



SYMPHONY

รายงานประจำปี 2563

ANNUAL REPORT

2020



CONNECT

your business with
our resilient network

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Message from Chairman of the Board, Chairman of the Executive Committee, and President

To Shareholders and Stakeholders

The situation of the coronavirus disease 2019 or COVID-19 occurred in the past year and has continued until now has been a crisis that no one expected. It has severely affected economy and society at both national and global levels. Symphony Communication Public Company Limited (“the Company”) has been directly and indirectly affected by the fallout of the outbreak as well. Nevertheless, with the appropriate management strategies and operating plans, focusing on cost efficiency management and revenue optimization, managing existing assets to be able to generate income at full capacity, including concise and prudent risk management, which helped mitigating impacts, the Company’s operations has been able to move forward without interruption and compromising on service quality. Nevertheless, the pandemic COVID-19 forced the government to take measures to control the situation and prevent the spread of the virus by campaigning Social Distancing. This resulted in business operations and people lifestyle transform into the New Normal, such as work from home, e-meeting, online learning, and online shopping, etc. The New Normal drives business and transactions to digitalize rapidly, resulting in an increase in speed and bandwidth through the customers’ communication network.

To meet customers’ needs and fulfill the increasing demand for digital technology, including maintaining competitiveness, the Company, in 2020, further invested in network expansion to cover economic potential areas of the country, improvement of network quality and efficiency, and improvement of service quality. Currently, the Company provides network service through fiber optic cables distancing 25,000 km., covering Bangkok, vicinity, and major business areas in 50 provinces, and has 18 service centers nationwide. The Company also collaborated with business partners and service providers to expand network and connectivity services to wider group of customers, for example, signing a Memorandum of Understanding (MOU) with CAT Telecom Public Company Limited to leverage existing and upcoming telecommunication networks and services of both parties to enhance services to customers, signing a MOU with BKNIX Company Limited and AIMS Data Center (Thailand) Limited to enhance the efficiency of Thailand’s internet connectivity, signing a MOU with Creden Asia Company Limited to provide electronic authentication and verification services or Electronic Know Your Customer (e-KYC) and Electronic Signature (e-Signature) systems to speed up online transactions by linking many government agency databases in real-time, reduce paper consumption and improve productivity to business customers and collaboration with the Office of the National Broadcasting and Telecommunications Commission (NBTC), the Telecommunications Association of Thailand under the royal patronage and other nine leading telecommunication operators to establish Thailand Telecom Computer Emergency Response Team (TTC-CERT) to combat cyberthreats that may affect telecommunications services, which will provide security for service users.

In addition, to create a long-term growth performance and to achieve the goal of being the leading integrated telecommunications service provider in Thailand, the Company expanded into adjacent business by jointly investing in AIMS Data Centre (Thailand) Limited to develop and provide data center services in Thailand with TIME dotCom Berhad (“TIME”), the Company’s major shareholder and strategic partner who has expertise and strong experience in data center design, construction, and operations with huge success in Malaysia and other ASEAN countries over many years. The data center project is located in the central business district of Bangkok, which was completed in accordance with the standard requirements of the Data Center TIER 3 and officially opened for service at the end of 2020, providing Carrier-Neutral Data Centre services that supports a full range of information technology infrastructure needs covering server storage space (Co-location), data connection service from the server to the external network (Cross Connection), domestic connectivity, international connectivity, both IPCL and IP-VPN, and disaster recovery (DR). The joint investment is considered to build the business base for potential growth through the transfer and exchange of technical knowledge which will increase the efficiency of simplified operations, including future expansion.

With commitment and dedication of the Board of Directors, executives, and employees as mentioned above, including good collaboration of business partners, trust from customers, and supports of various agencies, it resulted in the Company grow continuously and meet the targeted results. For the year 2020, the Company posted a revenue of Baht 1,321.5 million, increasing by 1% from the previous year. EBITDA and net profit were Baht 635.6 million and Baht 95.2 million, increasing from the year 2019 by 10.7% and 113% respectively. Earnings per share was Baht 0.22.

In term of principle of business operations, the Company has continuously adhered to the implementation of good corporate governance principles for long term business growth, having continually reviewed and improved its management and operations to achieve greater efficiency. Every work process takes into account of creation of sustainable value to the business, responsibility for society and environment, equitable treatment to all stakeholders, strictly complying to standard of safety, occupational health and environment at workplace, as well as relevant laws and regulations; and combatting all types of fraud and corruption. Mirroring this are awards and recognitions including “Excellent” level from the Assessment of Corporate Governance Report of Thai Listed Companies for the year 2020 conducted by Thai Institute of Directors Association under the support of the Stock Exchange of Thailand, the quality assessment of 2020 annual general meeting of shareholders with 99/100 points, and being certified as membership of the Private Sector Collective Action Against Corruption (CAC).

On behalf of the Board of Director and management team, we are grateful to the employees for their resolute collaboration and dedication to make the Company achieve goals through this year’s most challenging situations . We would also like to extend our sincerest appreciation to shareholders, customers, suppliers, business partners, financial institutions, public and private agencies, and all groups of stakeholders for their continued support, recommendations, and trust in our Company’s operations. The company has still placed our focus on developing digital and technological infrastructure as well as skilled resources to enhance competitiveness of the business;

while conducting the business in line with strategies that emphasize a balance in economic, social and environmental dimensions based on good principles of corporate governance, transparency and non-corruption, including putting priority on adaptation to various situations in order to lead the organization to grow and move forward sustainably, and most importantly, taking good care of and rewarding all of our shareholders and stakeholders to the best of our ability, and being a part in developing our nation.



(Mr. Woodtipong Moleechad)
Chairman of the Board



(Mr. Kranphol Asawasuwan)
Chairman of the Executive Committee



(Mr. Teerarat Pantarasutra)
President

Vision, Mission and Core Value



VISION

“With Innovation, Competency,
Integrity and Happiness of people,
SYMPHONY’s heart is always strong and lively”



MISSION

To provide Neutral and Highly Reliable telecommunication and information technology infrastructure service to local and international customers with fairness, efficiency, integrity and ethic of our happy people. We will grow with our customers and create sustainable returns for our stakeholders.



CORE VALUE



BOLD

กล้าต่าง

We are not afraid to do something differently from others



CAN – DO

ทำได้

We don’t just TRY but we always DO. We believe there’s always a solution to every problem



QUICK

ฉับไว

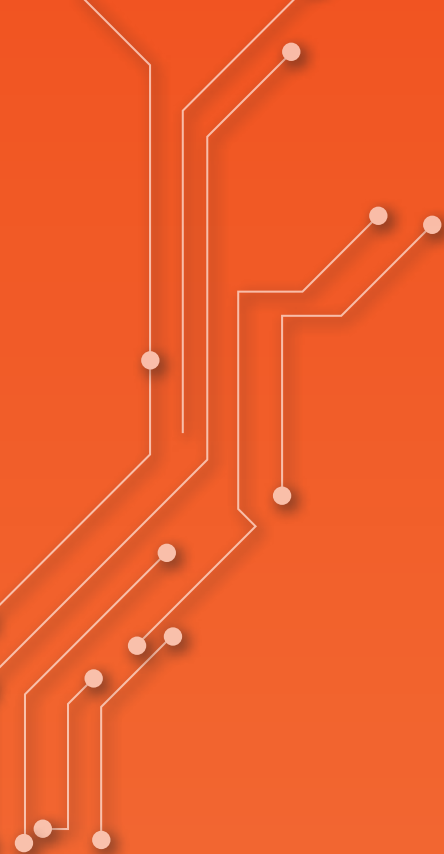
We wait for no problem to solve itself. We want to be on the case faster than customers need



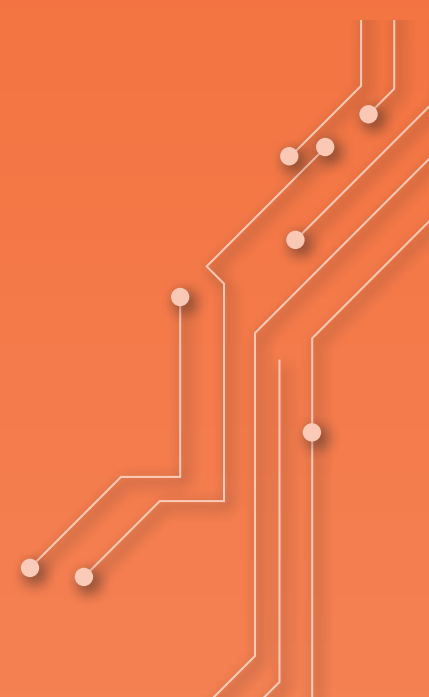
INTEGRITY

มั่นคงในความซื่อสัตย์

We do the right thing even no one else is looking



““Company Overview””



Business Goal and Strategies

The Company focuses on building a sustainable platform and creating long-term competitiveness by providing best services and solutions to our valued customers. Therefore, the Company formulates business strategy and policy as follows:

1) Embed Reliable Network and Services as Trusted Brand

The Company has positioned “Symphony” brand to the customers’ perception upon the reliable network connectivity and service quality beyond premium level and being the leader of innovative technology adoptions that differentiate our services from others e.g. development of new services that more advance than the customers’ expectations, the continual improvement of service both in terms of technology and management such as providing the preventive measure; fostering good relationship with customers and partners by organizing seminars, trainings and activities for inter-department e.g. technology, sales, marketing or finance and accounting departments.

Moreover, we also have treated our sub-contractors as our own employees to manage the quality control in the overall process. We ensure that each step of our services shall meet our customers’ and partners’ satisfaction. We believe that the difference of our services has made our customers and partners trust us and introduced our services to their organization, partners or even their end-users. As a result, our customers have been increased steadily until the present.

2) Ensure Quality of Connectivity and Service as Satisfied

The Company has guaranteed the quality of networks with Service Level Agreement (SLA) at 99.9% to ensure the Company’s highly commitment towards superior quality. We have placed high importance on the quality of service by having the experienced engineering staff to provide the best service to the customers. Our Network Operation Center has operated continuously for 24 hours and 7 days with our efficiently computerized network monitoring system. If any irregular issues on the network arise, we can promptly detect and immediately notify the issues to our customers to solve the problems for them.

To maintain the Company’s service standard and after-sale service, the Company has strictly improved the standard of its hi-speed communication network service to ensure stability and smooth communication for customers. We have offered service customization to meet different customers’ requirements and welcome customers’ opinion in customized circuit design process. Furthermore, the Company has provided the preventive measure, for instance, our expert team and technicians have a regular schedule to check,

monitor, maintain the cabling, the equipment and the back-up system to ensure readiness for use at all the time. Aside from that, we have provided after-sale services including one-stop call center that our experts and technicians are available 24-7 to assist or give consultations when needed.

3) Expand Market Presence with Strong Coverage

As for network coverage expansion, the Company has expanded and developed network service by considering priority in strategic areas. As the demand for data connectivity has been growing along with the development of telecommunication technology and cross-borders trade and investment within ASEAN, Thailand’s geographic location has high potential to be a hub of telecommunication. Therefore, the Company has expanded network coverage to catch up with increasing demand in the high potential areas that justify customers’ needs and investment returns, especially the routes that connect neighboring countries which also cover major cities nationwide, e.g., Bangkok and vicinity, 50 major provinces, 259 leading office buildings, 53 Industrial estates, 18 service centers nationwide and 6 international gateways to connect international networks that better support rapid telecommunication traffic growth.

4) Elevate Value-added Services and Solution as Required

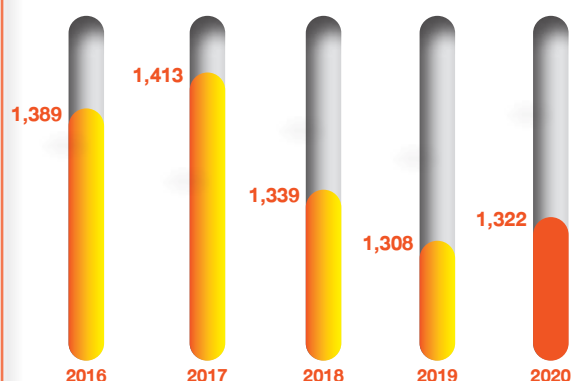
The Company has continuously provided consultation and profound analysis, including organizing the technical seminar for customers’ technicians. We have focused on fostering valued relationship and serving the highest customers’ satisfaction. The Company has constantly reviewed the customers’ concern and suggestion by conducting satisfaction surveys, interview and other channels to improve its service quality.

