the production of transformers are copper insulated wire, silicon steel insulation, transformer tank, and transformer oil. In the year 2019, the cost of raw materials were 20%, 14%, 14%, and 6% of the cost of sales and services, respectively. The price of such raw materials will vary according to global demand and supply especially copper prices, which have significant price fluctuations in the world market since 2006 and in 2019; copper prices in the world market are still volatile. However, the Company and its subsidiaries have closely monitored the copper price situation and have adjusting the strategy of selling price in accordance with the cost and have managed the procurement of raw materials effectively. The Company and its subsidiaries continue to use the same measures in 2019 including closely monitoring the situation of raw material prices and adjusting strategies, as appropriate. The company expects that the risks of raw materials prices will be at a controlled level.

Risks from Relying on Key Account Customers

In 2019, the proportion of electricity transformers sales of the company divides into Private 40%, Exports 14% and State enterprise 46%, which the Company and its subsidiaries do not have any sales proportion to one customer more than 30 percent of the total sales. In the year 2019, the Company and its subsidiaries still maintain the same marketing policies as well as adjusting strategies according to the situation and suitability. In addition, the company has increased its production capacity to produce a 300 MVA power transformer with a voltage of 230kV, which make the company have the potential to compete and capable of expanding the market base both domestic and international. The company, therefore, is confident to be able to effectively managing the risk of relying on only one key large account of customers.

Risks from relying on a particular business

The core business of the Tirathai Group of companies is the transformer business. In 2019, the main business is accounting for 75% of total revenue of Tirathai Group. The demand for transformer has direct correlation with the state enterprise demand for electricity transformers in accordance with the PDP plan of both domestic and international while the private sector depends on the economic condition and investment budgets in both the private and public sectors. Therefore, to reduce the risks, the company has implemented new lines of businesses as stated in the "Nature of Business Operation". Since 2015, such businesses have had few competitors but existing demand from both domestic and international markets especially AEC countries, these will cause the distribution of revenue structure in the high growth business groups. As a result, the company is enable to operate the businesses stably and sustainably. At the end of December 2019, the proportion of revenue of the Transformer Business Group and the Non-Transformer Business Group is 75% and 25% respectively.



Risks from Price Competition

The Price competition during the economic slowdown and in the event that the Government Auction System is not in the normal stage can cause supply over Demand, which considers as an inevitable risk factors. Therefore, Tirathai Group has mitigation measures to reduce the risk as follows:

1. Cost Plus Price Setting Method. The Cost Plus price setting method provides management with the flexibility in the bidding and gross profit margin administration at an average rate of 20%.
2. Focus on the market with high gross margin products that require engineering design and advanced standards.
3. Improve management systems in the organization to be more efficient and reduce unnecessary losses supply chain from both internal and external in order to create a competitive advantage.

Financial Risks

Risks from Exchange Rates

The Company and its subsidiaries have revenue from sales and costs in foreign currencies (costs such as cost of sales and services, Selling and Administrative expenses, and interest), mostly in US dollars, Singapore dollars, and Euro, and other currencies. Therefore, the Company and its subsidiaries are exposing to foreign exchange risks.

However, the company has set up a hedging policy to prevent the risks from foreign currencies denominated in foreign currencies. The company has opened a US Dollar Deposit Account in order to protect against natural risks (Natural Hedge). The company can use income in US dollars to pay for raw materials in the same currency and in the evaluation of transformer prices; the company has set aside a provision for fluctuation in exchange rates at a certain level.

Nevertheless, since the various currencies at present fluctuate according to the world economy, the company recognizes the significance of such risks. The company has entered into forward contracts with financial institutions in accordance with the economic situation in each period to prevent the risks concurrently.

Related Transactions

Related Party Transactions with persons that may have conflicts

As at 31 December 2019, the company does not have any transactions with persons that may have conflicts of interest according to the definition of Article No.15 “Persons with potential Conflicts” as specified in the Securities and Exchange Commission Notification KorJor: 17/2551 dated 15 December 2008.

In the event that there are related transaction with a person who may have a conflict of interest in the future.

The company has the following measures and policies in looking after such related transactions:

1. Measures or procedures for approving Related Transactions

In the case that the related transactions of the company that may occur with a person who may have conflict, the company has the policy not to involve or enter into any related transactions between persons with conflicts of interest. Except for inevitable cases, thus, to ensure the transparency and confidence to investors, whereby, the company will only consider normal business transactions for the maximum benefits of the company under the same conditions as other business partners. The company will allow the Audit Committee to give opinions on the necessity and appropriateness of the transactions. In case, the Audit Committee has no expertise in considering the related transactions which may occur, the company will assign an independent expert or the company’s auditor to give opinions regarding the said transactions for decision making of the Audit Committee or shareholders, as the case may be.

2. Policy and Trends on Related Transactions

The company, in cooperation with the Audit Committee, will jointly oversee the said related transactions in the future that will be reasonable and fair compensation as well being approval according to the relevant procedures and regulations correctly. The company will disclose the types and value of the company’s related transactions with persons who may have conflicts under the rules and regulations of the Securities and Exchange Commission of Thailand.

In the event that the related transactions occur with a person who may have conflict of interest or stakeholders, the company has a policy to assign the Audit Committee to give opinions on the price, compensation rate including necessity and appropriateness of such transactions. By voting at the meeting, the director who has a conflict of interest shall not be entitled to vote.

3. Investor Protection Measures

In order to protect investors, in case, there are any related transactions with the company that may have conflict of interest or stakeholders or may have conflict of interests in the future, the company will propose through the Board of Directors’ Meeting with attended Audit Committee. The consideration of such related transactions will ensure fair and reasonable determination of pricing policy. In case, the Audit Committee is not skillful in considering any related transactions, the company will assign independent experts or company’s auditor to give opinions on the said related transactions in order to support the decision making of the Board of Directors or shareholders, as the case may be. The Board of Directors must comply with the law governing on securities and stock exchange and regulations, announcements, orders, or requirements of the Stock Exchange of Thailand (SET). The company will comply with the regulations regarding the disclosure of information on such related transactions, and acquisitions or disposal of important assets of the company. Except to the related transactions that are in line with the normal course of business transactions, and has a policy in setting prices and conditions which are market prices or not different from third parties.

The company will disclose the related transactions in the Notes to Financial Statements, which audited by the auditor of the company. The company has a policy to enter into related transactions only in relation to the main business of the company. Currently, the company has the Audit Committee to audit the related transactions and the internal control system of the company, thus to ensure the transparency and increase investor confidence. Moreover, the company adheres to the principles of risk reduction for all types of businesses by having the Audit Committee to oversee the said risk factors as well.



Management Discussion and Analysis: MD&A

The main business group of the Company and its subsidiaries consists of:

1. Transformer Group

Transformer Business

In 2019, the transformer industry outlook of the government sector trended to improve since the government policy has changed the purchasing process from the original to E-Bidding system on 23 August 2017. The government officials have made an understanding of this procurement process of transformers returning to normal situation. As a result, there was an increase in received orders from 436 million baht in 2018 to 829 million baht in 2019.

For the private sector, it has also improved. The company received transformer orders for the Clean Fuel Project (CFP) of Thai Oil Public Company Limited, worth more than 700 million baht (recognize orders of 400 million baht in the 4th quarter 2019 and 300 million baht in January 2020) which will deliver the whole project in 2020. As a result, the received order for private sector increased from 495 million baht in 2018 to 1,393 million baht in 2019 (including the order from CFP project 300 million baht in January 2020)

In the export sector, there was a tendency to decrease from the previous year. In 2019, the company received orders from overseas valued 328 million baht, compared to 790 million baht in 2018, as the export sector effected by the appreciation of Thai baht against the US dollar compared to the beginning of the year 2019 and still affected from the trade war between China and the United States. In addition, most of the neighboring countries in the AEC group are trading and mainly relying on trade with China.

The company had transformers backlog as of 31 December 2019 at 1,518 million baht, which will be delivered in 2020 by 1,513 million baht and 5 million baht in 2021. In 2019, the company delivered products with higher gross profit margin, resulting in the increase in gross profit from 17.70% in 2018 to 24.68% in 2019.

However, the company forecasts that the demand of transformers in 2020 continue to improve due to the return of the government budget spending. The demand from private sector also increases due to government infrastructure investment. Moreover, the company has new products launch to the market, which is a special type of transformer called Unit Substation in response to the policies of bringing the air cables into the underground of the Metropolitan Electricity Authority in order to make Bangkok as an ASEAN metropolis and the Provincial Electricity Authority in provinces with tourist attractions to increase life safety, property and the landscape as well as beautiful environment protection. The company also introduces new Distribution Transformers with automatic voltage regulation to upgrade the quality of electrical systems to be more stability.

For exports sector, the company has to keep track closely on the change of export market situation and has adjusted the export plan since 2019 by selecting potential customers that is not much affected by trade war, such as Australia. In the first 2 months of 2020, the company received a new order worth approximately 86 million baht to export to Australia, Singapore, Vietnam, and Brunei.

For the existing domestic sector, there will be focusing on products with engineering design that is less competitive in the market. In combination with the results of PDP 2018, announced on April 30, 2019, transformer demand increases due to an increase in new power plant.

In addition, TRT has already increased its production capacity by building a new factory since December 2016. TRT has the overall production capacity increased from 5,000 MVA to 9,000 MVA, which will be able to support the production growth in the next 5 - 7 years. The increase in electricity demand under the PDP 2018 will cause to less the competition.

However, in the year 2020, the company expects that the price competition in the transformer business remains at the medium-high level. In order to reduce the risk in this regard, the company will focus on the market that needs products with engineering designs that are not very competitive both domestically and internationally to increase profit opportunities and will implement all measures to manage costs more efficiently to maintain a minimum average margin of 18% -20%

Furthermore, the company established a business unit to provide a one-stop transformer business service both in repair and maintenance including advice on high voltage engineering to increase revenue and profits, to maintain the current customer base and to build trust for new customers as well.

Repair and Services Work of Electricity Transformer

Transformer is durable product that has approximately 25-year lifespan and does not require much maintenance. Therefore, the amount of work and gross margin of repair and service depends on the need of users and product damage. The repair and service income increased from 44 million baht in 2018 to 56 million baht in 2019, with a gross profit margin in 2018 at 65% compared to 68% in 2019.

2. Non-Transformer Business Group consists of:

Assembly and distribution of Aerial Crane Device and Digger Derrick Unit for Electricity maintenance of Electricity managed by TRT E&S

Since 2017-2018, the government postponed the bidding for the Aerial Crane Device and Digger Derrick Unit projects, resulting that TRT E&S did not have backlog at the end of December 2018 to deliver in 2019. Therefore, TRT E&S revenue 2019 of 97 million bath consisted of 29 million baht of sale revenue and 68 million baht of service revenue. In May 2019, TRT E&S won the bidding of 41 Digger Derrick Unit worth 320 million baht, which is due for delivery in 2020. At the end of December 2019, the estimates for pending bids of 443 million baht, which TRT E & S had a market share of 15% -20% projected for delivery in 2020-2021.

Welding of Steel Fabrication, Engineering Procurement and Construction (EPC) and Construction Project managed by LDS

In 2016, LDS began to reorganize the organization to expand business for EPC, Construction Project with steel structures more than 50%, including labor skill development by receiving ASME certification in 2016, which was certified in the second quarter of 2017. This is to prepare for supporting high quality welded steel fabrication, such as Pressure Vessel apart from, the general Steel Fabrication work, which LDS already has expertise and quality manufacturing skills. As the result, the cost increased substantially. Meanwhile in 2016, the work of EPC, Ash and Gypsum Conveyor Belt System extension and the extension of the Conveyor Belt System to unloading soil (Waste Line 2), LDS signed contract with the Hongsa Power Plant in Laos PDR with the value of both projects totaling 201 million baht in November 2016, with work deadlines scheduled for 2017. Therefore, in 2016 and 2017, the revenue recognition of LDS did not catch up with the increasing expenses since 2015, resulting in the net loss of 34 million baht and 47 million baht in 2016 and 2017 respectively, most of which caused by sales growth was not sufficient with the expenses incurred. In 2018, because income was not sufficient to cover expense, it resulted in net loss of 74 million baht consisting of the adjustment of unused deferred income tax of previous year of 21 million baht and net loss before adjustment transaction of 54 million baht.

In 2019, the organization was improved to be more efficient by reducing sales and administrative expenses about 24% from 2018. However, with the economic conditions in 2019, the Steel Fabrication work was still stagnant and the change in policy of customers at the Lao PDR regarding EPC work from major a few sub-contractors to hiring more sub-contractors. Hence, this income disappeared in 2019 resulting in total revenue recognition in 2019 reduced by 48% from the forecast. As a result, there was insufficient income growth against expenses that caused in a loss of 84 million baht that consisted of unused tax benefits of previous years that once recognized as tax revenue of 15 million baht and a net loss of 69 million baht. However, LDS had backlog at the end of December 2019 at 81 million baht, which is due for delivery in 2020 while the work under negotiation at the end of December 2019, for 107 million baht, which is expected to be an estimated purchase order 20% - 25%.

In 2020, LDS has policy to improve the organization to increase capabilities of the personnel. In every month, LDS develops the follow-up working process to ensure that proper management will return in sale growth as target and meet break even in 2020-2021 as a base for profitability in the following year.

Operation and Maintenance of Conveyor Belt System at Hongsa Power Plant, Laos PDR, managed by JV L.D.S-N.D.P. (JV)

In 2018, JV extended the contract of operation and maintenance of the Coal Conveyor System for the operation and maintenance of the Lignite Hongsa Thermal Power Plant Project dated July 1 '2018, worth 24 million baht per year (average 1.98 million baht per month), for 2 years terms (contract expires on 30/6/2020). As a result, JV estimates revenue and other income total of 300-330 million baht (Relocation/Shift) by the year 2020.



In 2019, JV was in the process of reviewing the renewal of the Operation and Maintenance of Waste Line 2 (O&M WL2) contract and the Operation and Maintenance of Ash and Gypsum Conveyor Belt System (O&M Ash) contract. Hongsa Power Co., Ltd (HPC) opened bidding for both O&M W L2 and O&M Ash. The bid result announced on March 6 2019 was that JV did not win the bidding.

In 2019, JV recognized total revenue of 365 million baht compared to 360 million baht in 2018 and the net profit of the year 2019 was 1.5 million baht compared to 18 million baht in 2018. The lower net profit Impairment of assets in the amount of 24 million baht due to an estimation of assets that cannot be sold due to project closure

In 2020, JV is in the process of closing the project in Laos PDR. It is expecting that the project will close during 2020-2021.

Summary

In 2019, the overall picture of the Tirathai Group's business performance improved, resulting in the total revenue of the company and its subsidiaries totaling 2,466 million baht, decreased by 7% from the previous year with a gross profit margin of sales and services 27.63% comparable to 21.90% in 2018. The increase in gross profit margin was mainly from Transformer Business Group. As a result, as of 31 December 2019, the Company and its subsidiaries net profit attributable to major shareholders was 75.37 million baht compared to the same period last year as of December 31 2018, net loss attributable to major shareholders 30.76 million baht. As of 31 December 2019, the Company and its subsidiaries had total backlog of orders of 1,965 million baht, of which 1,960 million baht and 5 million baht that was planned to deliver in 2020 and 2021 respectively. The value of the work being bid and the estimate of the value of government projects that the company will enter bidding in February 2020 is approximately 8,834 million baht, which is expected to be an order around 20%-25%.

In 2020, the Company and its subsidiaries will implement the specified policies including effective cost management in order to maintain the average gross profit margin at the level of 18%-20% of the whole group. The Company and its subsidiaries will also implement other measures to control the risks at controllable level and to make sure that the implementation of the plan has appropriate controls.

Analysis of Results of Operations

1. Overview of Business Performance in the year 2019

(Million Baht	2018		2019		Change	% Change
Total revenue	2,636.62		2,466.17		(170.45)	-6.64%
Sales and Services Revenue	2,615.91	100%	2,415.98	100%	(199.93)	-7.64%
Net Profit Margin	572.85	22%	667.66	28%	94.80	16.55%
EBITDA	142.09	5%	279.47	12%	137.38	96.69%
EBIT	58.81	2%	196.20	8%	137.38	233.59%
Net Profit (Loss) attributable to equity	(30.76)	-1%	75.37	3%	106.13	345.01%

In 2019, the Company and its subsidiaries had a net profit attributable to equity shareholders of 75.37 million baht, compared to net loss attributable to equity shareholders of 30.76 million baht in 2018 with the following main factors.

1. The gross profit margin of revenue from sales and services in 2019 is at 27.63% compared to 21.90% in 2018. The increase in gross profit margin is due to the increase in gross profit margin of Transformer Group, which increased from 18.76% in 2018 to 26% in 2019 and gross profit margin of Non-Transformer Group increased from 31.58% in 2018 to 33.16% in 2019 mainly due to the increase in delivery of higher gross profit margin products.

2. The Selling Expenses for the year 2019 are in line with the company forecast of 96.04 million baht or 3.89% of total revenue compared to 157.13 million baht or 5.96% of total revenue. Due to the drop in exports to other countries, the expense of exports decreased proportionally.

3. The administrative expenses in 2019 are in line with the company forecast of 377.55 million baht or 15.31% of total revenue compared to 377.62 million baht or 14.32% of total revenue in 2018.

4. The Financial costs in 2019 are 62.60 million baht, representing 2.54% of total revenue, compared to 2018 at 64.64 million baht, or 2.45%. The increase in percentage of financial cost to total revenue in 2019 is lower than the one in 2018.

2. Structure of Revenue

(Million Baht)						
Structure of Income Transformer Group	2017	%	2018	%	2019	%
1. Revenue from Transformer - Domestic						
Power Transformer	652	27%	940	36%	867	35%
Distribution Transformer	543	23%	410	16%	690	28%
Total	1,195	49%	1,350	51%	1,556	63%
2. Revenue from Transformer - Export						
Power Transformer	286	12%	366	14%	151	6%
Distribution Transformer	115	4%	215	8%	94	4%
Total	401	16%	581	22%	244	10%
3. Revenue from Transformer Service	71	3%	44	2%	56	2%
Total Revenue from Transformer Group	1,667	68%	1,975	75%	1,857	75%
Non-Transformer Group						
4. Revenue from Steel Fabrication/EPC	357	15%	221	8%	98	4%
5. Revenue from Assembly and Distribution of Aerial Crane Device and Digger Derrick	70	3%	61	2%	97	4%
6. Revenue from Operation and Maintenance (O&M)	336	14%	358	14%	364	15%
7. Others Revenue	18	1%	21	1%	50	2%
Total Revenue from Non-Transformer Group	781	32%	661	25%	609	25%
Total Revenue	2,448	100%	2,636	100%	2,466	100%

*Other incomes include interest income, gain from FX, Taxes, and other incomes

In 2019, the Company and its subsidiaries reported total revenue of 2,466 million baht, which categorized into 1) the revenue from Transformer Group 1,857 million baht representing 75% and 2) the revenue from Non-Transformer Group 609 million baht representing 25% as following details.

1) Transformer business consisted of 2 types of revenue sources as follows

1.1) Sale Revenue from Power Transformers and of Distribution Transformers in 2019 amounted to 1,801 million baht derived from the electricity and domestic private sector accounting for 86%, and export sector accounting for 14% compared to 2018 at 1,931 million baht derived from the electricity and private sectors 70% and export sector 30%.

1.2) Service Business: Revenue from service business in 2019 composed of the revenue from installation of transformers service, repair, testing, maintenance, and other transformer related services in the amount of 56 million baht which was recognized by TRT.

2) Revenue from Non-Transformer business groups in the year 2019 for 609 million baht consisted of:

2.1) Revenue from Fabricate Steel / EPC amounting to 98 million baht.

2.2) Revenue from assembly and distribution of Aerial Crane Device and Digger Derrick Unit amounting 97 million baht



2.3) Revenue from JV of O&M WL2 and O&M Ash Projects in the amount of 364 million baht and

2.4) Other revenue of 50 million baht.

3. Financial Status

Statements of Financial Position

(Million Baht)	31 December 2018		31 December 2019		Change	% Change
Current Assets	1,923.84	61%	2,217.75	66%	293.91	15.28%
Non-current Assets	1,228.04	39%	1,159.85	34%	(68.19)	-5.55%
Total Assets	3,151.88	100%	3,377.59	100%	225.71	7.16%
Current Liabilities	1,851.50	59%	1,782.62	53%	(68.88)	-3.72%
Non-current Liabilities	285.45	9%	507.97	15%	222.52	77.95%
Total Liabilities	2,136.95	68%	2,290.59	68%	153.64	7.19%
Total Equity of Parent Company's Shareholders	1,029.06	33%	1,107.01	33%	77.95	7.57%

Total Asset: As of December 31 2019, the company had total assets of 3,377.59 million baht that increased by 225.71 million baht from the end of 2018 representing 7.16% as follows:

1. Current Asset increased by 293.91 million baht or 15.28% from 2018 as follows

Net Trade Receivables decreased by 247.20 million baht, most of them were good receivables, which was accounts receivable that was not yet due, accounting for 93% of the total net receivables.

Average collection period for the year 2019 was at 96 days that compared to 97 days in 2018 due to the collection period that depended on the contractual conditions of collection of each period in particular power transformer.

The Company has a policy to set up an allowance for doubtful accounts base on the amount of uncollectible debts. As of December 31 2019, the Company and its subsidiaries recorded additional allowance for doubtful accounts of 0.30 million baht in 2019, but the debt collection returned for 0.8 million baht. Hence, the allowance for doubtful accounts bad debt at the end of 2019 was 16.59 million baht, compared to 17.09 million baht in 2018.

Other Account Receivables increased by 6.54 million baht.

Inventories increased by 212.06 million baht due to management of raw materials and finished goods in order to reserve production for appropriate work delivery in 2020. Moreover, the management considered to set up an allowance for diminishing product value for products that was higher than the net realizable value and for deteriorated and long-lasting products in accordance with Accounting Standard-TAS 2. In 2019, the allowance for goods increased by 2.03 million baht resulting in 31 December 2019 the inventory values increased from 20.42 million baht in 2018, to 22.46 million baht in 2019.

Other current assets decreased by 7.34 million baht.

2. Non-Current Assets: At the end of the year 2019, the non-current assets decreased by 68.19 million baht or 5.55%. The main factor comes from the reduction of Land, Plant and Equipment net for 61.99 million baht and deferred income tax and net withholding tax decreased by 2.22 million baht.

Total Liabilities: As of December 31 2019, the Company and its subsidiaries had total liabilities of 2,290.59 million baht, that increased by 153.64 million baht or 7.19%, most of which was an increase of non-current liabilities of 222.52 million baht or 77.95%. The main factor comes from an increase in liabilities under finance lease agreements and long-term debentures Net from the portion due within 1 year, because in June 2019 the company and its subsidiaries restructured debt from 700 million-baht debentures into long-term loans and sales and lease back agreements for machinery by a financial institution.

Attributable to equity shareholders of Parent Company: As of December 31 2019, the Company and its subsidiaries had the total shareholders' equity of the parent company at 1,107.01 million baht, that increased by 77.95 million baht from the end of the previous year, or 7.57%. The main reason was that the Company and its subsidiaries had a net profit for major shareholder for the year 2019 for 75.37 million baht.

Appropriateness of Capital Structure

At the end of the year 2019, the Company and its subsidiaries had Debt to Equity ratio of the major shareholder of the company, at 2.07 times equal to the one of 2018. Interest Bearing Debt to Equity Ratio at the end of year 2019 was 1.43 times, indicating well management of the interest-bearing liabilities to be in appropriate proportion, which is lower than 1.5 times as stipulated in the conditions of debentures of the company currently issued.

The Liquidity current ratio of the Company and its subsidiaries was 1.24 times in 2019, increased from 1.04 times in the previous year. The main factor comes from having cash and equivalent at the end of December 2019, that increased by 335 million baht from the year 2018.

Interest coverage ratio in 2019 was 2.16 times, which is lower than the previous year at 2.27 times and the Debt Service Coverage Ratio (DSCR) was 0.85 times, which was higher than 0.32 times of the year 2018. This is due to an increase in Earnings before Interest, Tax, Depreciation, and Amortization (EBITDA) that increased from 146.88 million baht in 2018 to 281.76 million baht in 2019.

In conclusions, the Company and its subsidiaries has a policy to control the interest-bearing debt to equity ratio not exceed 1.5 times and to manage EBITDA to be in the ratio suitable for the principal and interest burden. Other than this, the company has the policy to reserve short-term loans from financial institutions with the conditions that the company can call for short-term loans in no more than 3 to 5 days and can repay before the due date without penalty fee. The credit limit is to be reviewing annually. At the end of December 2019, the Company and its subsidiaries had this type of credit limit approximately 350 million baht to reserve the liquidity of the Company and its subsidiaries under strict management, the capital structure maintaining at an appropriate level.

4. The Liquidity

Liquidity (Million Baht)	<u>2019</u>
Net Cash Flows (outflow) from operating activities	313.75
Net Cash Flows (outflow) from investing activities	220.23
Net Cash Flows (outflow) from financial activities	<u>(199.18)</u>
Net increase (decrease) in Cash and Cash Equivalent	334.81
Beginning Balance Cash and Cash Equivalent	248.42
Foreign Exchange Gain (Loss)	0.11
Ending Balance Cash and Cash Equivalent	<u>583.34</u>

The Company and its subsidiaries had cash and cash equivalent balance at the end of December 2019 at 583.34 million baht, which is higher than the beginning cash balance in the year 2018 of 248.42 million baht. The net cash inflow from operating activities was 313.75 million baht and the income from investment activities was 220.23 million baht, which showed the ability to manage the cash liquidity at good level of the operation. As a result, the cash and cash equivalent at the end of 2019 was 583.34 million baht.



Report of the Board of Directors' Responsibilities for Financial Statements

To Shareholders

The Board of Directors is responsible for the consolidated financial statement of the Company and its Subsidiaries, including financial information in the Annual Report and the Company's financial statements. The Board of Directors is of the opinion that the Company's financial statements for the year ended 31 December 2019 have been prepared in accordance with generally accepted accounting principles, with appropriate accounting practices applied on a conservative and consistent basis. Where judgment and estimates were required, these were made with careful and reasonable consideration, and adequate disclosures have been made in the notes to the financial statements. These financial statements have been audited by independent certified auditors who have given their unqualified opinions.

The Board of Directors supports the practice of good corporate governance in the Company and endeavors to improve the structure of the Board of Directors accordingly so that the Company's operation is efficient, transparent and reliable. The Board of Directors has appointed an Audit Committee, which comprises three independent directors who are responsible for reviewing the financial reports and the internal control and audit system of the Company. The Audit Committee has expressed its opinion with regard to the stated matters in the Report of the Audit Committee, which is presented in this Annual Report.

The Board of Directors is of the opinion that the Company's internal control system is adequate and appropriate and can reasonably assure the creditability of the Company's financial statements for the year ended 31 December 2019.



Mr. Annop Tagajarin
Independent Director/
Chairman of Audit Committee



Mr. Sumpan Vongphan
Vice Chairman of the Board of Director /
Managing Director

FINANCIAL STATEMENTS

TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
THAILAND

FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019
AND
INDEPENDENT AUDITOR'S REPORT

EXPRESSED IN
THAI BAHT



Independent Certified Public Accountant's Report



A. M. T. & Associates

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INDEPENDENT AUDITOR'S REPORT

To The Shareholders and Board of Directors of Tirathai Public Company Limited

Opinion

I have audited the consolidated financial statements of Tirathai Public Company Limited and its subsidiaries (the "Group") and the separate financial statements of Tirathai Public Company Limited (the "Company") which comprise the consolidated and separate statements of financial position as of December 31, 2019, and the related consolidated and separate statements of changes in equity, income, comprehensive income, and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of Tirathai Public Company Limited and its subsidiaries and of Tirathai Public Company Limited as of December 31, 2019, and financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards ("TFRSs").

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing ("TSAs"). My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of my report. I am independent of the Group in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

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

Key Audit Matters included Audit Procedures are as follows:

Presentation of inventory valuation (the consolidated and separate financial statements)

As describe in Note 2.6 and 7 to the financial statement, inventories which stated at the lower of cost and net realizable value are significant amount. And the management used information from inventory aging analysis report and individual obsolete stock analysis report to consider the allowance for inventories declining value, therefore, I have identified that the valuation of inventories is the significant matter that requires special attention in the audit.

My audit procedure on such matter

I assessed and tested the internal control related to the calculation of inventory cost, observed the inventory count, checked the aging report of inventories, inquired the management, and considered reasonableness of the policy regarding setup allowance for inventories declining value, and tested compliant of the allowance for inventories declining value to the policy. Including test the calculation of the allowance for inventories declining value by comparing cost of inventories and net realizable value. Additionally, I considered the adequacy of the information disclosure related to the measurement of inventories.