5) Endeavor Relentlessly to Serve Digital World

The Company has relentlessly monitored and studied the advanced innovation and the development of telecommunication technologies as well as market trend in the direction of growing in data connectivity demand and technology support for digital transformation. In order to capture this trend in the long run, the Company has developed its innovative products and services from understanding the in-depth requirement of our existing and searching for the new market development to serve potential customers such as international connectivity, internet service and etc.

Financial Highlights

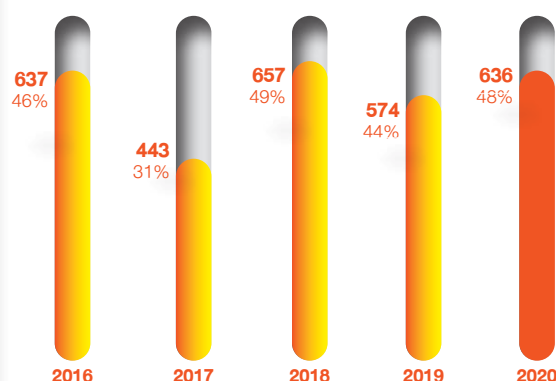
Total Revenue
(Million Baht)



PY 2020 **1,322 MB**
from PY 2019 1,308 MB

▲ **14 MB**

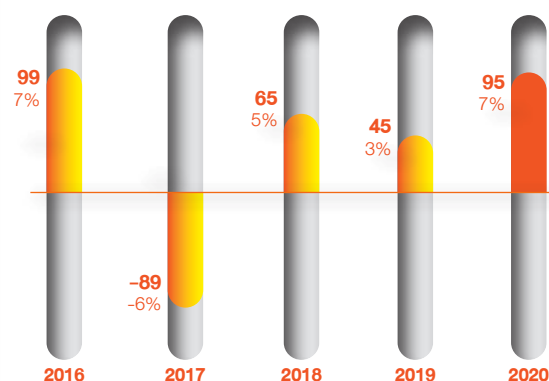
EBITDA
(Million Baht)



PY 2020 **636 MB**
from PY 2019 574 MB

▲ **62 MB**

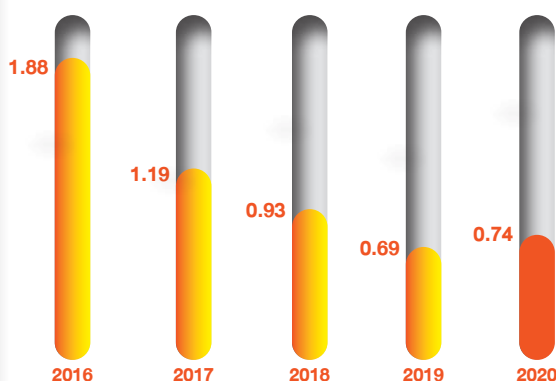
Net Profit
(Million Baht)



PY 2020 **95 MB**
from PY 2019 45 MB

▲ **50 MB**

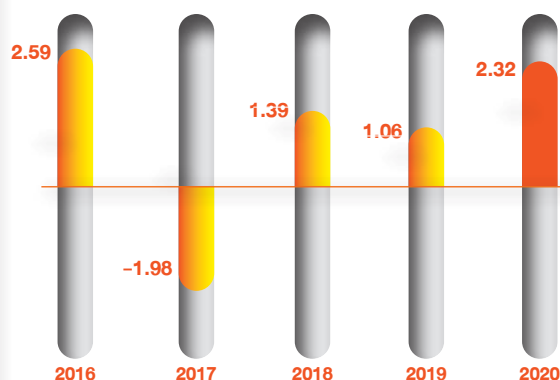
Net Debt to Equity
(times)



PY 2020 **0.74 (times)**
from PY 2019 0.69 (times)

▲ **0.05**

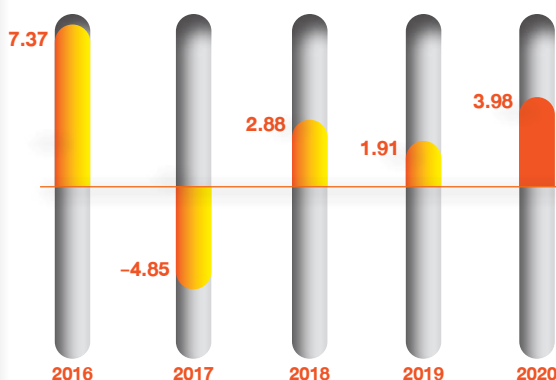
Return on Asset
(%)



PY 2020 **2.32 (%)**
from PY 2019 1.06 (%)

▲ **1.26%**

Return on Equity
(%)



PY 2020 **3.98 (%)**
from PY 2019 1.91(%)

▲ **2.07%**

Key Financial Information

		31 Dec 2017	31 Dec 2018	31 Dec 2019	31 Dec 2020
Operating Results					
Revenue from sale of goods and rendering of services	Million Baht	1,408.9	1,323.7	1,292.0	1,303.2
Total revenue	Million Baht	1,413.0	1,339.3	1,308.5	1,321.5
Cost of sale of goods and rendering of services	Million Baht	896.6	863.9	866.6	839.9
Gross profit	Million Baht	512.2	459.8	425.4	463.3
Net profit	Million Baht	(88.7)	64.8	44.7	95.2
Net profit attributable to owners of the Company	Million Baht	(90.6)	65.1	44.8	103.5

		31 Dec 2017	31 Dec 2018	31 Dec 2019	31 Dec 2020
Financial Position					
Cash and cash equivalents	Million Baht	969.3	819.9	362.2	695.8
Total assets	Million Baht	4,929.4	4,470.4	3,975.7	4,229.9
Total liabilities	Million Baht	2,677.5	2,151.0	1,618.5	1,797.6
Issued and paid-up share capital	Million Baht	433.7	433.7	433.7	433.7
Equity attributable to owners of the Company	Million Baht	2,250.1	2,317.8	2,355.7	2,439.1
Total shareholders' equity	Million Baht	2,252.0	2,319.4	2,357.2	2,432.3
Par value per share	Baht	1.0	1.0	1.0	1.0

Significant Changes and Developments

2005

- Established and registered as limited company under the name of Symphony Communication Company Limited with the registered capital of Baht 1 million to provide hi-speed network and connectivity services using fiber optics.

2006

- Obtained the Telecommunication Service License Type II, permitted by The National Telecommunications Commission (NTC) for the contract period of 15 years.

2007

- Launched Ready Ethernet, Metro Ethernet and TDM services under the brand “Symphony”.
- Obtained the Telecommunication Services License and was the first operator who secured the permission for Right of Way in accordance with Article 39 Section 1 of the Telecommunications Business Act (B.E. 2544).
- Bangkok Mass Transit System Public Company Limited authorized the Company to install optical fiber cables and equipment on elevated rail throughout BTS’s service route.

2008

- Launched SDH hi-speed data communication and Ethernet over SDH (EoSDH) service to corporate customers.
- Obtained the Right of Way to place optical fiber cables along electric posts permitted by Metropolitan Electricity Authority.

2009

- Bangkok Metropolitan Authority (BMA) permitted the Company to install optical fiber cables solely beneath the pedestrian walkways along the BTS routes.
- Increased registered capital to Baht 80 million with 8 million shares at a par value of Baht 10 per share.
- Attained the qualified standards of technology deployment for Metro Ethernet networks from Metro Ethernet Forum and recognized as a qualified service provider to connect to other international carriers.
- Increased registered capital to Baht 225 million with 22.5 million shares with a par value of Baht 10 per share.

2010

- Converted to public company limited; and increased its registered capital to Baht 300 million with 300 million shares at a par value of Baht 1 per share; and changed the Company’s name to “Symphony Communication Public Company Limited”.

2010

- ▶ Made an agreement with Metropolitan Electricity Authority (MEA) to use its optical fiber cable network for the period of 12 years starting from Aug 2010, which also permitted the Company to place optical fiber cables along electric posts.
- ▶ Listed on the Stock Exchange of Thailand under the industry group of Technology on November 26, 2010 with the abbreviated securities name of “SYMC”.
- ▶ Short-listed as a finalist in the Metro Awards for the Asia-Pacific Carrier Ethernet Service Provider of the Year for 4 consecutive years.

2011

- ▶ Obtained the Telecommunication Service License Type II to operate International Internet Gateway (IIG) and National Internet Exchange (NIX) services.
- ▶ Obtained the Telecommunication Service License Type III to International Private Leased Circuit (IPLC) and IP – Virtual Private Network (IP-VPN) service, for the contract period of 15 years.

2012

- ▶ Extended coverage areas to key major economic hubs e.g. 24 industrial estates, major cities e.g. Phuket, Chiang Mai, Udon Thani, Khon Kaen, etc.

2013

- ▶ Increase registered capital to Baht 306,000,000 by issuing 6,000,000 additional ordinary shares with a par value of Baht 1 per share to reserve for the exercise of ESOP warrants that issued and offered to the directors, executives and employees of the Company for 6,000,000 units
- ▶ Obtained the Telecommunication Service License for the Internet Operation Type I.
- ▶ Obtained the Radio or Television Broadcasting Business License for the Radio or Television Network Services (Not using radio frequency), for the contract period of 15 years.
- ▶ Established a subsidiary, namely Diamond Line Services Company Limited with the registered capital of Baht 5 million, in which the Company holds 99.99% of total shares, with the purpose to provide installation and maintenance service for outside-plant networks and telecom equipment, and joint-invest with other companies.

2014

- ▶ Obtained the extension scope of service for the Telecom Business License Type III for International Private Leased Circuit Service (IPLC) – Terrestrial Section by adding supplementary scope of International Private Leased Circuit Service (IPLC) – Submarine Section to build the Submarine Cable Network to support international communication traffic growth and developing the Company’s business to be ASEAN telecom hub and gateway.

2015

- Signed joint investment project agreement to build Malaysia – Cambodia – Thailand (MCT) submarine cable system that spans approximately 1,300 kilometers. The Company becomes the first Thai private company to build international submarine cable network system.

2016

- Paid dividend in form of ordinary shares at a ratio of 12 current shares per 1 dividend share at a par value of Baht 1 each. Increased registered capital to 331,463,349 Baht with 331,463,349 shares at par value of Baht 1 per share, paid up capital Baht 325,393,681.
- Renewed the Telecommunication Service License Type II to operate International Internet Gateway (IIG) and National Internet Exchange (NIX) services, for another contract period of 5 years.

2017

- Approved TIME dotCom International Sdn Bhd (“TdCI”) to make a Partial Tender Offer to purchase a part of shares from shareholders of the Company in a proportion of no less than 35% but no more than 37% of the total issued and paid-up shares of the Company at tender offer price of Baht 12.20 per share (or an estimate of no less than 113,887,788 shares, but no more than 120,395,662 shares); and decrease registered capital by Baht 869 from the existing registered capital of Baht 331,463,349 to 331,462,480 by cancelling 869 registered ordinary shares at par value of Baht 1 per share remaining from the allocation of dividend shares by virtue of the resolution passed by the 2016 Annual General Meeting of Shareholders; and increase registered capital by Baht 113,514,548 from Baht 331,462,480 to Baht 444,977,028 by issuing 113,514,548 newly issued ordinary shares with a par value of Baht 1 per share to offer to the existing shareholders in proportion to their shareholding (Rights Offering) after the completion of partial tender offer by TdCI.
- Started operating Malaysia-Cambodia-Thailand (MCT) Submarine Cable to strengthen International Linkages.
- Attained investment promotion and tax privileges in category of 7.1.6.1 International High-Speed Network Service; submarine segment that entitled the Company to receive incentives and tax privileges according to the Investment Promotion Act B.E. 2520 for investment of Malaysia – Cambodia – Thailand Submarine Cable Project (MCT).
- Obtained the extension of Telecommunication Service License Type II from The National Telecommunications Commission (NTC) for the contract period extended to 17 October 2032. Received “Best Investor Relations Award” from the Stock Exchange of Thailand.