Other Information

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

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

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

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



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 Group or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

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

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

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

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



(CHAIYUTH ANGSUWITHAYA)
Certified Public Accountant
Registration No. 3885

A.M.T. & ASSOCIATES
Bangkok, Thailand
February 21, 2020



TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION
AS OF DECEMBER 31, 2019

		BAHT			
		CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		AS OF DECEMBER 31,		AS OF DECEMBER 31,	
NOTE		2019	2018	2019	2018
ASSETS					
CURRENT ASSETS					
		583,335,022.03	248,417,436.80	484,137,718.15	190,743,076.35
Cash and cash equivalents		701,380.00	690,540.00	701,380.00	690,540.00
Current investments - investments units		519,203,580.08	766,399,910.87	431,555,572.73	642,680,419.02
Trade receivables - net	3, 4 and 26	3,448,789.25	8,530,299.77	-	-
Unbilled contract revenue	5	68,416,266.06	61,876,016.03	47,264,005.39	35,108,582.95
Other receivables	6 and 26	-	-	5,280,000.00	5,280,000.00
Current portion of long - term loans to related parties	10 and 26	1,029,829,893.28	817,772,349.14	760,875,235.31	701,031,203.20
Inventories - net	3 and 7	6,365,389.08	14,257,784.93	-	6,224,252.94
Other current assets		4,568,987.68	4,165,098.22	17,513,500.29	1,627,900.00
- Refundable income tax - current period		1,671,923.85	1,418,985.50	-	-
- Advances payment for goods and services	26	204,582.16	310,651.95	63,329.40	168,755.91
- Retention					
- Others					
Total current assets		2,217,745,813.47	1,923,839,073.21	1,747,390,741.27	1,583,554,730.37
NON - CURRENT ASSETS					
Investments in subsidiaries	8	-	-	138,188,700.00	138,188,700.00
Other long - term investments	9 and 13	38,001,804.93	37,787,625.30	37,705,276.06	37,493,591.06
Long - term loans to related parties - net of current portion	10 and 26	-	-	293,826,882.57	282,106,882.57
Property, plant and equipment - net	11, 13, 15 and 16	994,856,661.46	1,056,850,054.98	902,717,668.80	916,792,889.59
Goodwill		19,772,301.79	19,772,301.79	-	-
Intangible assets - net	12	5,516,154.38	9,101,407.78	3,836,743.21	5,464,099.92
Deferred tax assets	3 and 23	35,031,999.14	51,361,281.98	26,468,953.87	29,464,062.42
Other non - current assets					
- Refundable income tax - prior period		44,551,947.66	30,440,756.42	18,278,671.02	11,854,918.08
- Advance payment for assets		15,756,000.00	15,756,000.00	15,756,000.00	15,756,000.00
- Others		6,358,604.83	6,968,628.02	3,059,312.44	3,440,410.02
Total non - current assets		1,159,845,474.19	1,228,038,056.27	1,439,838,207.97	1,440,561,553.66
TOTAL ASSETS		3,377,591,287.66	3,151,877,129.48	3,187,228,949.24	3,024,116,284.03

The accompanying notes to financial statements are an integral part of these financial statements.

TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION
AS OF DECEMBER 31, 2019

NOTE	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	AS OF DECEMBER 31,		AS OF DECEMBER 31,	
	2019	2018	2019	2018
LIABILITIES AND SHAREHOLDERS' EQUITY				
CURRENT LIABILITIES				
Bank overdrafts and short - term loans				
from financial institutions	13	885,348,886.09	734,350,367.67	644,965,274.66
Trade payables				
- Related parties	26	3,069,476.90	-	26,647,639.98
- Others		394,764,066.88	365,106,914.94	317,533,473.98
Other payables	14	136,565,677.53	182,092,681.75	104,806,624.08
Current portion of liabilities under finance lease agreements	15	26,301,648.47	-	26,301,648.47
Current portion of long - term loans	16	41,618,287.93	-	41,618,287.93
Current portion of long - term debentures	17	199,826,956.66	399,642,962.43	199,826,956.66
Short - term debentures	17	-	99,286,465.70	-
Income tax payable		35,390,839.42	6,478,246.71	22,685,563.54
Other current liabilities				
- Advances received for goods and services	5	56,330,684.77	54,323,836.33	52,395,346.23
- Accrued dividend payment		211,202.07	211,202.07	211,202.07
- Others		3,188,250.95	10,003,770.03	2,163,789.76
Total current liabilities		1,782,615,977.67	1,851,496,447.63	1,439,155,807.36
NON - CURRENT LIABILITIES				
Liabilities under finance lease agreements - net of current portion	15	169,541,934.73	-	169,541,934.73
Long - term loans - net of current portion	16	233,121,595.34	-	233,121,595.34
Long - term debentures - net of current portion	17	-	199,463,953.21	-
Provisions for employee benefits	18	105,311,392.92	85,988,972.86	84,120,060.79
Total non - current liabilities		507,974,922.99	285,452,926.07	486,783,590.86
Total liabilities		2,290,590,900.66	2,136,949,373.70	1,925,939,398.22
SHAREHOLDERS' EQUITY				
Share capital				
Authorized share capital				
359,202,865 ordinary shares of Baht 1.00 each		359,202,865.00	359,202,865.00	359,202,865.00
Issued and fully paid - up share capital				
308,008,272 ordinary shares of Baht 1.00 each		308,008,272.00	308,008,272.00	308,008,272.00
Share premium		260,145,145.84	260,145,145.84	260,145,145.84
Retained earnings				
Appropriated - legal reserve	20	35,920,286.50	35,920,286.50	35,920,286.50
Unappropriated		502,931,720.09	424,985,850.46	657,215,846.68
Total equity of parent Company's shareholders		1,107,005,424.43	1,029,059,554.80	1,261,289,551.02
Non - controlling interests		(20,005,037.43)	(14,131,799.02)	-
Total shareholders' equity		1,087,000,387.00	1,014,927,755.78	1,261,289,551.02
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		3,377,591,287.66	3,151,877,129.48	3,187,228,949.24

The accompanying notes to financial statements
are an integral part of these financial statements.



TITATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN EQUITY
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

	BAHT									
	Equity holder of parent company					Other components of equity				
	Retained earnings		Total equity of parent Company's shareholders			Other comprehensive income (loss)		Non - controlling interests		Total shareholder's equity
	Issued and fully paid - up share capital	Share premium	Appropriated - legal reserve	Unappropriated	on defined employee benefit plans	Actuarial gains (losses)				
NOTE										
Balances as of January 1, 2019	308,008,272.00	260,145,145.84	35,920,286.50	424,985,850.46	-	-	1,029,059,554.80	(14,131,799.02)		1,014,927,755.78
Cumulative effects of changes in accounting policies										
due to the adoption of new financial report standard	-	-	-	1,478,665.88	-	-	1,478,665.88	119,891.83		1,598,557.71
Balances as of January 1, 2019 (after adjustment)	308,008,272.00	260,145,145.84	35,920,286.50	426,464,516.34	-	-	1,030,538,220.68	(14,011,907.19)		1,016,526,313.49
Total comprehensive income (loss) for the year	-	-	-	75,369,867.66	1,097,336.09	1,097,336.09	76,467,203.75	(5,993,130.24)		70,474,073.51
Transferred to retained earning	-	-	-	1,097,336.09	(1,097,336.09)		-	-		-
Ending balances as of December 31, 2019	308,008,272.00	260,145,145.84	35,920,286.50	502,931,720.09	-	-	1,107,005,424.43	(20,005,037.43)		1,087,000,387.00
Balances as of January 1, 2018	308,008,272.00	260,145,145.84	35,920,286.50	440,708,745.17	-	-	1,044,782,449.51	(10,001,750.47)		1,034,780,699.04
Total comprehensive income (loss) for the year	-	-	-	(30,762,284.49)	15,039,389.78	15,039,389.78	(15,722,894.71)	(4,130,048.55)		(19,852,943.26)
Transferred to retained earning	-	-	-	15,039,389.78	(15,039,389.78)		-	-		-
Ending balances as of December 31, 2018	308,008,272.00	260,145,145.84	35,920,286.50	424,985,850.46	-	-	1,029,059,554.80	(14,131,799.02)		1,014,927,755.78

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The accompanying notes to financial statements are an integral part of these financial statements.

TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN EQUITY
SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

	BAHT				
	Issued and fully paid - up share capital	Retained earnings		Other components of equity Other comprehensive income (loss) Actuarial gains (losses) on defined employee benefit plans	Total shareholder's equity
		Share premium	Appropriated - legal reserve	Unappropriated	
Balances as of January 1, 2019	308,008,272.00	260,145,145.84	35,920,286.50	510,716,715.55	1,114,790,419.89
Total comprehensive income (loss) for the year	-	-	-	-	-
Ending balances as of December 31, 2019	308,008,272.00	260,145,145.84	35,920,286.50	510,716,715.55	1,114,790,419.89
Balances as of January 1, 2018	308,008,272.00	260,145,145.84	35,920,286.50	486,838,748.08	1,090,912,452.42
Total comprehensive income (loss) for the year	-	-	-	15,914,474.87	23,877,967.47
Transferred to retained earnings	-	-	-	(7,963,492.60)	-
Ending balances as of December 31, 2018	308,008,272.00	260,145,145.84	35,920,286.50	510,716,715.55	1,114,790,419.89

The accompanying notes to financial statements are an integral part of these financial statements.



TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF INCOME
FOR THE YEAR ENDED DECEMBER 31, 2019

	NOTE	BAHT			
		CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		FOR THE YEAR ENDED DECEMBER 31,		FOR THE YEAR ENDED DECEMBER 31,	
		2019	2018	2019	2018
REVENUES					
Revenues from sales	3	1,887,246,555.12	2,094,435,461.20	1,800,682,340.58	1,931,545,671.98
Revenues from services		488,501,948.78	440,696,047.76	55,947,873.63	43,842,160.78
Revenues from construction contracts		40,232,515.12	80,779,926.63	-	-
Others income					
- Gain on exchange rate		20,054,583.90	6,004,042.92	17,352,409.27	5,495,942.10
- Reversal of allowance for doubtful accounts - net	4	500,728.51	1,100,000.00	500,728.51	1,100,000.00
- Others		29,633,704.09	13,604,241.52	35,542,025.46	22,075,205.02
Total Revenues	26	2,466,170,035.52	2,636,619,720.03	1,910,025,377.45	2,004,058,979.88
EXPENSES					
Cost of sales	3 and 7	1,430,230,249.11	1,700,909,330.04	1,356,219,327.35	1,589,620,475.65
Cost of services		285,020,486.95	267,185,637.80	18,156,153.36	15,167,789.94
Cost of construction contracts		33,074,135.94	74,964,557.69	-	-
Selling expenses		96,041,318.31	157,126,460.76	87,533,682.80	144,195,962.10
Administrative expenses	18	377,550,981.71	377,620,360.51	208,987,455.56	178,168,593.37
Other expense					
- Vat - not to be refundable		23,937,179.56	-	-	-
- Loss on impairment of assets	11	24,117,732.04	-	-	-
Finance costs		62,604,712.42	64,636,131.27	56,834,325.06	58,790,594.11
Total Expenses	22 and 26	2,332,576,796.04	2,642,442,478.07	1,727,730,944.13	1,985,943,415.17
PROFIT (LOSS) BEFORE INCOME TAX EXPENSES		133,593,239.48	(5,822,758.04)	182,294,433.32	18,115,564.71
TAX EXPENSES (INCOME)	3 and 23	64,216,606.57	29,369,690.69	35,795,302.19	2,201,089.84
PROFIT (LOSS) FOR THE YEARS		69,376,632.91	(35,192,448.73)	146,499,131.13	15,914,474.87
PROFIT (LOSS) FOR THE PERIODS ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT		75,369,867.66	(30,762,284.49)	146,499,131.13	15,914,474.87
NON - CONTROLLING INTERESTS		(5,993,234.75)	(4,430,164.24)	-	-
		69,376,632.91	(35,192,448.73)	146,499,131.13	15,914,474.87
PROFIT (LOSS) PER SHARE	24				
BASIC EARNINGS (LOSS) PER SHARE					
PROFIT (LOSS) EQUITY HOLDERS OF THE PARENT		0.24	(0.10)	0.48	0.05

The accompanying notes to financial statements
are an integral part of these financial statements.

TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2019

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	FOR THE YEAR ENDED DECEMBER 31,		FOR THE YEAR ENDED DECEMBER 31,	
NOTE	2019	2018	2019	2018
PROFIT (LOSS) FOR THE YEARS	69,376,632.91	(35,192,448.73)	146,499,131.13	15,914,474.87
OTHER COMPREHENSIVE INCOME (LOSS):				
Items that will not be reclassified subsequently to profit or losses:				
Actuarial gains (losses) on defined employee benefit plans	18	1,371,800.75	19,174,381.84	-
Deferred tax relating to other component of equity	23	(274,360.15)	(3,834,876.37)	(1,990,873.15)
Total items that will not be reclassified subsequently to profit or losses		1,097,440.60	15,339,505.47	7,963,492.60
OTHER COMPREHENSIVE INCOME (LOSS) FOR THE YEARS		1,097,440.60	15,339,505.47	7,963,492.60
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEARS		70,474,073.51	(19,852,943.26)	23,877,967.47
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEARS				
ATTRIBUTABLE TO:				
EQUITY HOLDERS OF THE PARENT		76,467,203.75	(15,722,894.71)	23,877,967.47
NON - CONTROLLING INTERESTS		(5,993,130.24)	(4,130,048.55)	-
		70,474,073.51	(19,852,943.26)	23,877,967.47



TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2019

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	FOR THE YEAR ENDED DECEMBER 31,	FOR THE YEAR ENDED DECEMBER 31,	FOR THE YEAR ENDED DECEMBER 31,	FOR THE YEAR ENDED DECEMBER 31,
	2019	2018	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit (loss) for the years	69,376,632.91	(35,192,448.73)	146,499,131.13	15,914,474.87
Adjustments to reconciles net profit (loss) for the year to net cash provided by (use in) operating activities:				
Depreciation and amortization expenses	85,565,405.77	88,070,008.51	54,054,706.59	56,844,428.52
Withholding tax write - off	138,274.11	-	-	-
Unrealized loss (gain) on exchange rate	(290,509.44)	441,971.26	323,755.65	(1,071,317.77)
Loss on devaluation of inventories (reversal)	2,033,489.32	(3,115,316.28)	2,033,489.32	(2,915,191.18)
Loss (gain) from decline in value of marketable securities	(10,840.00)	111,320.00	(10,840.00)	111,320.00
Loss (gain) on sale and write - off of property, plant and equipment	3,148,398.02	2,115.80	(1,326,559.62)	(285,370.83)
Loss on impairment of assets	24,117,732.04	-	-	-
Provision for loss on sale order for undelivered goods (reversal)	-	(2,399,791.15)	-	(1,884,652.76)
Vat - not to be refundable	23,937,179.56	-	-	-
Bad debt and doubtful accounts (reversal)	(500,728.51)	(1,100,000.00)	(500,728.51)	(1,100,000.00)
Provisions for employee benefits	32,328,642.20	11,751,671.00	26,768,953.40	7,826,719.00
Interest income	(909,005.19)	(2,079,016.01)	(15,408,746.93)	(15,185,218.94)
Finance costs	62,604,712.42	64,636,131.27	56,834,325.06	43,516,410.13
Tax expenses (income)	64,216,606.57	29,369,690.69	35,795,302.19	2,201,089.84
Profit (loss) from operating activities before changes in operating assets and liabilities	365,755,989.78	150,496,336.36	305,062,788.28	103,972,690.88
Operating assets decrease (increase)				
Trade receivables	259,360,212.99	(121,355,229.93)	207,182,854.88	(155,433,992.68)
Unbilled contract revenue	5,081,510.52	(418,803.55)	-	-
Other receivables	(30,411,565.90)	(8,409,356.61)	(2,294,606.78)	(4,848,705.37)
Inventories	(229,004,113.66)	(17,067,721.87)	(61,877,521.43)	14,282,986.97
Other current assets	(550,758.02)	15,367,890.37	(15,780,173.78)	1,130,344.09
Operating liabilities increase (decrease)				
Trade payables - related parties	3,069,476.90	-	(11,441,343.41)	2,730,462.71
Trade payables - others	31,939,302.87	5,507,841.32	51,206,763.21	(14,958,708.23)
Other payables	(49,020,142.47)	58,053,241.25	(47,827,767.49)	52,781,303.50
Other current liabilities	(4,824,975.18)	1,146,560.84	(3,284,691.12)	2,894,946.20
Employee benefit obligation paid	(11,634,421.39)	(2,220,796.00)	(8,776,266.86)	(2,038,390.00)
Cash received (paid) from operating activities	339,760,516.44	81,099,962.18	412,170,035.50	512,938.07
Net cash received (paid) for income tax	(26,005,800.10)	(18,074,521.00)	(10,314,130.10)	(6,299,885.51)
Net cash inflow (outflow) from operating activities	313,754,716.34	63,025,441.18	401,855,905.40	(5,786,947.44)

.../2

The accompanying notes to financial statements are an integral part of these financial statements.

TIRATHAI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2019

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	FOR THE YEAR ENDED DECEMBER 31,		FOR THE YEAR ENDED DECEMBER 31,	
	2019	2018	2019	2018
CASH FLOWS FROM INVESTING ACTIVITIES				
Interest received	843,141.50	2,256,843.44	5,547,931.27	4,186,162.87
Proceeds from sales of property, plant and equipment	254,647,031.80	324,241.70	252,406,280.37	323,373.83
Acquisition in property, plant and equipment	(33,965,723.33)	(29,501,992.34)	(21,812,160.62)	(11,189,847.16)
Decrease (increase) in loan to related party	-	-	(11,720,000.00)	(13,000,000.00)
Decrease (increase) in other long - term investments	(214,179.63)	(357,804.94)	(211,685.00)	(355,342.50)
Decrease (increase) in intangible assets	(1,687,691.91)	(7,484,374.31)	(1,373,183.75)	(6,229,531.00)
Decrease (increase) in other non - current assets	610,023.19	424,764.85	381,097.58	565,374.00
Net cash inflow (outflow) from investing activities	220,232,601.62	(34,338,321.60)	223,218,279.85	(25,699,809.96)
CASH FLOWS FROM FINANCING ACTIVITIES				
Finance cost paid	(60,922,018.90)	(64,681,949.71)	(55,841,958.94)	(42,465,988.26)
Increase (decrease) in bank overdrafts and short - term loans from financial institution	153,635,381.30	133,066,547.23	15,945,510.62	152,274,439.94
Cash received from long - term loans - net	274,050,000.00	-	274,050,000.00	-
Cash received from debenture issuance - net	-	98,468,000.00	-	98,468,000.00
Redemption	(500,000,000.00)	(260,000,000.00)	(500,000,000.00)	(260,000,000.00)
Cash paid to liabilities under finance lease agreement	(14,244,547.69)	-	(14,244,547.69)	-
Cash paid for guarantee deposit under finance lease agreement (purchase option equivalent)	(51,696,000.00)	-	(51,696,000.00)	-
Net cash inflow (outflow) from financing activities	(199,177,185.29)	(93,147,402.48)	(331,786,996.01)	(51,723,548.32)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	334,810,132.67	(64,460,282.90)	293,287,189.24	(83,210,305.72)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	248,417,436.80	313,415,181.24	190,743,076.35	274,250,779.13
EFFECT FROM EXCHANGE RATE CHANGES ON BALANCES HOLD IN FOREIGN CURRENCIES	107,452.56	(537,461.54)	107,452.56	(297,397.06)
CASH AND CASH EQUIVALENTS, ENDING OF YEAR	583,335,022.03	248,417,436.80	484,137,718.15	190,743,076.35
SUPPLEMENTAL DISCLOSURES OF CASH FLOWS INFORMATION :				
Activities not affecting cash :				
Increase in liabilities under finance lease agreement from purchase of property, plant and equipment	251,696,000.00	-	251,696,000.00	-
Increase in payable on purchase of assets from purchase of property, plant and equipment	4,703,281.90	-	4,703,281.90	-

The accompanying notes to financial statements are an integral part of these financial statements.



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

1. GENERAL INFORMATION

1.1 General matter

The Company was incorporated as a limited company under the Thai Civil Commercial Code on August 20, 1987, and changed its status to a public limited company under the Public Limited Company Act on July 13, 2005 and the Company's share had been approved to be listed in the Market for Alternative Investment (MAI) on May 10, 2006. The address of its registered office is 516/1 Moo 4 Bangpoo Industrial Estate, Sukhumvit Road Samutprakarn. The Company operates in Thailand, with the principal activity in manufacturing, repairing and maintenance service of transformer and sales transformer equipment.

1.2 Basis for preparation of financial statements

1.2.1 These financial statements have been prepared in accordance with financial reporting standards and guidelines promulgated by the Federation of Accounting professions.

These financial statements are presented in Thai Baht, which is the functional currency of the Company and its subsidiaries.

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

An English language version of the financial statements has been prepared from the statutory financial statements that were issued in Thai language. In case of conflict or difference in understanding, the financial statements in Thai language shall prevail.

1.2.2 Basis for consolidation of financial statements

1) These consolidated financial statements include the financial statements of Tirathai Public Company Limited and its subsidiaries ("the Group" and "the Company and its subsidiaries") and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended December 31, 2018 are as follow:

Company	Type of Business	Relationship	Holding of investment (%)	
			2019	2018
<u>Direct Subsidiaries:</u>				
Tirathai E&S Co., Ltd.	Distribution, installation and maintenance service of electrical power equipment	Direct shareholding and joint directors	99.99	99.99
Thaifin Co., Ltd.	Manufacturing, repairing and maintenance service of transformer equipment	Direct shareholding and joint directors	99.99	99.99
L.D.S. Metal Work Co., Ltd.	General custom metal work service	Direct shareholding and joint directors	92.50	92.50
<u>Indirect Subsidiary:</u>				
Joint Venture L.D.S. - N.D.P. (L.D.S. Metal Work Co., Ltd's holding is 80% and Tirathai E&S Co., Ltd's holding is 20%)	Submit tenders or offer to work for a foreign country (Obtained the tax ID number with the Revenue Department on January 27, 2015)	Indirect shareholding	-	-

As of December 31, 2019 and 2018, Joint Venture L.D.S - N.D.P's capital amount Baht 100 million.

- 2) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- 3) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- 4) Significant intercompany transactions are eliminated from the consolidated financial statements.

1.3 Related parties

Through shareholding and/or director are as follow:

- Tirathai E&S Company Limited
- Thaifin Company Limited
- L.D.S. Metal Work Company Limited
- Joint Venture L.D.S. - N.D.P.
- Fuji Tusco Corrugate Company Limited

1.4 Adoption of new financial reporting standards

1.4.1 Financial reporting standards which are effective for the current year

During the year, the Group adopted a number of revised and new accounting standards and financial reporting standards including their interpretations, issued by the Federation of Accounting Professions, which are effective for financial statements year beginning on or after January 1, 2019. Adoption of the above standards in the current year do not have material effect on the financial statement, except for the 1st time of adoption of TFRS 15 Revenue from Contracts with Customers supersedes TAS 11 (revised 2017) Construction Contracts, TAS 18 (revised 2017) Revenue together with related interpretation which affecting the financial statement as described in Note 3 to the financial statements.

1.4.2 Financial reporting standards which are not effective for the current year

The Federation of Accounting Professions has issued the new accounting standard, financial reporting standards, accounting standard interpretations and financial reporting standard interpretations, which are effective for financial statements period beginning on or after January 1, 2020 is as follows:

Accounting Standard

TAS	1	Presentation of Financial Statements
TAS	2	Inventories
TAS	7	Statement of Cash Flows
TAS	8	Accounting Policies, Changes in Accounting Estimates and Errors
TAS	10	Events after the Reporting Period
TAS	12	Income Taxes
TAS	16	Property, Plant and Equipment
TAS	19	Employee Benefits
TAS	20	Accounting for Government Grants and Disclosure of Government Assistance



Accounting Standard

TAS	21	The Effects of Changes in Foreign Exchange Rates
TAS	23	Borrowing Costs
TAS	24	Related Party Disclosures
TAS	26	Accounting and Reporting by Retirement Benefit Plans
TAS	27	Separate Financial Statements
TAS	28	Investments in Associates and Joint Ventures
TAS	29	Financial Reporting in Hyperinflationary Economies
TAS	32	Financial Instruments: Presentation
TAS	33	Earnings per Share
TAS	34	Interim Financial Reporting
TAS	36	Impairment of Assets
TAS	37	Provisions, Contingent Liabilities and Contingent Assets
TAS	38	Intangible Assets
TAS	40	Investment Property
TAS	41	Agriculture

Financial Reporting Standard

TFRS	1	First - time Adoption of Thai Financial Reporting Standards
TFRS	2	Share - based Payment
TFRS	3	Business Combinations
TFRS	4	Insurance Contract
TFRS	5	Non - current Assets Held for Sale and Discontinued Operations
TFRS	6	Exploration for and Evaluation of Mineral Resources
TFRS	7	Financial Instruments: Disclosures
TFRS	8	Operating Segments
TFRS	9	Financial Instruments
TFRS	10	Consolidated Financial Statements
TFRS	11	Joint Arrangements
TFRS	12	Disclosure of Interests in Other Entities
TFRS	13	Fair Value Measurement
TFRS	15	Revenue from Contracts with Customers
TFRS	16	Leases

Accounting Standard Interpretations

TSIC	10	Government Assistance - No Specific Relation to Operating Activities
TSIC	25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders
TSIC	29	Service Concession Arrangements: Disclosures
TSIC	32	Intangible Assets - Web Site Costs

Financial Reporting Standard Interpretations

TFRIC	1	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC	5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC	7	Applying the Restatement Approach under TAS 29 Financial Reporting in Hyperinflationary Economies
TFRIC	10	Interim Financial Reporting and Impairment
TFRIC	12	Service Concession Arrangements
TFRIC	14	TAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction
TFRIC	16	Hedges of a Net Investment in a Foreign Operation
TFRIC	17	Distributions of Non - Cash Assets to Owners
TFRIC	19	Extinguishing Financial Liabilities with Equity Instruments
TFRIC	20	Stripping Costs in the Production Phase of a Surface Mine
TFRIC	21	Levies
TFRIC	22	Foreign Currency Transactions and Advance Consideration
TFRIC	23	Uncertainty over Income Tax Treatments

The management of the Group has assessed TAS, TFRS, TSIC and TFRIC which are effective for financial statement year beginning on or after January 1, 2020 is as follows:

1) TAS 1, TAS 2, TAS 7, TAS 8, TAS 10, TAS 12, TAS 16, TAS 19, TAS 21, TAS 23, TAS 24, TAS 27, TAS 28, TAS 33, TAS 34, TAS 36, TAS 37, TAS 38, TFRS 8, TFRS 12, TFRS 13, TFRS 15 and TFRIC 22 will not have material impact on the financial statements when they are applied.

2) The management of the Group is currently evaluating the impact of TAS 32, TFRS 7, TFRS 9, TFRS 16, TFRIC 16 and TFRIC 19 to the financial statements when they are adopted.

3) The other TAS, TFRS, TSIC and TFRIC which have not been stated in No.1) and No.2) are not relevant to the Group business, therefore they do not have impact on the financial statement when they are applied.



2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Revenue recognition

Before 2019, revenues from sale are recognized as revenue when goods are delivered and the risk and reward of goods ownership are transferred to customers and since 2019, revenues from sale are recognized as revenue at the point in time when control of goods is transferred to the customer, generally by delivery of the goods, except for revenue from sale related to “Contract for special product” which are recognized as revenue by reference of the stage of completion.

Revenues from installation, repair, maintenance and other services are recognized by reference of the stage of completion.

Revenues from construction contracts are recognized using the percentage - of - completion method by refer to the completion of a physical proportion of the contract work performed as assessed by the project engineers and customers or by refer to the proportion that actual construction costs incurred for work performed up to the end of the period to the estimated total construction costs to be incurred to completion depending on the nature of the contract. When the outcome of a construction contract cannot be estimated reliably, the revenue shall be recognized only to the extent of construction costs incurred that it is probable will be recoverable and the construction costs shall be recognized as an expense in the period in which they are incurred. When it is probable that total construction costs will exceed total contract revenue, the expected loss shall be recognized immediately as an expense in the statements of income.

2.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand, cash at bank, and all highly liquid investments and not subject to withdrawal restrictions.

2.3 Unbilled contract revenue

Unbilled contract revenue comprises the aggregate amount of costs incurred that relate to the specific contract in progress and recognized profit to date; less the sum of recognized loss and the progress billings. The value of progress billings exceed the value of the work in progress is presented as “Advance received” under current liabilities.