2017

- ▶ TdCI acquired total 120,395,600 shares from the partial tender offer, combined with the shares acquired earlier, made TdCI held total 126,089,989 shares or 38.75% of total issued and paid-up shares.
- ▶ Issued and allocated 108,261,206 newly issued ordinary shares of the Company at a par value of Baht 1 per share to the existing shareholders in proportion of their shareholding (Rights Offering) at offering price of Baht 8.80 per share and increased paid-up capital by Baht 108,261,206 to a total paid up capital of Baht 433,654,887 and paid-up registered shares of 433,654,887 shares.
- ▶ TdCI increased its stake by purchasing 77,053,808 new shares offered to the existing shareholders, combined with the shares acquired earlier, made TdCI holds total 203,143,797 shares or 46.84% of total issued and paid-up shares.

2018

- ▶ Launched Direct Internet service and managed ICT services to enterprise customers.

2019

- ▶ Expanded its coverage for Domestic Backbone Connectivity (3rd route) to the southern part of Thailand and launched the added-on Anti-DDoS services and Broadband Internet.

2020

- ▶ Launched Cloud Services to enterprise customers.
- ▶ Entered into joint investment in AIMS Data Centre (Thailand) Limited (“ADCTH”) with TIME dotCom Berhad (“TIME”) to develop and provide data center services in Thailand. The Company hold 49% stake in ADCTH and TIME holds 51% stake (both directly and indirectly).

The joint investment was in accordance with the resolutions of the 2020 Annual General Meeting of Shareholders, which approved that the Company entered into the connected transactions with TIME by acquiring 270,039 existing ordinary shares of ADCTH from Planet Tapir Sdn Bhd, a wholly - owned subsidiary of TIME, totaling in the amount of Baht 27,003,900 and subscribing 219,961 newly issued ordinary shares of ADCTH on a pro rata basis, totaling in the amount of Baht 21,996,100. The total investment is Baht 49,000,000, with the total shareholding in ADCTH of 490,000 shares, representing 49% of the total shares of ADCTH.

Events in 2020



MOU TOT PUT THE UNDERGROUND CABLE NATIONWIDE

Mr. Teerarat Pantarasutra, President of Symphony Communication Public Company Limited, represented the Company to attend the signing ceremony on a Memorandum of Understanding with TOT for the underground cable nationwide with 10 operators in Thailand in order to organize the underground cable for telecommunication infrastructure sharing and also supporting to the government's regulation of the underground cable organization for Smart City project and create beautiful landscape scenery. Mr. Pipat Khanthong, Director of TOT, honored as the Chairman of the ceremony at Chaeng Wattana Headquarters on 15 January 2020,

NEW YEAR'S VISIT 2020

During the New Year festive season, our management and sales team led by Mr. Alex Loh, Chief Operating Officer and Mr. Pongthep Thanakijsumton, Executive Vice President Sales and Marketing Division visited valued customers and brought New Year gift to thank for the great support and trust in Symphony Communication's services. This was a good opportunity to deliver happiness to each other and we were committed to develop new services for them.



MEETING ON THE PROGRESSION OF THE UNDERGROUND CABLE PROJECT IN PINTHONG INDUSTRIAL ESTATE

On 7 February 2020, Symphony Communication' Public Company Limited, led by Mr. Alex Loh, Chief Operating Officer and Mr. Pongthep Thanakijsumton, Executive Vice President Sales and Marketing Division, had an opportunity to attend the meeting with the executives of Pinthong Industrial Estate, led by Mr. Pira Pattamavorakulchai, Chief Executive Officer and his team, to update the progression of the underground cable project in Pinthong Industrial Estate; and also presented sales and marketing action plans which will be proceeded to entrepreneurs in the industrial estate to promote our services. Currently, our network service is ready and available in Pinthong Industrial Estate 1-3.

THE INDUSTRIAL ESTATE AUTHORITY OF THAILAND ON COMPANY'S VISIT

On 20 April 2020, Symphony Communication Public Company Limited, led by Mr. Alex Loh, Chief Operating Officer, with the management and team gave a warm welcome to Mr. Attapon Jirawatjanya, Deputy Governor Corporate Strategy and Development and his team from the Industrial Estate Authority of Thailand on company's visit. In the meeting, there were a lot of opportunities to exchange various opinions between the executives of both parties regarding the expansion of telecommunication network services to cover the industrial estate project areas of the Industrial Estate Authority of Thailand (IEAT) in the future to facilitate the customers in the estate to access to a quality network for all businesses to move forward efficiently.



SYMPHONY COMMUNICATION AND CAT MOU SIGNING CEREMONY

Mr. Alex Loh, Chief Operating Officer of Symphony Communication Public Company Limited and Dr. Dhanunt Subhadrabandhu, Senior Executive Vice President Marketing and Service, CAT Telecom Public Company Limited, signed a Memorandum of Understanding (MOU) in business collaboration in cross leveraging their existing and upcoming telecommunication networks and services to enhance services to customers. This helped to maximize the capacity of the network including the expansion of various services of both parties across the country to support future business growth and to raise up the quality of telecommunication service for Thailand and ASEAN region together. This event was held on 9 June 2020 at CAT Headquarters.

SEMINAR AT PINTHONG INDUSTRIAL ESTATE

Symphony Communication Public Company Limited and Pinthong Industrial Park Public Company Limited held a seminar for executives and entrepreneurs in Pinthong Industrial Park 1-3. Mr. Apirath Wisitthiwong, Head of Enterprise Department with the sales team and engineering teams presented information for underground fiber optic project including the duration of the process as well as to answer various questions to all customers who joined the event on 9 July 2020 at Morino Hotel Sri Racha





ANNUAL GENERAL MEETING OF SHAREHOLDERS 2020

Symphony Communication Public Company Limited held the 2020 Annual General Meeting of Shareholders. Led by Mr. Woodtipong Moleechad, Chairman of the Board, Mr. Teerarat Pantarasutra, President and Mr. Alex Loh, Chief Operating Officer together, the Board of Directors and the management announced the company's operating results for the year 2019 and details of the business operations in various agenda items including the directions of new businesses in the future. Moreover, the Board of Directors and executives had a great chance to talk with shareholders and explain about company's operations including the plans for this year to shareholders on 31 July 2020 at Golden Tulip Sovereign Bangkok Hotel.



SYMPHONY COMMUNICATION, BKNIX AND AIMS ON MOU SIGNING CEREMONY

Mr. Kranphol Asawasuwana, Chairman of the Executive Committee of Symphony Communication Public Company Limited and Director of AIMS Data Center (Thailand) Limited together with Mr. Teerarat Pantarasutra, President and Mr. Alex Loh, Chief Operating Officer, jointly signed a Memorandum of Understanding (MOU) with BKNIX Company Limited by Mr. Sahasachai Kongjue, Managing Director, Mrs. Pensri Arunwatanamongkol, Director and Dr. Photchanan Ratanajaipan, Director of THNIC Foundation to enhance the efficiency of Thailand's internet connectivity and to support future enhancement of communication traffic exchange in Thailand at Symphony Communication Headquarter on 6 October 2020.



LOY KRATHONG TROOP

We held "Loy Krathong Troop" in the occasion of Loy Krathong Festival in order to give our natural materials krathong for our customers to float in this festival. Moreover, our sales team also had a great opportunity to visit, meet and talk with them as well on Friday 30 October 2020.

NTT BUSINESS REVIEW 2020

Symphony Communication Public Company Limited held the annual NTT Business Review for NTT Communications (Thailand) Company Limited, our valued business partner. Mr. Jutturong Buavirat, Head of Carriers & Partners Department with Sales and Engineering teams presented updated information about our new services for both domestic and international markets. This will enable NTT team to provide the right solutions to customers including after-sales service with experienced engineers team that are ready to give advice and resolve problems to ensure the quality of our services. This event was held at NTT Headquarters on 27 November 2020



THAI VALUE INVESTOR ASSOCIATION (THAILAND) VISITED SYMPHONY COMMUNICATION

On 30 November 2020, Mr. Alex Loh, Chief Operating Officer with the management team of Symphony Communication Public Company Limited had an opportunity to welcome Thai Value Investor Association (Thailand), led by Mr. Nuttakit Suntonbura (5th from left) with investors, who visited our Company and attended the meeting with executives in order to get information about business operation and business direction for future investment decision.



THE PRESS CONFERENCE ON THE ESTABLISHMENT OF THAILAND TELECOM COMPUTER EMERGENCY RESPONSE TEAM (TTC-CERT)

Mr. Kranphol Asawasuwana, Chairman of the Executive Committee and Mr. Teerarat Pantarasutra, President of Symphony Communication Public Company Limited attended the press conference on the establishment of Thailand Telecom Computer Emergency Response Team (TTC-CERT) that the NBTC in collaboration with the Telecommunications Association of Thailand under the royal patronage together with 9 leading telecommunication operators to combat cyberthreats that may affect telecommunications services, which will provide security for service users, with General Sukit Khamasunthorn, Chairman of the National Broadcasting and Telecommunication Commissions, Mr. Vichaow Rakphongphairoj President of the Telecommunications Association of Thailand under Royal Patronage, jointly gave a press conference at the office of NBTC on 14 December 2020.



BANGKOK BANK THANK YOU PARTY 2020

Symphony Communication Public Company Limited, led by Mr. Alex Loh, Chief Operating Officer, Mr. Apirath Wisitthiwong, Head of Enterprise Department and sales and engineering teams, organized the Bangkok Bank Thank You Party 2020 to thank the customers from Bangkok Bank who always has trust on our services. The atmosphere at the event was full of fun at Savoej Riverview Restaurant, Rama III on 16 December 2020



SYMPHONY – CREDEN EXCLUSIVE BUSINESS PARTNERSHIP SIGNING CEREMONY FOR E-KYC AND E-SIGNATURE SERVICES

Mr. Alex Loh, Chief Operating Officer and Mr. Pongthep Thanakijsumton, Executive Vice President Sales and Marketing Division signed the agreement with Mr. Pawoot Pongvityapanu, Chief Executive Officer and Ms. Natcha Phimprasan, Vice President of Business & Strategy of Creden Asia Company Limited to provide electronic authentication and verification services or Electronic Know Your Customer (e-KYC) and Electronic Signature (e-Signature) systems to speed up online transactions by linking many government agency databases in real-time, reduce paper consumption and improve productivity to business customers. The senior management teams witnessed on 17 December 2020 at Symphony Communication's office.

Awards and Recognition

With the commitment of the Board of Directors, executives, and all employees to make the Company become an organization which operates business under good corporate governance principles, Symphony Communication Public Company Limited, in 2020, has received awards



Corporate Governance Rating at “EXCELLENT” Level with 5 Stars

from Corporate Governance Report of
Thai Listed Companies (CGR) for the year 2020
by Thai Institute of Directors Association (IOD)

Assessment of the Quality of Organizing the General Meeting of Shareholders

The Company received **99/100 scores** in the Assessment
of the Quality of Organizing the General Meeting
of Shareholders for the year 2020

conducted by Investor Association, Securities and Exchange
Commission and Thai Listed Company Association.



CAC Membership

On September 30, 2020, the Council of Thai Collective
Action Coalition against Corruption (CAC) announced and
certified Symphony Communication Public Company
Limited as Member of CAC.