2.4 Current investments - investment units

Investment units are stated at fair value.

2.5 Allowance for doubtful accounts

The Company provides allowance for doubtful accounts by reviewing the current status of existing receivables and losses were estimated on the amounts anticipated uncollectable.

2.6 Inventories

Inventories are value at the lower of cost and net realizable value.

Finished goods and work in process are stated at standard cost (which approximates actual cost by weighted average method). Standard cost includes all production costs and appropriate share of production overheads base on normal operating capacity.

Raw materials, spare parts and factory supplies are stated at cost (FIFO) and charged to production costs whenever consumed.

The Group provides allowance for inventories declining value for inventories which cost exceeded net realizable value, for deteriorated, damaged, obsolete and slow - moving inventories.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated cost necessary to make the sale.

2.7 Investments in subsidiaries

Investments in subsidiaries in the separate financial statements are recorded under the cost method.

Allowances for impairment of investment have been provided by considering the operating result and the future business plan of the subsidiaries.

2.8 Other long - term investments

Investments in ordinary shares of a related company are presented as the general investment at book value. The investment had been transferred from investment in a subsidiary. As at the transferred date, the book value of investments is zero. And the investments which additionally invested from the increased share capital are stated at cost.

Allowance for impairment of investments shall be provided by taking the Company's operating results and future plans.

2.9 Borrowing Costs

Borrowing costs comprise interest and other costs associated with the borrowings. Borrowing costs incurred on qualifying assets are capitalized as a cost of the qualifying property until all the activities necessary to prepare the property for their intended uses are substantially completed. When funds are specifically borrowed for the construction or the production of asset, the amount of borrowing costs capitalized is determined from the actual borrowing costs during the year less any income on the temporary investment of those borrowings. When funds are borrowed for general purpose, the Group multiplies the capitalization rate by the capital expenditure in allocating borrowing costs to costs of assets.

All other borrowing costs are expensed in the period they incurred.

2.10 Property, plant and equipment

Land is stated at cost and other fixed assets are stated at cost net of accumulated depreciation and allowance for loss on impairment of assets.

Depreciation is calculated by reference to their costs after deducting residual value on straight - line method based on the estimated useful lives of the assets as follows:

	YEARS
Building and construction	3 - 20
Machineries, tools and equipment	5 - 20
Furniture and office equipment	3 - 10
Vehicles	5 - 10

2.11 Intangible assets

Intangible asset is stated at cost less accumulated amortization. Amortization of intangible asset is calculated by reference to its cost on the straight - line basis over 5 years.

2.12 Deferred cost of issued debentures

Deferred cost of issued debentures is amortized by using the approximate effective rate over the term of the debentures.

The amortization of deferred cost of issued debentures is included in finance cost.

2.13 Foreign currency transactions

Foreign currency transactions are translated into Baht at the exchange rate ruling on the transaction date. Assets and liabilities denominated in foreign currencies outstanding the statements of financial position date are translated into Baht at the exchange rates ruling on the statements of financial position date.

Gains and losses on exchange are included in determining earnings.



2.14 Financial instruments

Financial instruments carried in the statements of financial position include deposits with financial institutions, investment, trade receivables and trade payables, lending and borrowings. The particular recognition methods adopted are disclosed in the individual policy associated with each item.

2.15 Finance lease agreement

Leases of property, plant and equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lower of the fair value of the leased property or the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in other long - term payables, while the interest element is charged to the statements of income over the lease period. If there is no reasonable certainty that the lessees will obtain ownership by the end of the lease term, the asset acquired under finance lease shall be fully depreciated over the shorter of the useful life of the asset or the lease term.

2.16 Use of estimates and judgments

The preparation of financial statements in conformity with financial reporting standards requires management to make subjective judgments and estimates regarding matters that are inherently uncertain. These judgments and estimates affect reported amounts and disclosures and actual results could differ. The significant areas of estimation uncertainty and critical judgments related to allowance for doubtful accounts, allowance for inventories declining value, allowance for impairment of investment, allowance for impairment of assets, depreciation, provisions for employee benefits and recognition of revenue by using the percentage of completion method.

2.17 Employee benefits

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

Severance Payment as specified in Labour Law are recognized as expenses in the income statement along the service period of employees. The Company and its subsidiaries's post - employment benefit obligations are estimated by a qualified actuary under the actuarial assumption using the Projected Unit Credit Method. However, the actual benefit obligation may be different from the estimate.

The Company and its subsidiaries recognized the actuarial gains or losses arising from defined benefit plan in the period incurred in other comprehensive income.

The Company and its subsidiaries recognized termination benefits when it is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy.

Past service costs are recognized in the statement of income when the Company and its subsidiaries' plan amendment or curtailment occurs, or recognition in related restructuring costs or termination benefits.

2.18 Income tax

Income tax for the year comprises current and deferred tax. Current and deferred tax are recognized in the statement of income except to the extent that they relate to business combination or items recognized directly in equity or other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the reporting date.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted at the reporting date.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

2.19 Basic earnings per share

Basic earnings per share are determined by dividing profit (loss) for the year attributable to equity holders of the parent by the weighted average number of ordinary shares outstanding.

3. EFFECTS OF CHANGES IN ACCOUNTING POLICIES DUE TO THE ADOPTION OF NEW FINANCIAL REPORTING STANDARD

As described in Note 1.4.1 to the financial statements, during the current year, the Company and its subsidiaries have adopted TFRS 15 using the modified retrospective method of adoption. The cumulative effect of initially applying TFRS 15 is recognized as an adjustment to retained earnings as of January 1, 2019. Therefore, the comparative information was not restated.

The effect of the changes in accounting policies due to the adoption of TFRS 15 on the beginning balance of retained earnings for 2019 comprises:

	BAHT CONSOLIDATED FINANCIAL STATEMENTS
Impact on retained earnings as of January 1, 2019	
Unbilled revenue	16,911,277.34
Costs to obtain contracts	(14,913,080.20)
Related tax expenses	(399,639.43)
Total	1,598,557.71

The amounts of adjustments affecting the statements of financial position as of December 31, 2019 and the statements of income for the year ended December 31, 2019, are summarized below:

	BAHT CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2019		
	Previous accounting policy	Increase (decrease)	TFRS 15
<u>Statement of financial position</u>			
Assets			
Trade receivables	515,913,973.25	3,289,606.83	519,203,580.08
Inventories	1,032,387,404.76	(2,557,511.48)	1,029,829,893.28
Deferred tax assets	35,178,418.21	(146,419.07)	35,031,999.14
Shareholders' equity			
Retained earnings	502,346,043.81	585,676.28	502,931,720.09



	BAHT		
	CONSOLIDATED FINANCIAL STATEMENTS		
	FOR THE YEAR ENDED DECEMBER 31, 2019		
	Previous accounting policy	Increase (decrease)	TFRS 15
<u>Statement of income</u>			
Revenue from sales	1,900,868,225.63	(13,621,670.51)	1,887,246,555.12
Cost of sales	1,442,585,817.83	(12,355,568.72)	1,430,230,249.11
Profit (loss) before income tax expenses	134,859,341.27	(1,266,101.79)	133,593,239.48
Tax expenses (income)	64,469,826.93	(253,220.36)	64,216,606.57
Profit (loss) for the year	70,389,514.34	(1,012,881.43)	69,376,632.91
Profit (loss) for the year attributable to			
Equity holders of the parent	76,306,782.98	(936,915.32)	75,369,867.66
Non - controlling interests	(5,917,268.64)	(75,966.11)	(5,993,234.75)
Basic earnings (loss) per share			
Profit (loss) equity holders of the parent	0.248	(0.003)	0.245

The nature of these adjustments are revenue from sale related to “Contract for special product” are recognized as revenue and expenses by reference of the stage of completion, formerly by delivery of goods.

4. TRADE RECEIVABLES - NET

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Trade receivables				
- Related party	-	-	392,483.63	1,081,581.57
- Others	535,795,839.03	783,492,898.33	446,785,447.82	657,721,924.68
Total	535,795,839.03	783,492,898.33	447,177,931.45	658,803,506.25
Less Allowance for doubtful accounts	(16,592,258.95)	(17,092,987.46)	(15,622,358.72)	(16,123,087.23)
Trade receivables - net	<u>519,203,580.08</u>	<u>766,399,910.87</u>	<u>431,555,572.73</u>	<u>642,680,419.02</u>

As of December 31, 2019 and 2018, the trade receivables are classified by aging are as follows:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Current	480,760,033.18	713,773,317.60	410,558,865.53	603,908,206.43
Overdue				
Less than 3 months	11,979,286.82	25,740,150.19	7,433,514.18	13,470,460.07
Over 3 months to 6 months	7,095,405.24	3,673,667.91	7,095,405.24	2,453,644.80
Over 6 months to 12 months	10,954,844.45	6,107,099.41	-	5,809,465.53
Over than 12 months	25,006,269.34	34,198,663.22	22,090,146.50	33,161,729.42
Total	535,795,839.03	783,492,898.33	447,177,931.45	658,803,506.25
Less Allowance for doubtful accounts	(16,592,258.95)	(17,092,987.46)	(15,622,358.72)	(16,123,087.23)
Trade receivables - net	<u>519,203,580.08</u>	<u>766,399,910.87</u>	<u>431,555,572.73</u>	<u>642,680,419.02</u>

The change in the allowance for doubtful accounts for the year ended December 31, 2019, is as follow:

	BAHT	
	CONSOLIDATED FINANCIAL STATEMENTS	SEPARATE FINANCIAL STATEMENTS
Beginning balance	(17,092,987.46)	(16,123,087.23)
Increased during the year	(299,271.49)	(299,271.49)
Received during the year	800,000.00	800,000.00
Decreased due to write - off	-	-
Ending balance	<u>(16,592,258.95)</u>	<u>(15,622,358.72)</u>

5. UNBILLED CONTRACT REVENUE / ADVANCE RECEIVED

As of December 31, 2019 and 2018, unbilled contract revenue and advance received are as follows:

	BAHT			
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
<u>Unbilled contract revenue</u>				
Project value as per contract	<u>15,725,000.00</u>	<u>23,400,000.00</u>	<u>-</u>	<u>-</u>
Accumulated amount recognized as revenue on percentage of completion basis	12,533,789.25	10,352,243.77	-	-
<u>Less</u> Value of progress billings	<u>(9,085,000.00)</u>	<u>(1,821,944.00)</u>	<u>-</u>	<u>-</u>
Unbilled contract revenue	<u>3,448,789.25</u>	<u>8,530,299.77</u>	<u>-</u>	<u>-</u>
<u>Advance received</u>				
Project value as per contract	<u>17,500,000.00</u>	<u>1,450,000.00</u>	<u>-</u>	<u>-</u>
Value of progress billings	2,625,000.00	1,305,000.00	-	-
<u>Less</u> Accumulated amount recognized as revenue on percentage of completion basis	<u>(238,373.65)</u>	<u>(1,246,264.11)</u>	<u>-</u>	<u>-</u>
Advance received	<u>2,386,626.35</u>	<u>58,735.89</u>	<u>-</u>	<u>-</u>

As of December 31, 2019, the contract in progress costs incurred and recognized gain to date amounted Baht 10.56 million and Baht 2.21 million, respectively (As of December 31, 2018 amounted Baht 9.25 million and Baht 2.35 million, respectively) and the retentions amount Baht - million (As of December 31, 2018 amounted Baht - million).



6. OTHER RECEIVABLES

Other receivables are as follows:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Accrued incomes	23,401,350.86	244,797.01	21,357,463.85	11,422,068.12
Advances payment	5,595,204.75	2,573,514.14	248,485.42	697,931.54
Prepaid expenses	17,820,476.08	13,893,264.19	12,485,071.09	6,984,241.66
Revenue Department receivable	21,599,234.37	45,164,440.69	13,172,985.03	16,004,341.63
Total	<u>68,416,266.06</u>	<u>61,876,016.03</u>	<u>47,264,005.39</u>	<u>35,108,582.95</u>

7. INVENTORIES - NET

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Finished goods	102,839,058.46	194,442,820.85	104,346,266.72	191,671,288.20
Work in process	269,102,741.66	210,432,596.81	210,682,843.87	189,266,920.94
Raw materials	554,684,065.15	371,224,489.56	401,011,218.83	318,536,661.53
Spare parts and factory supplies	23,455,352.83	34,624,271.31	-	-
Raw materials in transit	102,205,181.50	27,471,187.61	67,291,412.21	21,979,349.53
Total	<u>1,052,286,399.60</u>	<u>838,195,366.14</u>	<u>783,331,741.63</u>	<u>721,454,220.20</u>
<u>Less</u> Allowance for inventories declining value	<u>(22,456,506.32)</u>	<u>(20,423,017.00)</u>	<u>(22,456,506.32)</u>	<u>(20,423,017.00)</u>
Inventories - net	<u>1,029,829,893.28</u>	<u>817,772,349.14</u>	<u>760,875,235.31</u>	<u>701,031,203.20</u>

Inventories recognized as an expense in cost of sales.

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Cost of goods sold	1,428,196,759.79	1,704,024,646.32	1,354,185,838.03	1,592,535,666.83
Increase (decrease) allowance for inventories declining value	2,033,489.32	(3,115,316.28)	2,033,489.32	(2,915,191.18)
	<u>1,430,230,249.11</u>	<u>1,700,909,330.04</u>	<u>1,356,219,327.35</u>	<u>1,589,620,475.65</u>

Movement of allowance for inventories declining value for the year ended December 31, 2019, is as follows:

	BAHT	
	CONSOLIDATED FINANCIAL STATEMENTS	SEPARATE FINANCIAL STATEMENTS
Beginning balance	(20,423,017.00)	(20,423,017.00)
Decreased (increased) during the year	<u>(2,033,489.32)</u>	<u>(2,033,489.32)</u>
Ending balance	<u>(22,456,506.32)</u>	<u>(22,456,506.32)</u>



8. INVESTMENTS IN SUBSIDIARIES

	Type of Business	Relationship	Million Baht		Holding of investment		SEPARATE FINANCIAL STATEMENTS			
			Paid - up share capital						Investment	
			2019	2018	2019	2018	Cost method		2019	2018
							2019	2018		
<u>Subsidiaries Companies</u>										
Tirathai E&S Co., Ltd.	Distribution, installation and maintenance service of electrical power equipment	Direct shareholding and joint directors	5.0	5.0	99.99%	99.99%	4,999,300.00	4,999,300.00	121,320,224.31	110,821,154.47
Thaifin Co., Ltd.	Manufacturing, repairing and maintenance service of transformer equipment	Direct shareholding and joint directors	15.0	15.0	99.99%	99.99%	14,999,400.00	14,999,400.00	21,428,063.30	29,114,195.87
L.D.S. Metal Work Co., Ltd.	General custom metal work service	Direct shareholding and joint directors	120.0	120.0	92.50%	92.50%	118,190,000.00	118,190,000.00	(64,684,064.27)	11,480,147.49
Total										
			</							

9. OTHER LONG - TERM INVESTMENTS

	Share holding	BAHT			
		CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		2019	2018	2019	2018
Investments in ordinary shares					
- General investment					
- Related company:					
Fuji Tusco Corrugate Co., Ltd. 10%		6,000,000.00	6,000,000.00	6,000,000.00	6,000,000.00
Fixed deposits		32,001,804.93	31,787,625.30	31,705,276.06	31,493,591.06
Total other long - term investments		38,001,804.93	37,787,625.30	37,705,276.06	37,493,591.06

As of December 31, 2019 and 2018 fixed deposits are pledged to secure bank overdrafts and loans from banks, letter of credits and letter of guarantees for business the Company and its subsidiaries.