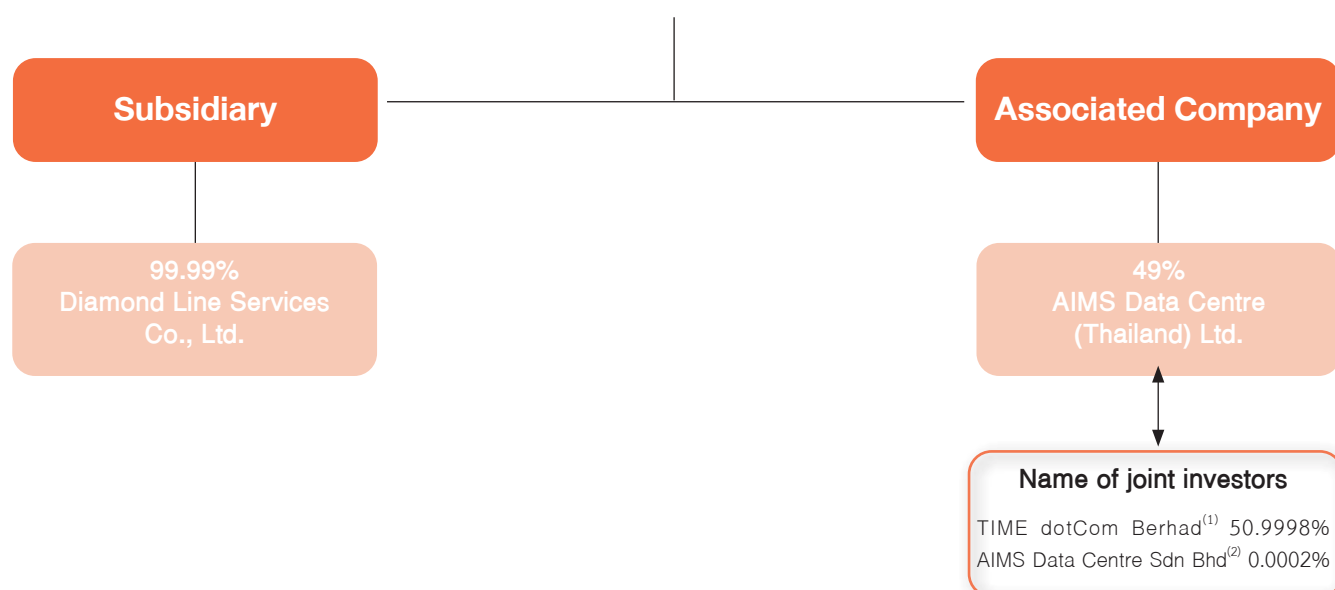
Business Structure of the group of Company

Business structure of the group of Company as at 31 December 2020



SYMPHONY

Symphony Communication Public Company Limited



Remark: ⁽¹⁾ TIME dotCom Berhad ("TIME") is the Company's major shareholder, through its wholly-owned subsidiary, TIME dotCom International Sdn Bhd, holding 46.84% of total issued and paid-up shares of the Company.

⁽²⁾ AIMS Data Centre Sdn Bhd is a wholly-owned subsidiary of TIME.

Information of Subsidiary and Associated Company

Subsidiary

Diamond Line Services Company Limited : DLS

99.99% owned by the Company, DLS was established in 2013 with the purpose to provide installation, repair and maintenance service of external interconnected networks and telecommunication equipment, and to conduct joint investment with other companies.

As at 31 December 2020, DLS has a registered and paid-up capital of Baht 5 million.

Associated Company

AIMS Data Centre (Thailand) Limited : ADCTH

49% stake held by the Company, 50.9998% by TIME and 0.0002% by AIMS Data Centre Sdn Bhd (a wholly-owned subsidiary of TIME). ADCTH was established in 2019 with the purpose to operate data center business and other related business.

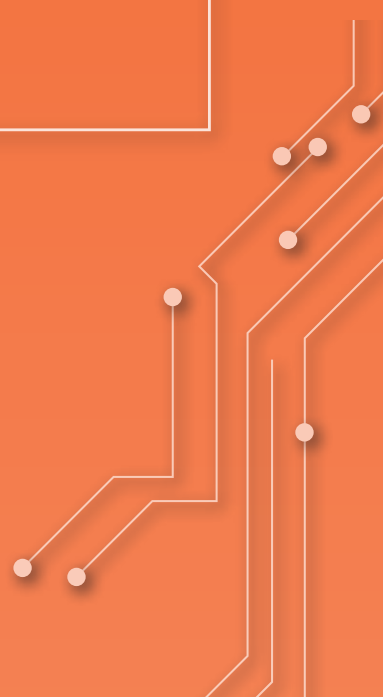
As at 31 December 2020, ADCTH has a registered and paid-up capital of Baht 100 million.



“Our Business”



Under the brand “Symphony”, we have committed to continually improve network performance, strategically grow our coverage to increase customer base, support future growth and provide best service for customers to have **“Excellent Experience”**



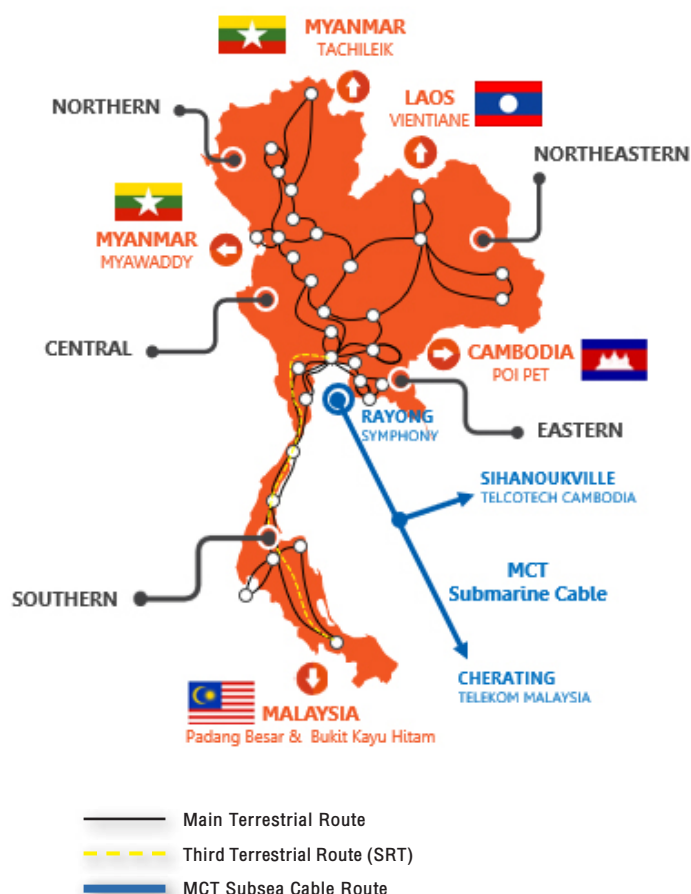
Policy and Business Overview

Symphony Communication Public Company Limited (“the Company”) was founded on November 24, 2005 by the team of executives, engineers and specialists with over 20 years of experience in telecommunications business. The Company was listed on the Stock Exchange of Thailand under the group of Technology with the abbreviated securities name of “SYMC” on November 26, 2010. In 2017, TIME dotCom International Sdn Bhd (“TdCI”), a wholly-own subsidiary of TIME dotCom Berhad in Malaysia, has acquired and hold 46.84% of total shares of the Company. Currently, the Company has registered and paid up capital of Baht 433,654,887, divided into 433,654,887 shares at a par value of Baht 1 per share with TdCI as the major shareholder holding 46.84% of total registered and paid-up capital.

The Company’s business is operated under the supervision of the National Broadcasting and Telecommunications Commission (“NBTC”). Currently, the Company holds the Telecommunication Service License Type II and Type III, to provide services for International Private Leased Circuit (IPLC) both terrestrial and submarine coverage and IP-Virtual Private Network (IP-VPN). The Company has also received the Internet Operation Type I and II to provide internet service and operate International Internet Gateway (IIG) and National Internet Exchange (NIX).

Driven by the policy of the government that would like to promote and stimulate economy through digital technology, and changes in pattern of business operation and people lifestyle to New Normal resulted from the situation of COVID-19 outbreak, the digital transformation of all business sectors has become more apparently, resulting in massive data transmission through fixed line, comprising leased line, internet, Co-location, data centre and Cloud service increase continuously.

As a result, The Company has focused on continual investment in strengthening its domestic backbone networks to be fully protected with multiply routes, expanding network coverage, including improving network quality so that services can be provided stably and efficiently and able to accommodate all customers’ need. Currently, the Company provides network service through fiber optic cables distancing 25,000 km., covering Bangkok, vicinity and 50 provinces nationwide, including 6 international gateways which are able to connect with fiber optic cable network of neighboring countries, that are Malaysia, Myanmar, Laos and Cambodia. This enables the Company to provide services to all customer types covering both domestic and international connections.



“We are committed to continuously enhance network performance and grow our coverage to accommodate our customers comprehensively”

Current Coverage Area

- Bangkok and Vicinity
- Major Business Areas in 50 Provinces
- 259 Leading Office Buildings in Bangkok
- 53 Industrial Estates
- 18 Service Centers Nationwide

International Gateways

- Songkla (Hat Yai) connect Malaysia
- Sakeao connect Cambodia
- Nongkhai connect Laos
- Tak (Mae Sot) connect Myanmar
- Chiangrai (Maesai) connect Myanmar
- Malaysia-Cambodia-Thailand Submarine Cable System (MCT) connect Cambodia and Malaysia and interconnect with other global submarine cables

Digital technology drives big demand of one-stop service. Many organizations look for round-the clock solutions able to support their business to go on smoothly with best value in term of price, efficiency of resources use, and quality guaranteed with Service Level Agreement . To capture this trend, the Company has expanded and innovated services. The Company launched in 2018 Direct Internet service as well as other related add-on products and services, comprising Email, Web Hosting, Virtual Firewall and D-Dos Protection to enhance workflow and security against Cyber threats. The Company has received a positive response from corporate customers in all business

segments for these services so far. In the same year, the Company, furthermore, provided Managed Service on the ICT solution with bundled service to the customers on top of the network service.

To support customers’ businesses into the digital transformation completely, the Company. in 2020, launched “Cloud Service”, which is a part of the Company’s growth expansion to enterprise market that is expected to drive more service demands.



The Company has collaborated with business partners to combine the Company's fiber optic cable network with specialization in business of business partners to extend business and create new opportunities. In 2020, the Company extended its business to data center business due to its vision that data center business will continuously grow and will become more important since the service allows business to manage IT infrastructure efficiently. The Company jointly invested in AIMS Data Centre (Thailand) Limited in the proportion of 49% with TIME dotCom Berhad, a strategic partner who has strong expertise and experience in operating data center in Malaysia for more than 30 years, to develop and operate data center in Thailand. At the end of the year 2020, AIMS@ Bangkok data center was completed and has been

officially opened for services for 24 hours and 7 days. Moreover, the Company signed a Memorandum of Understanding (MOU) with CAT Telecom Public Company Limited to leverage existing and upcoming telecommunication networks and services of both parties to enhance services to customers; signed a MOU with BKNIX Company Limited and AIMS Data Center (Thailand) Limited to enhance the efficiency of Thailand's internet connectivity; and signing a MOU with Creden Asia Company Limited to provide electronic authentication and verification services or Electronic Know Your Customer (e-KYC) and Electronic Signature (e-Signature) systems to speed up online transactions by linking many government agency databases in real-time, reduce paper consumption and improve productivity to business customers.

Nature of Business

Symphony Communication Public Company Limited provides telecommunications service, including connectivity service, Internet service and other related services under “Symphony” brand emphasizing to both local and international enterprise customers, which can be categorized into 2 major groups:

- 1. Telecom and Datacom Service Providers** means operators who lease Company’s communication network for commercial purposes, e.g. Internet Service Provider (ISP), Mobile Phone Operator, International Carrier, etc.
- 2. End-User Customers** means operators who use the Company’s network for massive and rapid data transmission and always on for their business operations, e.g. banks, financial institutions, cable TV operators, digital TV operators, television stations producers, logistic or modern-trade business, retails, hotels, etc.

Revenue structure

The revenue of the Company can be classified by service types as follows:



- **92.9%**
Revenue from Connectivity Service
- **6.5%**
Revenue from Managed Service and Solutions
- **0.6%**
Revenue from Co-location Service

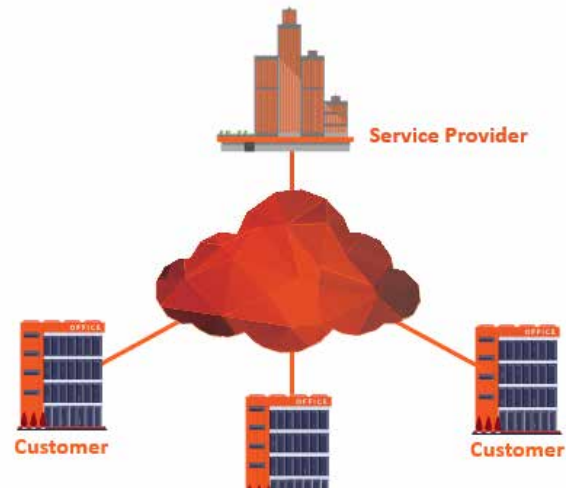
Unit: Million Baht

Revenue	2018		2019		2020	
	Amount	%	Amount	%	Amount	%
Revenue from Connectivity Service	1,295	97.8	1,235	95.7	1,210	92.9
Revenue from Managed Service and Solutions	22	1.7	52	3.9	85	6.5
Revenue from Co-location Service	7	0.5	5	0.4	8	0.6
Total service Revenue	1,324	100.0	1,292	100.0	1,303	100.0

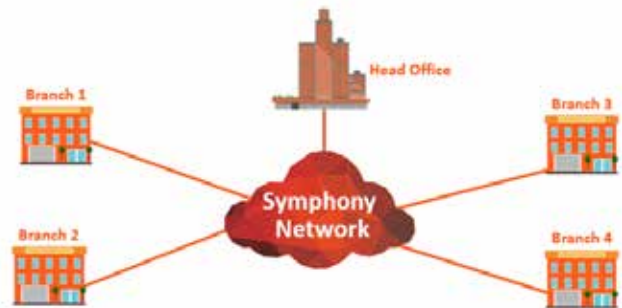
Products and Services

1. Domestic Network Connectivity

1.1 Access Network to connect the end-users to their service providers. The customers in this segment are all service providers who offer ICT services to the enterprise end-users. They have intended to lease hi-speed communication network from the Company to manage their investment cost. Symphony as a network provider can serve the good quality of services to all the providers in Thailand with open access policy. At present, the Company has the core network and the redundant connectivity, connecting to all the data center service providers in Bangkok. In addition, the Company has partnered with the other providers to continuously provide the best support to their end-users.



1.2 Private Network to connect the private network, e.g. head office and its branches. The customers in this segment, for example, are in telecommunication who has leased hi-speed communication network from the Company to be their backbone networks or to provide telecommunication service to their end-users. Also, there are end-user customers who has operated their corporations that need massive and rapid data transmission for their business operation, e.g. the communication network between headquarters and its branches of large organizations such as banks, or modern-trade retailers, etc.



2. International Network Connectivity

International Network Connectivity to connect international communication networks or connect between local offices and oversea offices of local or multinational corporations. Such customers are also other Telecommunication e.g. the international carriers, local telecom operators who lease hi-speed communication network from the Company to be

their backbone network or to connect between local and international networks in various countries for their customers. Our international connectivity is running on both of terrestrial gateways to all borders of Thailand and submarine cable, "MCT" is our own submarine cable system, co-invested with the consortium parties in Malaysia and Cambodia



“We can provide international high-speed interconnection through the submarine cable system of the Company which is connected among 3 countries, Malaysia-Cambodia-Thailand (MCT Submarine Cable System) that helps the inter-communication among Thailand Malaysia and Cambodia connect to other submarine cable systems to cover services around the world as well”

Sub Marine Cable System

- First Private Submarine Network in Thailand
- Cable Landing Station, owned by the Company, is located in Rayong, Thailand
- Approx.1,300 km distance. All routes of submarine cables are buried underwater
- Extra large bandwidth up to 30 Tbps



Malaysia-Cambodia-Thailand
Submarine Cable System



3. Internet Services

to connect the end customers to the Company's internet gateway, “Symphony” internet service is the direct internet which is especially built for each business purpose. Because the Company owns its network connectivity to international gateways both or terrestrial and submarine, the customers can be ensured that their business's internet seamless is connected. In addition to the Internet, the Company provides added-on services comprising:

- 3.1 Email and Web Hosting, basic services for enterprise customers using the Internet Services. The Company provides email and web hosting to medium and small enterprise customers.
- 3.2 D-Dos Protection Business today relies heavily on the quality of Internet connection. Potential threat like DDoS attack is very harmful to day to day business. Our D-DoS

Protection solution works as an add-on service with our Direct Internet to ensure the internet flows for customer business availability.

- 3.3 Virtual Firewall a service that helps corporate customers ensuring that employees within the organization Including customers can access the Internet and applications on Cloud safely. A Symphony Virtual firewall service mitigates risk, and plugs a vital security gap, without the need to engage costly in-house IT resource. This service is fully managed by the Company, including its design, installation, configuration, and day-to-day maintenance of VMs and software components as well as expert support from our proficient cyber security professionals.

Our internet service has been end-to-end monitored from our professional network operation center for 24 hours and 7 days as one stop service. With many years of experience in providing the network services for enterprise customers in Thailand, the Company has recognized all the customers' requirement in order to design the best services to serve the enterprise customers in all aspects of the reliability, the quality, the speed or the bandwidth and the data security.

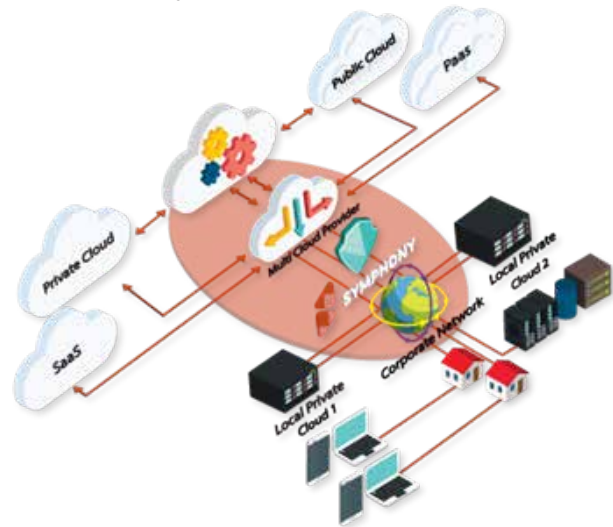
4. Managed Services

to provide the managed service on the ICT solution with bundled service to the customers on top of the network service. Presently, the customers have options not to manage their internal ICT solution in their daily operation for cost management by outsourcing to the providers. The Company has provided the managed service as end-to-end service with its professional network operation center to safeguard the customers' operation for 24 hours 7 days as same as its own network management.

5. Cloud Services

to provide data storage service on Virtual Server to enterprise customers in all industry segments, whether they are existing customers on network services or not. The Company provides Cloud Services as a solution integrating with network service. It is an ideal for customers who want to reduce operating cost in hardware, software and streamline IT operation. The Company has

provided the Cloud service as end-to-end service, covering provision of consultation by experienced provisioning team, installation, and expert support with monitoring, alert system and helpdesk for 24 hours 7 days.



6. Data Center Services

to extend Co-location services with the support of disaster recovery (DR) and multiple options of cross connection. As a part of AIMS' regional data center network, a carrier-neutral data centre, AIMS@Bangkok located at Smooth Life Tower on North Sathorn Road, which is the central business district of Bangkok and the location of Bangkok Neutral Internet Exchange (BKNIX). The Company provide this services with its network operation center to safeguard the customers' operation for 24 hours 7 days.

Distribution Channels

The Company has its own sales team to deal with and negotiate with customers directly. Sales team is divided into groups according to type and characteristics of target customers. Since each customer group has different needs, the sales team will offer a wide range of services to customers and tailor-made services to suit each customer's business objectives to meet customers' need effectively.

Products and Service Sourcing

As the Company is a telecommunications services provider, its personnel who provides services are very important. The Company has invested in building and maintaining efficient personnel by providing both inside and outside trainings to educate its personnel to deliver best solutions and excellent services to customers and build the confidence of the customers who use the Company's services. For products the Company uses for service, the Company procures and selects products which are quality and be recognized internationally by entering into an agreement with suppliers or vendors who operate reliable business and are recognized by users around the world.

Market and Competition

The situation of the Coronavirus disease 2019 or COVID-19 had a sudden and severe impact on domestic and global economy and consumption spending. The competitive environment in the telecommunications business has changed from the past years. Demand on one-stop service remains but must accommodate the new way of consumption behaviors, known as the New Normal. Telecommunications, the Internet, and information technology have emerged as key force to drive business operation and lifestyle of people. Working, education, and various activities must be able to go on despite Social Distancing. The said situation has resulted in the increasing demand for data usage drastically and at the same time, has contributed more business opportunities.

Due to an acute economic recession and reduced consumption, many businesses cannot exist, or have been forced to reduce cost to support their survival. Service providers, including the Company had to reduce service fees for existing customers as well. Customers' projects and developments in almost every industry have been postponed, so the opportunity to acquire new customers or new projects is quite difficult. In addition, direct meeting with customers and marketing methods need to be transformed. This situation will continue to the year 2021 due to new round of the COVID-19 outbreak in Thailand.

In addition to an opportunity to develop business relationships and to avoid competition which does not create the best interest for all parties, partnership is the way to develop services to cope with rapid changes of the world at present. The Company is confident in potential and expertise of the existing partners; and believes that good cooperation will create the best benefits mutually, including sustainable development of telecommunication industry in Thailand.

Changes in people lifestyle and behaviors or New Normal increases the demand for digital transaction services. Many types of services, such as shopping, food ordering, goods delivery, or services of public and private sectors, must support online transactions. It is, therefore, undeniable that the situation of COVID-19 outbreak serves as the driving force behind the digital transportation of both service providers and service receivers.

The Company is ready to play its role as a key supporter to the National Digital Economy and Society Development Plan and Policy in enhancing the Country's economic competitiveness by enabling enterprise customers, both public and private sectors, to use digital technology innovation and innovative products and services as a key tool for successful digital transformation and effective competition in the modern global changes.

The situation of COVID-19 epidemic has caused all sectors including the Company to develop new strategies to accommodate situation and be ready for rapid changes. The Company has adjusted work process in all areas including marketing, product development as well as service of sales and operation teams. This is to ensure that the Company is able to provide good and quality comprehensive services to customers, and to enable the customers to run business smoothly and continuously.

The Company has still prioritized on the continuous development of high-quality network services, viewing the importance of the growth trend of the telecommunications service market for better accommodating increasing need of customers. On top of existing network and Internet services provided to domestic and international corporate customers, the Company, in 2021, expands its services to reinforce its capability to provide fully IT solution services to enterprise customers, focusing on technology products at world-class standard, and excellent services delivered by skilled people, including setting up experienced provisioning team. Our goal is

to provide managed services covering from Infrastructure as-a-service, such as virtual server, backup service, network security, appliance, and virtual firewall, to Platform as-a-service, log management. and other solutions with partners. Our services are to support continuity of' customers' business with reasonable costs and efficient use of resources.

At the end of the year 2020, the data center project that the Company jointly invested was completed and officially opened for services. Located in central business district of Bangkok, the data center provides Co-location services with the support of disaster recovery (DR) and multiple options of Cross Connection which will build enterprise customers' confidence in running business efficiently and smoothly.



Risk Management and Risk Factors

The Company realizes the importance of the overall corporate risk management according to the COSO ERM standard, which is in compliance with the good corporate governance and takes the risk management as part of the Company's culture. The Company considers, selects significant risks and prioritizes them based on their likelihood and potential impact at levels of organization and departments. The Company's assessment was divided into 4 categories of risks, namely strategic risk, operational risk, financial risk and compliance risk. The Company considered the risks from both internal and external contexts and from the expectation of stakeholders. The risk management plan has been made to cover overall the corporate in order to mitigate the risks to the acceptable level.

Risk Factors

1. Risks from Competition in Hi-Speed Data Communications Network Market

The Office of National Broadcasting and Telecommunication Commission ("NBTC") has the authority to issue telecommunications business licenses to new operators based on the principle of free and fair competition. The Company cannot foresee the number of new operators that will be granted telecommunication business licenses. More operators will result in stronger competition. However, the telecommunications business requires expertise and experience of management and employees as well as intensive capital. Hence, large business operators have competitive advantages over small, medium and new operators. At present, price competition is stronger in some markets segment that customers are more price conscious due to difficult economic situations.