10. LONG - TERM LOANS TO RELATED PARTIES

	BAHT			
	SEPARATE FINANCIAL STATEMENTS			
	Balance as of December 31, 2018	Increase	Decrease	Balance as of December 31, 2019
Loan no.1	49,734,684.93	-	-	49,734,684.93
Loan no.2	160,000,000.00	-	-	160,000,000.00
Loan no.3	77,652,197.64	17,000,000.00	5,280,000.00	89,372,197.64
Total	287,386,882.57	17,000,000.00	5,280,000.00	299,106,882.57
<u>Less</u> Current portion	(5,280,000.00)			(5,280,000.00)
Long - term loans to related party - net of current portion	282,106,882.57			293,826,882.57

Subsidiaries

Loan no.1 :

In September 2014, the Company had entered into a three - years term loan of Baht 49.73 million with a subsidiary with interest at the rate of 5.30% p.a. which is unsecured. The total principal is repayable within September 25, 2017 and interest is repayable in every 3 months starting December 2014.

On September 25, 2017, the Company and the subsidiary had entered into the memorandum of loan agreement dated September 25, 2014 by extend total principal which will be repayable within September 25, 2019.

On December 28, 2018, the Company and the subsidiary had entered into the memorandum of loan agreement dated September 25, 2014 by extend total principal which will be repayable within September 25, 2024.



Loan no.2 :

On February 2, 2015, the Company had entered into a long - term loan agreement with the said subsidiary in amount of Baht 160 million. The subsidiary is able to drawdown the loan in installment when necessary and shall drawdown under this agreement within December 25, 2015 with interest at the rate of 4.50% p.a. which is unsecured. The interest is repayable in every six - months commencing the first repayment shall be paid within 6 months commencing from the 1st drawdown date. The principal are repayable equally in 4 installments in every December 25 of each year starting December 25, 2016. During the year 2015, the subsidiary drawdown 3 installments total Baht 101 million. Later, on December 25, 2015, the subsidiary drawdown the loan in amount of Baht 59 million by transfer from short - term loan to the loan under this agreement.

On December 25, 2016, the Company and the subsidiary had entered into the memorandum of loan agreement dated February 2, 2015 by extend 1 year of each installment which the 1st installment will be December 25, 2017.

On December 25, 2017, the Company and the subsidiary had entered into the memorandum of loan agreement dated February 2, 2015 by extend of each installment are as follows:

The 1st installment will be repayable within June 25, 2019

The 2nd installment will be repayable within December 25, 2019

The 3rd installment will be repayable within December 25, 2020

The 4th installment will be repayable within December 25, 2021

On December 28, 2018, the Company and the subsidiary had entered into the memorandum of loan agreement dated February 2, 2015 by extend of each installment are as follows:

The 1st installment will be repayable within December 25, 2025

The 2nd installment will be repayable within December 25, 2026

The 3rd installment will be repayable within December 25, 2027

The 4th installment will be repayable within December 25, 2028

Loan no.3 :

On December 28, 2018, the Company had entered into a long - term loan agreement with the said subsidiary in amount of Baht 77.65 million. The subsidiary drawdown the loan by transfer from short - term loan and accrued interest payable to the loan under this agreement with interest at the rate of 5.50% p.a. which is unsecured. The principal and interest are repayable in every month starting January 2019 and repayment within 120 installments are as follow:

The 1st - 60th installment : Each installment will be repayable at Baht 0.44 million and interest

The 61st - 119th installment : Each installment will be repayable at Baht 0.86 million and interest

The 120th installment : The remaining amount will be repayable with interest

On April 1, 2019, the Company had entered into a long - term loan agreement with the said subsidiary in amount of Baht 17 million. with interest at the rate of 5.50% p.a. which is unsecured. And the Company and the subsidiary had enter into the memorandum of the two loan agreements in order to combine to be only one loan agreement. Under the new agreement, the principal and interest are repayable in every month starting January 2019 and repayment within 140 installments are as follow:

The 1st - 60th installment : Each installment will be repayable at Baht 0.44 million and interest

The 61st - 139th installment : Each installment will be repayable at Baht 0.86 million and interest

The 140th installment : The remaining amount will be repayable with interest

11. PROPERTY, PLANT AND EQUIPMENT - NET

BAHT							
CONSOLIDATED FINANCIAL STATEMENTS							
	Land	Building and construction	Machineries, tools and equipment	Furniture and office equipment	Vehicles	Assets in progress	Total
<u>Cost</u>							
As of December 31, 2018	272,881,245.00	510,100,559.04	1,083,542,278.90	62,040,234.65	68,515,105.57	3,699,367.35	2,000,778,790.51
Increase	-	1,770,385.00	271,171,185.87	500,279.28	7,174,628.98	9,748,526.10	290,365,005.23
Decrease	-	(5,837,139.89)	(279,915,950.57)	(1,222,524.81)	(7,463,280.49)	-	(294,438,895.76)
Transfer in (out)	-	7,124,212.77	1,835,530.54	-	-	(8,959,743.31)	-
As of December 31, 2019	272,881,245.00	513,158,016.92	1,076,633,044.74	61,317,989.12	68,226,454.06	4,488,150.14	1,996,704,899.98
<u>Accumulated depreciation</u>							
As of December 31, 2018	-	(242,969,165.73)	(609,274,820.69)	(45,874,076.35)	(45,810,672.76)	-	(943,928,735.53)
Increase	-	(16,567,297.93)	(51,441,535.18)	(4,288,512.49)	(7,995,114.86)	-	(80,292,460.46)
Decrease	-	1,415,574.75	38,026,527.08	918,742.99	6,129,844.69	-	46,490,689.51
As of December 31, 2019	-	(258,120,888.91)	(622,689,828.79)	(49,243,845.85)	(47,675,942.93)	-	(977,730,506.48)
<u>Allowance for loss on impairment</u>							
As of December 31, 2018	-	-	-	-	-	-	-
Increase	-	(22,595,372.31)	(1,522,359.73)	-	-	-	(24,117,732.04)
Reversal	-	-	-	-	-	-	-
As of December 31, 2019	-	(22,595,372.31)	(1,522,359.73)	-	-	-	(24,117,732.04)
<u>Net book value</u>							
As of December 31, 2018	272,881,245.00	267,131,393.31	474,267,458.21	16,166,158.30	22,704,432.81	3,699,367.35	1,056,850,054.98
As of December 31, 2019	272,881,245.00	232,441,755.70	452,420,856.22	12,074,143.27	20,550,511.13	4,488,150.14	994,856,661.46

Depreciation charges for the years 2019 and 2018 amounted to Baht 80,292,460.46 and Baht 81,536,248.09 respectively, are included in the statement of income.



BAHT

	SEPARATE FINANCIAL STATEMENTS					
	Land	Building and construction	Machineries, tools and equipment	Furniture and office equipment	Vehicles	Assets in progress
<u>Cost</u>						
As of December 31, 2018	264,421,245.00	431,392,074.85	912,267,912.73	42,055,193.53	27,266,177.37	-
Increase	-	1,635,370.00	269,152,303.67	317,512.33	2,761,859.18	4,344,397.34
Decrease	-	-	(276,447,406.11)	(18,682.24)	(942,136.44)	-
Transfer in (out)	-	-	-	-	-	-
As of December 31, 2019	264,421,245.00	433,027,444.85	904,972,810.29	42,354,023.62	29,085,900.11	4,344,397.34
<u>Accumulated depreciation</u>						
As of December 31, 2018	-	(211,293,650.24)	(495,191,027.49)	(32,063,568.14)	(22,061,468.02)	-
Increase	-	(13,483,208.10)	(34,336,253.36)	(1,897,438.98)	(1,337,265.69)	-
Decrease	-	-	35,229,704.34	3,889.83	942,133.44	-
As of December 31, 2019	-	(224,776,858.34)	(494,297,576.51)	(33,957,117.29)	(22,456,600.27)	-
<u>Net book value</u>						
As of December 31, 2018	264,421,245.00	220,098,424.61	417,076,885.24	9,991,625.39	5,204,709.35	-
As of December 31, 2019	264,421,245.00	208,250,586.51	410,675,233.78	8,396,906.33	6,629,299.84	4,344,397.34

Depreciation charges for the years 2019 and 2018 amounted to Baht 51,054,166.13 and Baht 52,321,003.35, respectively are included in the statement of income.

As of December 31, 2019 and 2018, certain land, building and construction, and machineries are mortgaged to several local banks and financial institutions as security against bank overdrafts and loans from banks, letter of credit and letter of guarantees.

As of December 31, 2019 and 2018, fixed assets have been fully depreciated but are still in use in the original cost are as follows:

	MILLION BAHT	
	CONSOLIDATED FINANCIAL STATEMENTS	SEPARATE FINANCIAL STATEMENTS
As of December 31, 2019	726.82	631.66
As of December 31, 2018	705.81	617.87

During July 2019, the Company has entered into the machinery sale agreement with a leasing company which their book value amounted Baht 241.22 million and the machineries have been leased back at Baht 251.70 million. Resulting, the surplus of Baht 10.48 million shall be deferred and amortized over the lease term (7 years).

As at December 31, 2019 and 2018, in the consolidated and separate financial statements, machineries under liabilities under finance lease agreements had a net book value of Baht 246.67 million and Baht - million, respectively.

12. INTANGIBLE ASSETS - NET

	BAHT			
	CONSOLIDATED FINANCIAL STATEMENTS			
	Deferred product design expenses	Computer software	Expense for quality certification	Total
<u>Cost</u>				
As of December 31, 2018	42,112,408.06	45,374,480.21	20,152,731.12	107,639,619.39
Increase	-	333,969.63	1,353,722.28	1,687,691.91
Decrease	-	-	-	-
Transfer in (out)	-	-	-	-
As of December 31, 2019	42,112,408.06	45,708,449.84	21,506,453.40	109,327,311.30
<u>Accumulated amortization</u>				
As of December 31, 2018	(42,112,408.06)	(37,801,508.17)	(18,624,295.38)	(98,538,211.61)
Increase	-	(3,757,488.53)	(1,515,456.78)	(5,272,945.31)
Decrease	-	-	-	-
As of December 31, 2019	(42,112,408.06)	(41,558,996.70)	(20,139,752.16)	(103,811,156.92)
<u>Net book value</u>				
As of December 31, 2018	-	7,572,972.04	1,528,435.74	9,101,407.78
As of December 31, 2019	-	4,149,453.14	1,366,701.24	5,516,154.38

Amortization for the years 2019 and 2018 amounted to Baht 5,272,945.31 and Baht 6,533,760.42, respectively are included in the statement of income.

	BAHT			
	SEPARATE FINANCIAL STATEMENTS			
	Deferred product design expenses	Computer software	Expense for quality certification	Total
<u>Cost</u>				
As of December 31, 2018	42,112,408.06	39,450,548.17	18,051,856.89	99,614,813.12
Increase	-	24,331.60	1,348,852.15	1,373,183.75
Decrease	-	-	-	-
Transfer in (out)	-	-	-	-
As of December 31, 2019	42,112,408.06	39,474,879.77	19,400,709.04	100,987,996.87
<u>Accumulated amortization</u>				
As of December 31, 2018	(42,112,408.06)	(34,270,741.94)	(17,767,563.20)	(94,150,713.20)
Increase	-	(2,518,996.06)	(481,544.40)	(3,000,540.46)
Decrease	-	-	-	-
As of December 31, 2019	(42,112,408.06)	(36,789,738.00)	(18,249,107.60)	(97,151,253.66)
<u>Net book value</u>				
As of December 31, 2018	-	5,179,806.23	284,293.69	5,464,099.92
As of December 31, 2019	-	2,685,141.77	1,151,601.44	3,836,743.21



Amortization for the year 2019 and 2018 amounted to Baht 3,000,540.46 and Baht 4,523,425.17, respectively are included in the statement of income.

As of December 31, 2019 and 2018, intangible assets have been fully amortized but expected to utilize in the original cost amounted Baht 94.37 million and Baht 82.70 million, respectively (the Company only : amounted to Baht 91.94 million and Baht 82.66 million, respectively).

13. BANK OVERDRAFTS AND SHORT - TERM LOANS FROM FINANCIAL INSTITUTIONS

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Bank overdrafts	25,469,776.88	24,357,904.35	-	-
Promissory note				
(Interest at the rate of 3.01% - 3.75% p.a. as of December 31, 2019 and interest at the rate of 2.85%- 3.75% p.a., as of December 31, 2018)	350,000,000.00	320,000,000.00	350,000,000.00	320,000,000.00
Trust receipts	509,879,109.21	389,992,463.32	294,965,274.66	311,143,297.16
Total	885,348,886.09	734,350,367.67	644,965,274.66	631,143,297.16

Bank overdrafts and loans from several local banks are secured by the mortgage of land, building and construction, together with guarantee by cash at banks and subsidiary.

In January - February 2020, 3 promissory notes amount of Baht 150 million were due and the total amount were repaid and the Company had entered into short - term loans from several local bank in the amount of Baht 150 million which are 3 promissory notes with interest at the rate of 3.01% - 3.75% p.a., which are unsecured.