Therefore, the Company strategically prepared for such competition by emphasizing on its businesses strength and focus on the markets that the Company has competitiveness, especially in current service coverage areas or corporate markets that has high service loyalty for years. In addition, the Company also extend service scopes by providing related services e.g. Direct Internet, Broadband Internet service to support small and medium broadband operators, provide the service bundle with the equipment to be responsive customers need, and international network service to inter carriers. In addition, the company has added the third route of core network in the central, eastern, northern and southern area in order to increase both of the stability of customer service and the potential of operation that are currently more competitive. In the midst of market dynamics and changing business models driven by the other operators, the Company has shifted its business operation from Internet Service Provider (ISP) to providing direct internet service to the customers. Because of the company has readiness for service due to the Company has its own network infrastructure, which can serve the customer with full scope of services. Furthermore, the company adhere to improve the quality and standard of network system, including the delivery of excellent service to customer by guarantee for Service Level Agreement (SLA) 99.9% per circuit in order to meet the customer satisfaction.

2. Risks from influences of major shareholders over the determination of policy and management of the Company

TIME dotcom International Sdn Bhd is the major shareholder, holding 46.84% of total shares. As a result, the major shareholders have enough voting rights to affect the agenda requiring approval by a majority of votes in excess of 75% of the total voting shares, such as the approval of increase or decrease of capital, amendment of the Company's Article of Association, etc. However, the managerial structure of the Company comprises the

Board of Directors and 4 sub-committees including Audit Committee, Nomination, Compensation and Corporate Governance Committee, Risk Management Committee, and Executive Committee. Each committee has definite scope of duties and responsibilities, which make the Company's managerial system become standardized and accountable. Moreover, 3 out of 8 Board of Directors are independent directors and the Audit Committee also consists of 3 independent directors who are well-knowledge and able to monitor the Company's operation to ensure the transparency. In addition, The Company has separated the role of Chairman from the top authority of the management. The aforementioned actions would promote check and balance to a certain degree, including any matters to be brought into the shareholders meeting for approval.

3. Risks from Legal Regulations and Government Policy regarding Telecommunication Business

3.1 Risk of failure to acquire the Right of Way

Under the stipulation of section 39, paragraph 1 of the Telecommunication Business Act 2001 states that, "if the licensee needs to set up the post or wiring, piping or install other equipment necessary for the operations of telecommunication business and need to apply the right according to the section 39. The licensee shall propose NBTC for approval before any execution. Once NBTC approve, the licensee will entitle to the Right of Way of the proposed route". At present, the Company continually obtains Right of Way from NBTC for the constructed networks and was being waited for the official approval from the property owners e.g. government agents, utility providers according to their criteria. Thus the Company may be subjected to pay for installation fee, maintenance fee or any additional processing fee that may increase the cost of business and affect profitability.

In addition, according to the announcement of Metropolitan Electricity Authority (MEA) and the ASEAN Metropolis project regarding the demolishing the power poles which affect to all operators could not lay the cables on electricity poles. In addition, the announcement of Provincial Electricity Authority (PEA) and Metropolitan Electricity Authority (MEA) regarding the critical routes which do not allow for laying the cables on electronic poles caused the Company may delay in installation of service to customer. However, the Company has taken this issue into account and continued to provide service as in normal operation. The Company also co-operated well with PEA, MEA, and other operators to reorganize the communication cables and demolish the unused communication cables which plan to complete by June 2020, have already been done but delay for the remaining plan as a result of the COVID-19 situation. And also there is a problem from fire burned the communication cables, the MEA and PEA set up the communication cables reorganization plan to operate in 2021 and 2022 in order to comply with the Ministry of Interior's reorganization plan for more safety within 2 years, which may affect cost increase. Furthermore, the Company has planned to reroute the communication cables to avoid service interruption and also invest for the core and redundant network protection to stabilize our network efficiency in the long term and lower maintenance cost.

3.2 Risk from changes in the regulation of Telecommunication Business license and the Government's implementation of Digital Economy Policy.

The Company operates the business under supervision of the office of the National Broadcasting and Telecommunications Commission (NBTC), which has power to issue the Telecommunication Business licenses to operators. If there are any change in rules and regulations in some parts of NBTC, in which may affect to the Company's expenses in term of telecommunication license fees in the future.

In 2014, the government established the Digital Economy Policy (Digital Economy) to drive the economy and society on Connectivity and Technology Infrastructure under the supervision of the Ministry of Digital Economy and Society. From 2017 to 2019, several related laws such as the Digital Development

for Economy and Society B.E. 2560 (A.D. 2017), Computer Crimes Act (No. 2) B.E. 2560 (A.D. 2017) (to amend the Computer Crimes Act B.E. 2550 (A.D. 2010)), Act of the Digital Economy and Society Council of Thailand B.E. 2562 (A.D. 2019), the Cyber Security Act B.E. 2562 (A.D. 2019) and The Personal Data Protection Act, 2562 B.E. (A.D.2019) (“PDPA”). As for the PDPA, although it is not yet fully effective in all categories, the company has announced that all employees shall keep all personal data as per the standard outlined in the announcement of the Ministry of Digital Economic and Society (MDES).

Hence, the Company places importance on monitoring of amendment in rules and regulations and has studied the relevant laws closely by determination the responsible function that related to NBCT to follow the movement situation in various issues in order to formulate the plan to comply with the policy, regulation, and rules of regulatory agency in timely manner. The Company has also set up a Working Group of employees involved in such emerging policies, laws, rules, and regulations to follow up knowledge and information operated within the Company according to those laws. They will set the training for employees to have knowledge, understanding, and awareness to comply with the law.

In addition, the Company pays attention to the security of all types of information, the Company then determine the steering committee comprise Chief Operation Officer, Head of Information and Technology Division, Head of Human Resource Division, Head of Sales and Marketing Division, and Senior Manager of Legal Department to review the matter in Legal Provision and comply with the regulation of the regulatory agency. From reviewing the mentioned regulation carefully, found that most of them are positive impact to the Company’s business operation as a digital infrastructure provider, because of the policy of the Digital Development for Economic and Social Development will help to promote and support the use of digital infrastructure services.

Furthermore, in the past year, the Company has not faced with any issues that might impact to the business operation due to the Company has closely monitored the movement situation and appropriately planned to comply with the regulations.

3.3 Risk of contracts or Agreements between the Company and Foreign Governments, International Organizations or Persons Residing Overseas.

Under the stipulation of section 54 of the Telecommunication Business Act and Notification of the NBTC Re: Approval of Contracts relating to Telecommunications Business to be Made with Foreign Governments, International Organizations or Persons Residing Overseas B.E. 2549, states that “the Company is obligated to submit any drafted contracts or drafted agreements concerning the operation and servicing of telecommunication with foreign governments, international organizations or persons residing overseas, including amendment or annulment of contracts or agreements for the approval of NBTC. There is an exemption if such contracts or agreements relate with normal procedures that comply with guidelines and conditions that NBTC stipulates. However, the NBTC may request the Company to amend any such contracts or agreements in accordance with the conditions that NBTC stipulates. At present, the Company has a contract to provide circuit lease services to customers who are foreign companies and the Company still has plans to expand such business to providing services to international carriers located overseas. Hence, the stipulation of section 54 of the Telecommunication Business Act may place constraints in entering such contracts and therefore affect the business expansion plan and revenue that the Company may receive from the expansion of such customer base to foreign carriers locate overseas in the future.

However, the company has assigned the Legal Department to review the matter of draft contract and agreement prior to the related parties sign their name in the contract in order to prevent the risk that might be occurred in the future.

4. Risks of network equipment which are being used for business's operation

Over the years Telecommunication technology has been the integral part yet necessity for managing the network operations of services business. As a trusted Service Provider, the Company have full responsibility to uphold the commitment to our Customers to ensure High Level of Service Availability, Excellent Experience and offer the best solutions without compromising on quality.

This important commitment calls for the best operation practices and full reliable Network Infrastructure. Regards to the Infrastructure, we ensure that the Network Equipments and Systems are assessed on their lifecycle, spare availability and Operating Software (OS) upgrade ability. Any Network infrastructure that is approaching their end life will be replaced with the latest technology. This replacement or upgrade process will go thru a stringent POC process and selection process based on Technical and Commercial evaluation. Both the Planning and Operation teams will also ensure the design of any new network design and system deployment to meets the criteria of;

1. Redundancy
2. Security
3. Scalability
4. Best & Optimum

The above criterias are used as the rule of thumb in the design and rollout for technologies like DWDM, SDH, MPLS, Metro Ethernet and others.

The other crucial aspect is Best Operation Practices. This is strictly carried out and it is practised as a norm in the daily operations. Highly skilled and qualified Engineers are assigned based on different functions to run and operate a smooth Network. Each of them are trained and given access to the system based on their skill sets and functions. This is to ensure effectiveness and also accountability across all processes. This Best Practises are also revised periodically and any changes will be updated and documented accordingly prior cascading to relevant parties.

These are some of the important steps in place to ensure we continue to support and offer the best services to our Customers.

5. Risk from cyber threats

The Company's business operations must rely on the information technology system to operate. As a result, the company may be risked from cyber threats such as network harassment, link counterfeiting, being attacked by malware and computer virus etc. which caused the business disruption. Therefore, the Company has reviewed and revised the measures and mechanisms to develop capability to prevent, cope with, and mitigate the risks from cyber threats and created of awareness , knowledge in maintaining cybersecurity on regular basis in order to increase the Company's security defensive measurement. In addition, the Company also develop the tools and the information security systems to keep up with technological change and the various systems can be used continuously all the times as well as ready to be adapted effectively.

The Company has control over the company's information access by setting policy on the access control of information systems in each system to prevent access or editing the information from non-relevant persons, including developing an emergency plan to handle the serious incident affect the company's information system.

6. Risk regarding key personnel reliance and lacking of talented or skillful people

According to nature of business, the Company requires experts that specialized in complicated technology and regulations, with different experiences and skills to operate the business. Including our new business as Cloud Computing and Data Centre with specific skills of employee who handle this job made high demand and turn over in the market that Company had risk in lack of talented people to serve a customer. The Company realized that how

important of talented people and retaining them by encourage and develop our employee with the right career's path planning for each division. The Company gives emphasis on the succession plan and Talent Management System. With Talent Management System, company will get the strategic movement on how to recruit, develop and maintain the high-performance employees who are the high potential to be future management team. Consequently, key management reliance risk will be lowered by succession with the high competency management. Presently, the Company has recruited the new management with expertise to drive the Company's growth and cover the future expansion. The Company has also allocated the budget for development and training to all level of employees by offering employees an opportunity to be trained with institutions of good reputations in terms of professional skills and development of other working skills. The employees have continued to improve from such developments and trainings to prepare themselves for future business expansions. Moreover, the Company places emphasis on teams to work professionally both within business functions and across business functions to competently resolve any issues that might be occurred.

7. Risk from pandemic and political riot

The current situation, the occurrence of diseases and health hazards, is severe and can be widespread, as COVID-19 crisis, which is considered by the Global Risk Report presented by the World Economic Forum (WEF) in each year, we will find that the risk of infectious disease is ranked as one of the top ten risks that all organizations must be aware. Moreover, the economic and political uncertainties triggered the civil unrest and riots. These events may have an impact on business operation of the Company. Therefore, the Company has well realized the aforementioned risks and includes these possible matters into the Enterprise Risk Management, and develop the concise Business Continuity Plan (BCP) along with the resources provided for Work From Home plan as a guideline for employees at every levels and departments to perform if there is any case of pandemic and riot. Under the consideration of safety for our employee and confidence of the community and society by organizing safety activities to raise awareness of employees and stakeholders who work in the company. In addition, the company also has the Disaster Recovery Operation Center (DROC) and regularly rehearsed the BCP for emergency as if unusual event occurred to ensure the smoothest service for customers.