14. OTHER PAYABLES

Other payable of the following

	BATH			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Accrued expenses	114,432,253.38	166,716,940.06	88,978,228.02	137,980,127.85
Accrued expenses - retirement benefit	-	4,234,840.00	-	4,234,840.00
Payable on purchase of assets	4,703,281.90	-	4,703,281.90	-
Revenue Department payable	17,430,142.25	11,140,901.69	11,125,114.16	7,616,612.87
Total	136,565,677.53	182,092,681.75	104,806,624.08	149,831,580.72

15. LIABILITIES UNDER FINANCE LEASE AGREEMENTS

Liabilities under finance lease agreements as at December 31, 2019 and 2018, consisted of:

		BAHT	
		CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS	
	Note	As of December 31, 2019	As of December 31, 2018
Liabilities under finance lease agreements		270,945,798.47	-
<u>Less</u> guarantee deposit under finance lease agreement (purchase option equivalent)		(51,696,000.00)	-
<u>Less</u> Deferred interest		(29,494,346.16)	-
<u>Less</u> Deferred cost of financing loans		(3,759,092.68)	-
<u>Add</u> Deferred gain from sale and leaseback	11	9,847,223.57	-
		195,843,583.20	-
<u>Less</u> Current portion		(26,301,648.47)	-
Liabilities under finance lease agreements - net of current portion		169,541,934.73	-

As of December 31, 2019 and 2018 the Company have committed to pay the lease under the finance lease agreements is as follows:

		BAHT			
		CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS			
		As of December 31, 2019			
	Principal	Deferred gain from sale and leaseback	Deferred Interest	Deferred cost of financing loans	Total
1 - 5 years	123,244,041.44	(5,987,013.49)	19,659,562.33	2,285,490.89	139,202,081.17
Over 5 years	54,645,290.07	(2,360,383.29)	1,905,384.56	901,055.82	55,091,347.16
Total	177,889,331.51	(8,347,396.78)	21,564,946.89	3,186,546.71	194,293,428.33



BAHT					
CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS					
As of December 31, 2018					
	Principal	Deferred gain from sale and leaseback	Deferred Interest	Deferred cost of financing loans	Total
1 - 5 years	-	-	-	-	-
Over 5 years	-	-	-	-	-
Total	-	-	-	-	-

During July 2019, the Company has entered into the machinery sale agreement with a leasing company which their book value amounted Baht 241.22 million and the machineries have been leased back at Baht 251.70 million. Resulting, the surplus of Baht 10.48 million shall be deferred and amortized over the lease term (7 years).

16. LONG - TERM LOANS

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As of	As of	As of	As of
	December 31, 2019	December 31, 2018	December 31, 2019	December 31, 2018
Loans from subsidiary	278,550,000.00	-	278,550,000.00	-
<u>Less</u> Deferred cost of				
financing loans	(4,500,000.00)	-	(4,500,000.00)	-
<u>Add</u> Accumulated amortization				
of deferred cost of				
financing loans	689,883.27	-	689,883.27	-
Total	274,739,883.27		274,739,883.27	
<u>Less</u> Current portion	(41,618,287.93)	-	(41,618,287.93)	-
Long - term loans				
- net of current portion	233,121,595.34	-	233,121,595.34	-

On June 17, 2019, the Company had entered into a long - term loan agreement with a local bank in the amount of Baht 300 million to be for supporting repayment of debentures with interest at the rate of MLR - 2.25% p.a. The principal and interest are repayable in every month starting July 2019, and paid within 84 months commencing from the date of first paid.

This loan is secured by the mortgage of certain land, building and construction.

Under the loan agreement, the Group shall comply with various conditions and obligations i.e. the maintenance of financial ratios.

17. DEBENTURES

Balance of debentures consisted of the following:

	BAHT	
	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS	
	As of December 31, 2019	As of December 31, 2018
Debentures issued no.4	-	100,000,000.00
Debentures issued no.5	100,000,000.00	100,000,000.00
Debentures issued no.6	-	100,000,000.00
Debentures issued no.7	100,000,000.00	100,000,000.00
Debentures issued no.8	-	60,000,000.00
Debentures issued no.9	400,000,000.00	400,000,000.00
Debentures issued no.10	100,000,000.00	100,000,000.00
Total	700,000,000.00	960,000,000.00
<u>Less</u> Redemption debentures issued no.4	-	(100,000,000.00)
Redemption debentures issued no.5	(100,000,000.00)	-
Redemption debentures issued no.6	-	(100,000,000.00)
Redemption debentures issued no.7	(100,000,000.00)	-
Redemption debentures issued no.8	-	(60,000,000.00)
Redemption debentures issued no.9	(200,000,000.00)	-
Redemption debentures issued no.10	(100,000,000.00)	-
Deferred cost of issuing debentures	(1,090,000.00)	(4,372,000.00)
<u>Add</u> Accumulated amortization of deferred cost of issuing debentures	916,956.66	2,765,381.34
Total debentures	199,826,956.66	698,393,381.34

	BAHT	
	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS	
	As of December 31, 2019	As of December 31, 2018
Short - term debentures	-	99,286,465.70
Current portion of long - term debentures	199,826,956.66	399,642,962.43
Long - term debentures - net of current portion	-	199,463,953.21
Total debentures	199,826,956.66	698,393,381.34



Debentures issued no.4

In July 2015, the Company issued and offered 100,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 100 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 3 years, with the redemption date being July 16, 2018. The debenture holders are entitled to receive interest at a rate of 3.80 percent per annum. Such interest is payable six - months in January and July of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In July 16, 2018, the debentures have been redeemed.

Debentures issued no.5

In August 2016, the Company issued and offered 100,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 100 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 3 years, with the redemption date being August 5, 2019. The debenture holders are entitled to receive interest at a rate of 3.80 percent per annum. Such interest is payable quarterly in February, May, August, and November of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In August 5, 2019, the debentures have been redeemed.

Debentures issued no.6

In September 2016, the Company issued and offered 100,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 100 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 2 years, with the redemption date being August 30, 2018. The debenture holders are entitled to receive interest at a rate of 3.50 percent per annum. Such interest is payable quarterly in March, June, September, and December of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In August 30, 2018, the debentures have been redeemed.

Debentures issued no.7

In September 2016, the Company issued and offered 100,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 100 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 3 years, with the redemption date being September 14, 2019. The debenture holders are entitled to receive interest at a rate of 3.80 percent per annum. Such interest is payable quarterly in March, June, September, and December of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In September 16, 2019, the debentures have been redeemed.

Debentures issued no.8

In November 2016, the Company issued and offered 60,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 60 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 1.5 years, with the redemption date being May 25, 2018. The debenture holders are entitled to receive interest at a rate of 3.80 percent per annum. Such interest is payable quarterly in February, May, August and November of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In May 25, 2018, the debentures have been redeemed.

Debentures issued no.9

In June 2017, the Company issued and offered 400,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 400 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of 200,000 debentures is 2 years and 200,000 debentures is 3 years, with the redemption date being June 23, 2019 and June 23, 2020, respectively. The debenture holders are entitled to receive interest at a rate of 4.95 percent per annum and 5.10 percent per annum, respectively. Such interest is payable quarterly in March, June, September and December of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In June 24, 2019, the debentures 200,000 unit have been redeemed.

Debentures issued no.10

In June 2018, the Company issued and offered 100,000 units of unsubordinated and unsecured debentures with a par value of Baht 1,000 each, or a total Baht 100 million to be used for supporting the Company's business expanding, and working capital requirement. The maturity period of the debentures is 1 years, with the redemption date being June 20, 2019. The debenture holders are entitled to receive interest at a rate of 5.25 percent per annum. Such interest is payable quarterly in March, June, September, and December of every year. The terms and conditions of the debenture holders' rights contain covenants, and restrictions pertaining to matters such as the maintenance of financial ratios, and the assumption of guarantees or commitments.

In June 20, 2019, the debentures have been redeemed.

At the Annual General Meeting of Shareholders held on April 30, 2018, the shareholders approved issue and offer debentures not exceeding Baht 1,000 million and not longer than 7 years from the date of each issuance. The terms and conditions of the debentures shall be determined by the Board of Directors. Currently, the Company has issued and offered a part of the said debentures amount of Baht 100 million (Debentures issued no. 10).



18. PROVISIONS FOR EMPLOYEE BENEFITS

- Movement in the present value of the provisions for employee benefits for the years ended December 31, 2019 and 2018 are as follows:

	MILLION BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Provisions for employee benefits at beginning of the years	85.99	99.86	66.13	74.53
Current service cost and interest	8.74	11.75	6.21	7.82
Past service costs	23.58	-	20.56	-
Benefits paid	(11.63)	(2.22)	(8.78)	(2.04)
Transferred to accrued expenses	-	(4.23)	-	(4.23)
Actuarial losses (gains) on defined employee benefit plans	(1.37)	(19.17)	-	(9.95)
Provisions for employee benefits at ending of the years	105.31	85.99	84.12	66.13

- Expenses recognized in the statement of income for the years ended December 31, 2019 and 2018 are as follows:

	MILLION BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Current service costs	6.41	9.43	4.38	6.03
Past service costs	23.58	-	20.56	-
Interest cost	2.33	2.32	1.83	1.79
Total	32.32	11.75	26.77	7.82

Total actuarial losses (gains) recognized in the other comprehensive income in Consolidated financial statements for the years ended December 31, 2019 and 2018 amounted of gains Baht 1.37 million and Baht 19.17 million, respectively (the Company only: amounted of gains Baht - million and Baht 9.95 million, respectively).

- Principal actuarial assumptions as of December 31, 2019 and 2018 are as follows:

	PERCENT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Discount rate	2.66 - 3.19	2.13 - 3.02	3.02	3.02
Salary increase rate	5.00 - 6.00	5.00	5.00	5.00
Employee turnover rate	1.43 - 34.38*	0 - 47.00*	1.53 - 18.34*	1.53 - 18.34*
Mortality rate	TMO2017, 105% of TMO2017**	TMO2017, 105% of TMO2017**	TMO2017**	TMO2017**

* Based on the weighted average by age group of employees

** Reference from TMO2017 : Thai Mortality Ordinary Table 2017

- Sensitivity analysis of significant actuarial assumptions

Significant actuarial assumptions for sensitivity analysis are discount rate, salary increase rate, employee turnover rate and mortality rate, while holding all other assumptions constant. The sensitivity analysis of change in the relevant actuarial assumption that were reasonably possible as of December 31, 2019 is as follows:

- If the discount rate increases (decreases) by 1%, the provisions for employee benefits in Consolidated financial statements would decrease Baht 9.24 million (increase Baht 10.99 million) and Separate financial statements would decrease Baht 7.53 million (increase Baht 8.99 million).
- If the salary increase rate increases (decreases) by 1%, the provisions for employee benefits in Consolidated financial statements would increase Baht 11.48 million (decrease 9.81 million) and Separate financial statements would increase Baht 9.43 million (decrease Baht 8.03 million).
- If the employee turnover rate increases (decrease) by 20%, the provisions for employee benefits in Consolidated financial statements would decrease Bath 5.01 million (increase Bath 5.72 million) and Separate financial statements would decrease Baht 3.33 million (increase Baht 3.64 million).
- If the mortality rate increases (decrease) by 20%, the provisions for employee benefits in Consolidated financial statements would decrease Baht 1.09 million (increase Baht 1.11 million) and Separate financial statements would decrease Baht 0.87 million (increase Baht 0.88 million).

In presenting the above sensitivity analysis, the present value of the provisions for employee benefits has been calculated by using the same method that applied in calculating the provisions for employee benefits recognized in the statements of financial position.

On May 5, 2019, the Group have amended its post-employment benefits plan to conform with Labour Protection Act which the main point is to increase the rate of benefit of an employee who has past service 20 years or more from 300 days to 400 days. The Group have recorded the effect of the change by recognizing past service cost as expenses immediately in the 2nd quarter income statement of the year 2019 amounted to Baht 23.58 million (the Company : amounted to Baht 20.56 million).



19. FINANCIAL INSTRUMENTS

Interest rate risk

The interest rate risk is the risk that future movements in market interest rates will affect the results of the operations of the Company and its subsidiaries and their cash flows. The Company's and its subsidiaries' exposure to interest rate risk relates primarily to their deposits with financial institutions, lending and borrowings. However, these financial assets and liabilities bear interest rates at market interest rates which the Company and its subsidiaries anticipate non material risk from interest rates.

Foreign currency risk

As of December 31, 2019 and 2018, the Company and its subsidiaries are exposed to foreign currency risk primarily to foreign currency denominated asset and liabilities are as follows:

	UNIT : MILLION			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
<u>Foreign currency denominated assets</u>				
Cash and cash equivalents				
- US DOLLAR	0.79	0.58	0.79	0.58
- EURO	-	0.02	-	-
- SINGAPORE DOLLAR	1.20	-	1.20	-
Trade receivables				
- US DOLLAR	2.00	2.56	1.97	2.54
- EURO	0.48	0.22	-	-
- SINGAPORE DOLLAR	4.00	10.47	4.00	10.47
<u>Foreign currency denominate liabilities</u>				
Trust receipts				
- US DOLLAR	7.08	4.30	5.28	4.30
- EURO	0.23	0.25	0.23	0.25
- SWEDISH KRONA	2.48	6.24	2.48	6.24
- SWISS FRANC	0.34	0.63	0.34	0.63
Trade payables				
- US DOLLAR	4.49	2.16	3.58	2.15
- EURO	2.25	1.44	1.89	0.90
- SWEDISH KRONA	0.36	0.50	0.36	0.50
- SWISS FRANC	0.21	-	0.21	-
Other payables - accrued expenses				
- US DOLLAR	0.40	0.54	0.40	0.54
- EURO	0.38	0.47	0.38	0.47
- SINGAPORE DOLLAR	0.28	0.18	0.28	0.18

However, the Company and its subsidiaries has outstanding foreign currency purchase and sales agreements as of December 31, 2019 and 2018 are as follows:

	UNIT : MILLION							
	CONSOLIDATED				SEPARATE			
	FINANCIAL STATEMENTS				FINANCIAL STATEMENTS			
	Purchase Agreements		Sales Agreements		Purchase Agreements		Sales Agreements	
	2019	2018	2019	2018	2019	2018	2019	2018
- US DOLLAR	0.26	1.16	-	-	0.26	1.16	-	-
- EURO	-	0.36	-	-	-	0.36	-	-
- SWISS FRANC	-	0.23	-	-	-	0.23	-	-

Credit risk

The Company and its subsidiaries are exposed to credit risk deal with the trade receivable. However, due to the Company and its subsidiaries have diversified customer base and their prudent credit policies, they do not anticipate material losses from their collection from trade receivable.