The Company has Network Operations Center team which operates 24x7 from 2 different locations to mitigate the risk and also ensure the excellent commitment in fault management.



“Securities and Shareholders Information”

Registered and Paid-Up Capital

As at 31 December 2020, Symphony Communication Public Company Limited has registered and paid-up capital amounting to Baht 433,654,887, comprising 433,654,887 shares at a par value of Baht 1 per share.

The Company does not issue other securities in addition to ordinary shares.

Shareholders

1. Top 10 shareholders of the Company as at 30 December 2020 were as follows:

No.	Name of Shareholders	No. of Shares Held	% of Shareholding
1	TIME dotCom International Sdn Bhd ⁽¹⁾	203,143,797	46.84
2	Group of Mr. Kranphol Asawasuwana and related person	40,641,667	9.37
	• Mr. Kranphol Asawasuwana	40,533,334	9.35
	• Mrs. Kwandarin Asawasuwana		0.02
3	Group of Mr. Teerarat Pantarasutra and related person	39,687,023	9.15
	• Mr. Teerarat Pantarasutra	39,687,013	9.15
	• Mrs. Toungporn Pantarasutra	10	0.00
4	Mr. Pongthep Thanakijsumton	19,355,478	4.46
5	KKP Capital Public Company Limited	13,789,185	3.18
6	Mr. Niphon Suwannachet	13,337,551	3.08
7	Mr. Wanchai Somboonphon	10,581,122	2.44
8	Mr. Pathomkrit Srisuphakhanin	7,422,451	1.71
9	Bualuang Long-Term Equity Fund	6,917,949	1.59
10	Bualuang Thanakom Open-end Fund	4,893,085	1.12
Total of top 10 shareholders		359,769,308	82.94
Other shareholders		73,885,579	17.06
Grand total		433,654,887	100.00

Remark: ⁽¹⁾ TIME dotCom International Sdn Bhd is a wholly -owned subsidiary of TIME dotCom Berhad, which provides integrated telecommunications service. Its headquarter is located in Malaysia.

2. Shareholders diversification by shareholding proportion

Type of Shareholders	Number	No. of Shares	% of total shares
Juristic Person			
Shareholder holding more than 0.5% of shares	8	238,686,111	55.04
Shareholder holding less than 0.5% of shares, but over than one trading unit	13	7,148,764	1.65
Shareholders holding less than one trading unit of shares	0	0	0.00
Total	21	245,834,875	56.69
Individual			
Shareholder holding more than 0.5% of shares	9	138,058,304	31.84
Shareholder holding less than 0.5% of shares, but over than one trading unit	1,354	49,753,861	11.47
Shareholders holding less than one trading unit of shares	290	7,847	0.00
Total	1,653	187,820,012	43.31
Grand total	1,674	433,654,887	100.00

3. Shareholders diversification by nationality

Type of Shareholders	Number	No. of Shares	% of total shares
Juristic Person			
Thai shareholders	19	42,681,078	9.84
Foreign shareholders	2	203,153,797	46.85
Total	21	245,834,875	56.69
Individual			
Thai shareholders	1,651	187,818,388	43.31
Foreign shareholders	2	1,624	0.00
Total	1,653	187,820,012	43.31
Grand total	1,674	433,654,887	100.00

Limitation of Foreign Holding

Foreign shareholders are allowed to hold no more than 49% of total issued and paid up shares. As at 30 December 2020, foreign shareholders held 46.85% of total issued and paid up shares

Dividend Payment Policy

Policy of the Company

The Company has policy on dividend payment to shareholders amounting no less than 40% out of its net profit after deduction of all reserves required under the Articles of Association and by law. However, the dividend payment will be subject to changes based on the Company's performance, business plan, liquidity, necessity and other factors in the future. the annual dividend payment shall be approved by a shareholders' meeting. Nevertheless, the Board of Directors may from time to time resolve to pay interim dividends to shareholders if it deems that the company has enough profits to do so; and report to shareholders for acknowledgement in the next meeting.

Historical Dividend Payment of the Company

Details	Year 2020 ⁽¹⁾	Year 2019	Year 2018
Number of ordinary shares as at 31 December (shares)	433,654,887	433,654,887	433,654,887
Net profit (Baht)	95,236,349	44,710,271	64,809,587
Profit per share (Baht/share)	0.22	0.10	0.15
Paid dividend per share (Baht/share)	0.0550	0.021	0.030
Total paid dividend (Baht)	23,851,019	9,106,753	13,009,600
Dividend payout ratio (%)	25	20	20

Remark: ⁽¹⁾ The Board of Directors Meeting No. 1/2564 on February 25, 2021 deemed it appropriate to propose that the 2021 Annual General Meeting of Shareholders consider and approve dividend payment from the operating results for the year 2020. In this regard, the dividend payment is uncertain because it is subject to the approval from the 2021 Annual General Meeting of Shareholders.

Policy of the Subsidiary

Diamond Line Services Company Limited, the subsidiary in which the Company holds 99.99% of total issued shares, has not determined its dividend payment policy. The dividend payment is subject to its performance, business plan, liquidity, necessity, and other suitability in the future.



“Management Structure”

Details of Directors



MR. WOODTIPONG MOLEECHAD

Age 72 years

Independent Director
Chairman of the Board
Member of the Audit Committee
Chairman of the Nomination, Compensation and Corporate Governance Committee

Date of Appointment as Director : 4 December 2009

Education

- Bachelor of Arts in Economics, Thammasat University

Training/Seminar

- Director Certification Program Update (DCPU 3/2015), Thai Institute of Directors Association (IOD)
- Anti-Corruption for Executive Program (ACEP 15/2015), Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP 130/2010), Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

December 2009 - Present

Chairman of the Board, Independent Director, Member of the Audit Committee, and Chairman of the Nomination, Compensation and Corporate Governance Committee

Other Companies

March 2017 - Present

Independent Director, Vice Chairman of the Board, and Chairman of the Audit Committee, Triple i Logistics Public Company Limited

December 2015 - Present

Independent Director and Chairman of the Board, Business Alignment Public Company Limited

2012 - 2018

Consultant, MFC Asset Management Public Company Limited

2012 - 2018

Chairman of the Board, International Research Corporation Public Company Limited

2012 - 2015

Director, Alsolar1 Company Limited

2010 - 2013

Director, Member of Audit Committee, and Member of Corporate Affairs, Sukhumvit Asset Management Company Limited

2009 - 2015

Member of the Council of Experts, King Mongkut's Institute of Technology Lat Krabang

2008 - 2014

Director, Department of Issuing, Bank of Thailand

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- Independent Director, Vice Chairman of the Board, and Chairman of the Audit Committee, Triple i Logistics Public Company Limited
- Independent Director and Chairman of the Board, Business Alignment Public Company Limited

Non-Listed Companies/Others

- None -

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries:

- None -

Criminal records on violation of securities

and futures contract laws: - None -



MR. AKARAT NA RANONG

Age 67 years

Independent Director

Vice Chairman of the Board

Chairman of the Audit Committee

Member of the Nomination, Compensation and Corporate Governance Committee

Date of Appointment as Director : 9 November 2017

Education

- Master of Business Administration in Management, Marshall University, United States
- Bachelor of Economics, Chulalongkorn University

Training/Seminar

- Ethical Leadership Program (ELP 17/2019), Thai Institute of Directors Association (IOD)
- Role of Chairman Program (RCP 2017), Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP 2013), Thai Institute of Directors Association (IOD)
- Leadership Program (Class 6/2008), Capital Market Academy
- Role of Compensation Committee (RCC 2007), Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP 2007), Thai Institute of Directors Association (IOD)
- Audit Committee Program (ACP 2004), Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

April 2018 - Present

Chairman of the Audit Committee

November 2017 - Present

Independent Director, Vice Chairman of the Board, and Member of the Nomination, Compensation and Corporate Governance Committee

November 2017 - March 2018

Member of the Audit Committee

Other Companies

September 2019 - Present

Member of the Corporate Governance Committee, Matching Maximize Solution Public Company Limited

July 2017 - Present

Independent Director, Member of Remuneration Committee, and Member of Investment Committee, Krungthai AXA Life Insurance Public Company Limited

May 2015 - Present

Independent Director, Chairman of the Board of Directors, and Chairman of the Audit Committee, KPN Academy Company Limited

2011 - Present

Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination, Compensation and Corporate Governance Committee, Finansa Public Company Limited

2011 - Present

Independent Director and Chairman of the Audit Committee, Finansa Securities Limited

May 2010 - Present

Independent Director and Chairman of the Audit Committee, Matching Maximize Solution Public Company Limited

May 2018 - April 2020

Director and Executive Director, Wind Energy Holding Company Limited

2016 - 2018

Chairman of the Board of Directors, Food Capital Public Company Limited

2013 - 2016

Director, Evolution Capital Public Company Limited

2001 - 2017

Independent Director, Chairman of the Audit Committee, Member of the Nomination and Remuneration Committee, and Member of the Corporate Governance Committee, Krungthai Card Public Company Limited

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination, Compensation and Corporate Governance Committee, Finansa Public Company Limited
- Independent Director, Chairman of the Audit Committee and Member of the Corporate Governance Committee, Matching Maximize Solution Public Company Limited

Non-Listed Companies/Others

- Independent Director, Member of Remuneration Committee, and Member of Investment Committee, Krungthai AXA Life Insurance Public Company Limited
- Independent Director, Chairman of the Board of Directors, and Chairman of the Audit Committee, KPN Academy Company Limited
- Independent Director and Chairman of the Audit Committee, Finansa Securities Limited

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries :

- None -

Criminal records on violation of securities

and futures contract laws : - None -



ASSOCIATE PROFESSOR DR. SUJATE JANTARANG

Age 57 years

Independent Director

Member of the Audit Committee

Member of the Nomination, Compensation and
Corporate Governance Committee

Date of Appointment as Director : 29 April 2019

Education

- Doctor's Degree in Engineering, Computer,
King Mongkut's Institute of Technology Chaokuntahan Ladkrabang
- Bachelor's Degree in Engineering, Electronics,
King Mongkut's Institute of Technology Chaokuntahan Ladkrabang
- Bachelor's Degree in Laws,
Sukhothai Thammathirat Open University

Training/Seminar

- Director Certification Program (DCP 289/2020),
Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP 2018),
Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

April 2009 - Present

Independent Director, Member of the Audit Committee, and
Member of the Nomination, Compensation and Corporate
Governance Committee

Other Companies

November 2019 - Present

Director, AMR Asia Company Limited

2018 - Present

Chairman of the Board, Powermatic Company Limited

2006 - Present

President, Mahanakorn University of Technology

2017 - 2018

Senior Expert in Information Technology and Communication,
the National Digital Economics and Society Committee

2017 - 2018

Member of University Council, Payap University

2015 - 2018

Senior Expert in Space Activities, Subcommittee on Space
Law Development, the National Space Policy Committee

2014 - 2018

Professional Committee in Information Technology,
Special Investigation Committee, Department of Special
Investigation, Ministry of Justice

2012 - 2017

Advisor to Chairman, the National Broadcasting and
Telecommunications Commissioner

2011 - 2019

Member of the Board of Director, Bangkok Christian Hospital

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Director, AMR Asia Company Limited
- Chairman of the Board, Powermatic Company Limited
- President, Mahanakorn University of Technology

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries:

- None -

Criminal records on violation of securities and futures contract laws:

- None -



MR. KRANPHOL ASAWASUWAN

Age 56 years

Director

Chairman of the Executive Committee

Chairman of the Risk Management Committee

Member of the Nomination, Compensation and Corporate Governance Committee

Date of Appointment as Director : 29 March 2007

Education

- Master's Degree in Business Administration, Bangkok University
- Bachelor's Degree in Engineering, Electrical (Second-Class Honors), Kasetsart University