Fair value

The management believes that the fair value of the Company and its subsidiaries' financial assets and liabilities does not materially differ from their carrying value.

20. LEGAL RESERVE

Under the Public Limited Companies Act., the Company is required to set aside as legal reserve of at least 5% of its net income at each dividend declaration until the reserve reaches 10% of authorized share capital. This reserve is not available for dividend distribution.

21. PROVIDENT FUND

Under Provident Fund Act., the Company, its subsidiaries and their employees have joined a TISCO Ruamtun 2 Registered Provident Fund scheme in September 2005. This fund is managed by an approved financial institution.

Each employee contributes an amount depending on his/her length of service and the Company contributes the same amount.



22. EXPENSES BY NATURE

The significant expenses classified by nature for the years ended December 31, 2019 and 2018 are as follows:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Changes in inventories of finished goods and work in process decrease (increase)	32,933,617.54	(16,419,311.92)	65,909,098.55	(8,295,350.62)
Purchase finished goods	782,100.00	2,150,000.00	782,100.00	2,150,000.00
Raw materials and consumables used	1,388,749,031.08	1,491,463,700.33	1,017,234,898.28	1,307,595,803.70
Employee benefits expenses	508,160,664.79	528,750,645.33	258,300,798.01	225,881,386.94
Management and directors benefit expenses	51,477,625.74	42,611,786.48	35,268,842.52	28,998,599.07
Depreciation and amortization expenses	85,565,405.77	88,070,008.51	54,054,706.59	56,844,428.52
Vat - not to be refundable	23,937,179.56	-	-	-
Loss on impairment of assets	24,117,732.04	-	-	-

23. TAX EXPENSES

Tax expenses for the years ended December 31, 2019 and 2018 consisted of:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Current tax expense	48,178,641.38	5,619,644.36	32,800,193.64	-
Deferred tax expense (income) of temporary differences	15,655,283.26	23,750,046.33	2,995,108.55	2,201,089.84
Adjustment recognized in the year for current tax of prior year	382,681.93	-	-	-
Tax expense (income) reported in the statement of income	<u>64,216,606.57</u>	<u>29,369,690.69</u>	<u>35,795,302.19</u>	<u>2,201,089.84</u>

Income tax relating to each component of other comprehensive income for the years ended December 31, 2019 and 2018, consisted of:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Deferred tax expense (income) relating to actuarial losses on defined employee benefit plans	274,360.15	3,834,876.37	-	1,990,873.15

Deferred tax expenses relating to effect of changes in accounting policies due to the adoption of new financial reporting standard adjusted to retained earnings as of January 1, 2019 amounting Baht 0.40 million in consolidated financial statements

Reconciliation between tax expense (income) and the product of accounting profit multiplied by the applicable tax rates for the years ended December 31, 2019 and 2018, are as follows:

	BAHT	
	CONSOLIDATED FINANCIAL STATEMENTS	
	2019	2018
Accounting profit (loss) before tax	128,395,037.00	(6,261,740.82)
Applicable tax rate	20%	20%
Accounting profit (loss) before tax multiplied by applicable tax rate	25,679,007.40	(1,252,348.16)
Losses of current year which no deferred tax assets was recognized	16,751,588.98	10,014,616.77
Adjustments deferred tax assets of unused tax benefit recognized in previous years	16,048,144.39	21,640,461.57
Tax effect of :		
- Adjustment recognized in the year for current tax of prior year	382,681.93	-
- Non - deductible expenses	7,120,754.51	777,573.59
- Added deductible expenses	(1,765,570.64)	(1,810,613.08)
Tax expense (income) reported in the statements of income	64,216,606.57	29,369,690.69

	BAHT	
	SEPARATE FINANCIAL STATEMENTS	
	2019	2018
Accounting profit (loss) before tax	182,294,433.32	18,115,564.71
Applicable tax rate	20%	20%
Accounting profit (loss) before tax multiplied by applicable tax rate	36,458,886.66	3,623,112.94
Adjustments deferred tax assets of unused tax benefit recognized in previous years	625,525.97	-
Tax effect of :		
- Non - deductible expenses	424,281.68	337,211.46
- Added deductible expenses	(1,713,392.12)	(1,759,234.56)
Tax expense (income) reported in the statements of income	35,795,302.19	2,201,089.84



The components of deferred tax assets and liabilities are as follows:

	BAHT	
	CONSOLIDATED FINANCIAL STATEMENTS	
	As of December 31, 2019	As of December 31, 2018
Deferred tax assets		
Allowance for diminution in value of investments	59,724.00	61,892.00
Allowance for doubtful accounts	3,420,753.16	3,575,873.44
Allowance for inventories declining value	4,491,301.26	4,084,603.40
Provisions for employee benefits	21,062,278.58	17,197,794.57
Deferred gain from sale and leaseback	1,969,444.71	-
Unused tax benefits on loss carry forward	4,174,916.50	26,441,118.57
Cumulative effects of changes in accounting policies	(146,419.07)	-
Total	<u>35,031,999.14</u>	<u>51,361,281.98</u>
Deferred tax liabilities	<u>-</u>	<u>-</u>

	BAHT	
	SEPARATE FINANCIAL STATEMENTS	
	As of December 31, 2019	As of December 31, 2018
Deferred tax assets		
Allowance for diminution in value of investments	59,724.00	61,892.00
Allowance for doubtful accounts	3,124,471.74	3,224,617.45
Allowance for inventories declining value	4,491,301.26	4,084,603.40
Provisions for employee benefits	16,824,012.16	13,225,474.85
Deferred gain from sale and leaseback	1,969,444.71	-
Unused tax benefits on loss carry forward	-	8,867,474.72
Total	<u>26,468,953.87</u>	<u>29,464,062.42</u>
Deferred tax liabilities	<u>-</u>	<u>-</u>

As of December 31, 2019, its two subsidiary's unused tax losses amount Baht 295.74 million and allowance for impairment of assets amount Baht 24.12 million for which no deferred tax assets are recognized due to the managements considered that it is not probable its subsidiary's future taxable profit will be available against which the deferred tax assets can be utilized.

24. EARNINGS PER SHARE

Earnings per share computation in the consolidated and separate financial statements for the years ended December 31, 2019 and 2018, consisted of:

	BASIC EARNING PER SHARE			
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Profit (loss) attributable to equity holders of the parent	75.37	(30.76)	146.50	15.91
Adjustment of profit (loss) for the years	-	-	-	-
Profit (loss) for the calculation of earning per share (million Baht)	<u>75.37</u>	<u>(30.76)</u>	<u>146.50</u>	<u>15.91</u>
The weighted average number of ordinary shares outstanding (million shares)	<u>308.01</u>	<u>308.01</u>	<u>308.01</u>	<u>308.01</u>
Earnings (loss) per share (Baht / share)	<u>0.24</u>	<u>(0.10)</u>	<u>0.48</u>	<u>0.05</u>



25. FINANCIAL INFORMATION BY SEGMENT

The Company's and its subsidiaries' operations involve the manufacturing, repairing and maintenance service of transformer equipment and general custom metal work service which are carried on in both Thailand and foreign countries. Financial information of the Company and its subsidiaries for the years ended December 31, 2019 and 2018, and as of December 31, 2019 and 2018 broken down by geographic segment are as follows:

	MILLION BAHT					
	CONSOLIDATED FINANCIAL STATEMENTS					
	FOR THE YEARS ENDED DECEMBER 31,					
	Domestic		Foreign		Eliminated	Total
	2019	2018	2019	2018	2019	2018
Revenues from sales and services	1,950.60	1,818.24	663.64	1,024.69	(198.26)	(227.02)
Gross profit (loss)	477.47	315.66	182.58	249.93	7.61	7.26
Gain on exchange rate						
Reversal of allowance for doubtful accounts - net						
Others income						
Selling expenses						
Administrative expenses						
Other expense						
- Vat - not to be refundable						
- Loss on impairment of assets						
Finance costs						
Tax expenses (income)						
Profit (loss) for the years						

Information about major customers

For the year ended December 31, 2019, the Company and its subsidiaries' revenues from sales and service amounted Baht 1,240.34 million from two customers.

For the year ended December 31, 2018, the Company and its subsidiaries' revenues from sales and service amounted Baht 1,059.24 million from two customers.

MILLION BAHT

CONSOLIDATED FINANCIAL STATEMENTS					
AS OF DECEMBER 31,					
Domestic		Foreign		Total	
2019	2018	2019	2018	2019	2018
Trade receivables - net	312.38	347.81	418.59	519.20	766.40
Property, plant and equipment - net		206.82		994.86	1,056.85
Other assets				1,863.53	1,328.63
Total assets				<u>3,377.59</u>	<u>3,151.88</u>



26. TRANSACTIONS WITH RELATED PARTIES

The significant business transactions with related parties for the years ended December 31, 2019 and 2018 are as follows:

	MILLION BAHT				Transfer pricing policy
	CONSOLIDATED		SEPARATE		
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	2019	2018	2019	2018	
Revenues from sales	-	-	4.16	3.23	Cost plus agreed margin
Revenues from services	-	-	6.06	10.33	Cost plus agreed margin
Other income	-	-	0.18	0.08	Cost plus agreed margin
Interest income	-	-	14.68	13.45	According to note 10 to the financial statements
Rental income	-	-	0.62	0.62	Contract prices
Purchase	-	-	67.77	93.94	Not different from the unrelated parties
Purchase	3.31	-	97.71	109.82	At the rate agreed upon

The outstanding balances of the transactions with related parties as presented in the statements of financial position are as follows:

	MILLION BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Trade receivables	-	-	0.39	1.08
Long - term loans	-	-	299.11	287.39
Accrued interest income	-	-	21.13	11.33
Advances payment for goods and service	-	-	16.10	0.75
Trade payables	3.07	-	26.65	38.09

Management and directors benefit expenses

Management and directors benefit expenses consist the benefits paid to the Company's management and directors such as salaries and related benefit including the benefit paid by other means. The Company's management are the persons who are defined under the Securities and Exchange.

Management and directors benefit expenses for the years ended December 31, 2019 and 2018 are as follows:

	BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
Short - term employee benefits	44,721,911.24	41,113,566.28	29,332,484.64	27,851,147.87
Post - employment benefits	6,755,714.50	1,498,220.20	5,936,357.88	1,147,451.20
Total	<u>51,477,625.74</u>	<u>42,611,786.48</u>	<u>35,268,842.52</u>	<u>28,998,599.07</u>

27. AGREEMENTS

As of December 31, 2019, the Company and its subsidiaries have commitments of the contract are as follows:

The Company has signed a license agreement with a foreign company and has been committed to pay fees at the rate specified in the agreements.

The Company and its subsidiaries have long - term lease commitments outstanding on a land, building and construction, vehicles, equipment and consultant fee for the expiration dates range from 2020 - 2024. Future minimum payments under the leases are as follows:

	PERIODS (MILLION BAHT)			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	Not later than one year	Later than one year and not later than five years	Not later than one year	Later than one year and not later than five years
Lease agreements				
Land, building and construction	9.23	4.48	-	-
Vehicles	2.17	6.73	1.51	5.22
Equipment	1.82	1.54	1.62	1.27
Consultant fee	3.72	0.96	-	-

Rental expenses and consultant fee under the above leases for the year ended December 31, 2019 amounted to Baht 19.52 million (the Company only : amounted to Baht 3.68 million).



28. COMMITMENT AND CONTINGENT LIABILITIES

As of December 31, 2019 and 2018, the Company and its subsidiaries have commitments and contingent liabilities are as follows:

	MILLION BAHT			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2019	2018	2019	2018
28.1 Unused letter of credits	151.01	72.64	77.68	71.39
28.2 Contingent liabilities to bank for letter of guarantees	903.51	773.08	599.72	446.42
28.3 As of December 31, 2019 and 2018 the Company has contingent liabilities for guarantee to subsidiaries company's credit facilities of Baht 1,852.81 million and Baht 1,886.44 million, respectively, with financial institutions.				

29. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it has an appropriate financial structure and preserves the ability to continue its business as a going concern.

The Group manages its capital position with reference to its debt - to - equity ratio and interest - bearing - debt - to - equity ratio also to comply with a condition in issued debentures (since 2012) and long - term loan (agreement date on June 17, 2019), which require the Group to maintain interest - bearing - debt - to - equity ratio and debt - to - equity ratio not more than 1.5 : 1 and 2 : 1, respectively.

According to the statements of financial position as of December 31, 2019 and 2018, are as follows:

	CONSOLIDATED	
	FINANCIAL STATEMENTS	
	2019	2018
Interest - bearing - debt - to - equity ratio	1.43 : 1	1.41 : 1
Debt - to - equity ratio	2.11 : 1	2.11 : 1

30. APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been approved on February 21, 2020 by the Board of Directors of the Company.

General Information

Name	Tirathai Public Company Limited (“Company”)	
Nature of Business	Manufacturer of made-to-order transformers for domestic and overseas distribution and service provider of transformer installation, maintenance, and testing.	
Head office	516/1 Moo 4 (Bangpoo Industrial Estate), Sukhumvit Road, Tambon Prakekasa, Ampur Muang, Samutprakan, 10280	
Registration Number	0107574800498	
Website	www.tirathai.co.th	
Telephone	(02) 769-7699	
Fax	(02) 323-0910, (02) 709-3236	
Registered Capital	359,202,865 Baht	
Paid-up Capital	308,008,272 Baht (as of 31 December 2019)	
Number of Issued Ordinary Shares	308,008,272 shares (as of 31 December 2019)	
Par Value	Baht 1 per share	
Investor Relation	Mr. Upakrom Thaweephoke Executive Director and Company Secretary	
Email	ir@tirathai.co.th	
Tel	(02) 769-7699 ext. 1220	
Reference		
Registrar	Thailand Securities Depository Company Limited	
Address	93 Ratchadaphisek Road, Dindaeng, Bangkok 10400	
Telephone	(02) 009-9000	
Facsimile	(02) 009-9001	
Auditor	1. Mr. Chaiyut Angsuwittaya	CPA No. 3885 or
	2. Mrs. Natsarak Sarochahunjeen	CPA No. 4563 or
	3. Miss.Daranee Somkamnerd	CPA No. 5007 or
	4. Miss.Jarunee Nuammae	CPA No. 5596
Address	A.M.T Associates Company Limited 491/27 Silom Plaza, Silom Road Bangrak, Bangkok 10500	
Tel	(02) 234-1676	
Fax	(02) 237-2133	





Tirathai Public Company Limited

516/1 Moo 4 (Bangpoo Industrial Estate), Sukhumvit Road,
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