Training/Seminar

- The National Defence Course, Class 62/2020, Thailand National Defence College, National Defence Studies Institute
- Joint Government-Private Sector Administration of Society's Peace and Order Course, Class 6/2019, Police Education Bureau, Royal Thai Police
- The Executive Program in Energy Literacy for a Sustainable Future, Class 12/2018, Thailand Energy Academy
- Corporate Governor for Medical Executives Class 6/2017, King Prajadhipok's Institute
- Top Executive Program in Commerce and Trade (TEPCoT 10/2017), Commerce Academy
- Finance and Fiscal Management Program for Senior Executive (FME 3/2016), the Comptroller General's Department, Ministry of Finance
- Thailand Insurance Leadership Program (TILP 6/2016), Office of Insurance Commission
- Director Certification Program Update (DCPU 3/2015), Thai Institute of Directors Association (IOD)
- Anti-Corruption for Executive Program (ACEP 13/2014), Thai Institute of Directors Association (IOD)
- ASEAN Economic Community (AEC 3/2013), King Prajadhipok's Institute
- Capital Market Academy Leadership Program (CMA 13/2011), Capital Market Academy
- Director Certification Program (DCP 129/2010), Thai Institute of Directors Association (IOD)
- Successful Formulation & Execution of Strategy (SFE 6/2010), Thai Institute of Directors Association (IOD)

Honor Award

- Alumni of Engineering, Kasetsart University Outstanding Award for the year 2018, Engineering Alumni Association Kasetsart University

Work Experience

Symphony Communication Public Company Limited

March 2007 - Present

Director, Chairman of the Executive Committee, Chairman of the Risk Management Committee, and Member of the Nomination, Compensation and Corporate Governance Committee

2007 - 2014

President

Other Companies

September 2020 - Present

Director, AIMS Data Centre (Thailand) Limited

2017 - Present

Member of the Audit Committee, Thai Listed Companies Association

2015 - Present

Vice Chairman, Thai Internet Service Provider Association

2006 - Present

Director, Synergy Net Holding Company Limited

2000 - Present

Director, Global Crossing System Company Limited

2015 - 2017

Chairman of the Audit Committee, Thai Listed Companies Association

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Director, AIMS Data Centre (Thailand) Limited
- Member of the Audit Committee, Thai Listed Companies Association
- Vice Chairman, Thai Internet Service Provider Association
- Director, Synergy Net Holding Company Limited
- Director, Global Crossing System Company Limited

Shareholding proportion in the Company :

40,553,334 shares or 9.35%, and 108,333 shares or 0.02% hold by spouse (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling person or subsidiaries:

- None -

Criminal records on violation of securities

and futures contract laws: - None -



MR. TEERARAT PANTARASUTRA

Age 60 years

Director

Member of the Nomination, Compensation and Corporate Governance Committee

Member of the Executive Committee

Member of the Risk Management Committee

President

Date of Appointment as Director : 24 November 2005

Education

- Master's Degree in Political Science, Public Affairs, Thammasat University
- Bachelor's Degree in Law, Ramkhamhaeng University

Training/Seminar

- Capital Market Academy Leadership Program (CMA 24/2017), Capital Market Academy
- Administrative Law for Executive Program (ALEP 2/2015)
- Anti-Corruption for Executive Program (ACEP 13/2014), Thai Institute of Directors Association (IOD)
- Fundamentals for Corporate Secretary (23/2011), Thai Listed Companies Association
- Director Certification Program (DCP 137/2010), Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP 81/2009), Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

2014 - Present

President

2005 - Present

Director, Member of the Executive Committee, Member of the Nomination, Compensation and Corporate Governance Committee, and Member of the Risk Management Committee

2017 - 2018

Company Secretary

2005 - 2014

Senior Executive Vice President

Other Companies

September 2020 - Present

Director, AIMS Data Centre (Thailand) Limited

2013 - Present

Director and Chairman of the Board,
Diamond Line Services Company Limited

2006 - Present

Director and Managing Director,
Global Crossing System Company Limited

2006 - Present

Director, Synergy Net Holding Company Limited

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Director, AIMS Data Centre (Thailand) Limited
- Director and Chairman of the Board, Diamond Line Services Company Limited
- Director and Managing Director, Global Crossing System Company Limited
- Director, Synergy Net Holding Company Limited

Shareholding proportion in the Company :

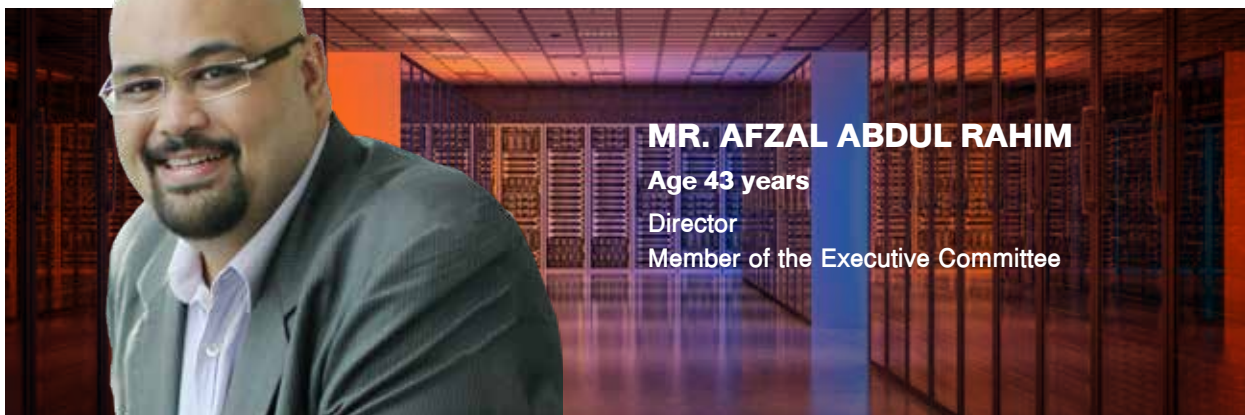
39,687,013 shares or 9.15%, and 10 shares or 0.00% hold by spouse (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries :

- None -

Criminal records on violation of securities and futures contract laws :

- None -



MR. AFZAL ABDUL RAHIM

Age 43 years

Director

Member of the Executive Committee

Date of Appointment of Director : 9 November 2017

Education

- Bachelor's Degree (Honors) in Mechanical Engineering (Electronics), University of Sussex at Brighton, United Kingdom

Training/Seminar

- None -

Work Experience

Symphony Communication Public Company Limited

November 2017 - Present

Director and Member of the Executive Committee

Other Companies

2016 - Present

Independent Director, CIMB Group Holdings Berhad, Malaysia

2015 - Present

Director, CMC Telecommunication Infrastructure Corporation, Vietnam

2015 - Present

Director, Endeavor Entrepreneurs, Malaysia

2008 - Present

Director and Chief Executive Officer, TIME dotCom Berhad, Malaysia

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Director and Chief Executive Officer, TIME dotCom Berhad, Malaysia
- Independent Director, CIMB Group Holdings Berhad, Malaysia
- Director, CMC Telecommunication Infrastructure Corporation, Vietnam
- Director, Endeavor Entrepreneurs, Malaysia
- Director, TT dotCom Sdn Bhd, Malaysia
- Director, Global Transit 3 Limited, Malaysia
- Director, Pulau Kapas Ventures Sdn Bhd, Malaysia
- Director, Megawisra Investments Limited, British Virgin Islands (BVI)
- Director, Megawisra Sdn Bhd, Malaysia
- Director, Global Transit International Sdn Bhd, Malaysia

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries :

- None -

Criminal records on violation of securities

and futures contract laws : - None -



MR. PATRICK CORSO

Age 47 years

Director

Member of the Nomination, Compensation and Corporate Governance Committee

Date of Appointment as Director: 9 November 2017

Education

- Bachelor's Degree in European Business Administration (Honors), European Business School, London, United Kingdom

Training/Seminar

- None -

Work Experience

Symphony Communication Public Company Limited

November 2017 - Present

Director and Member of the Nomination, Compensation and Corporate Governance Committee

Other Companies

2015 - Present

Executive Director, TIME dotCom Berhad, Malaysia

2013 - Present

Director, OST Capital Limited, Hong Kong

Present

- Director, TIME dotCom International Sdn Bhd, Malaysia
- Director, Megawisra Investments Limited, British Virgin Islands (BVI)
- Director, Megawisra Sdn Bhd, Malaysia
- Director, Global Transit International Sdn Bhd, Malaysia
- Director, Pulau Kapas Ventures Sdn Bhd, Malaysia
- Director, TIME dotCom (Cambodia) Co., Ltd., Cambodia
- Director, CMC Telecommunication Infrastructure Corporation, Vietnam

2003 - 2013

Managing Director, Providence Equity Partners, London, United Kingdom and Hong Kong

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Executive Director, TIME dotCom Berhad, Malaysia
- Director, TIME dotCom International Sdn Bhd, Malaysia
- Director, OST Capital Limited, Hong Kong
- Director, Megawisra Investments Limited, British Virgin Islands (BVI)

- Director, Megawisra Sdn Bhd, Malaysia
- Director, Global Transit International Sdn Bhd, Malaysia
- Director, Pulau Kapas Ventures Sdn Bhd, Malaysia
- Director, TIME dotCom (Cambodia) Co., Ltd., Cambodia
- Director, CMC Telecommunication Infrastructure Corporation, Vietnam

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries :

- None -

Criminal records on violation of securities and futures contract law :

- None -



MR. LOH CHI KWAN, ALEX

Age 42 years

Director

Member of the Executive Committee

Member of the Risk Management Committee

Chief Operating Officer

Acting Chief Financial Officer

Date of Appointment as Director : 2 July 2018

Education

- Bachelor of Commerce (Accounting and Finance), Murdoch University, Australia

Training/Seminar

- CFO's Refresher (English Program), Class 2020, the Stock Exchange of Thailand

Work Experience

Symphony Communication Public Company Limited

July 2018 - Present

Director,
Member of the Executive Committee, Chief Operating Officer,
and Acting Chief Financial Officer

April 2018 - Present

Member of the Risk Management Committee

2017 - 2018

Chief Financial Officer

Other Companies

2011 - 2017

Financial Controller, TIME dotCom Berhad, Malaysia

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- None -

Shareholding proportion in the Company :

None (as at 31 December 2020)

**Familial relationship with other directors, executives,
major shareholders, controlling person and subsidiaries :**

- None -

**Criminal records on violation of securities
and futures contract laws :**

- None -

Details of Executives



Education

- Master's Degree in Business Administration, National Institute of Development Administration (NIDA)
- Bachelor's Degree in Engineering, Computer, King Mongkut's Institute of Technology Chaokuntahan Ladkrabang

Training/Seminar

- FTTH APAC Conference 2016, FTTH Council Asia-Pacific
- Anti-Corruption for Executive Program (ACEP 15/2015), Thai Institute of Directors Association (IOD)
- Executive Development Program (EDP 8/2011), Fiscal Policy Research Institute Foundation
- Director Certification Program (DCP 129/2010), Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

2005 - Present

Executive Vice President - Sales & Marketing

2005 - November 2017

Director

Other Companies

2006 - Present

Director, Global Crossing System Company Limited

2006 - Present

Director, Synergy Net Holding Company Limited

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- Director, Global Crossing System Company Limited
- Director, Synergy Net Holding Company Limited

Shareholding proportion in the Company :

19,355,478 shares or 4.46%, (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries :

- None -

Criminal records on violation of securities and futures contract laws :

- None -



MR. SUPORNCHAI CHOTPUTTIKUL

Age 54 years

Executive Vice President - Service Operation

Education

- Master's Degree in Business Administration, Thammasat University
- Bachelor's Degree in Engineering, King Mongkut's Institute of Technology Chaokuntahan Ladkrabang

Training/Seminar

- Digital Economy for Management (DE4M 3/2016), Institute of Research and Development for Public Enterprises
- Ethical Leadership Program (ELP 1/2015), Thai Institute of Directors Association (IOD)
- Successful Formulation and Execution of Strategy (SFE 15/2012), Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP 162/2012), Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP 89/2011), Thai Institute of Directors Association (IOD)

Work Experience

Symphony Communication Public Company Limited

2010 - Present

Executive Vice President - Service Operation

2010 - November 2017

Director

Other Companies

2013 - Present

Director, Diamond Line Services Company Limited

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

Director, Diamond Line Services Company Limited

Shareholding proportion in the Company:

17,000 shares or 0.00% (as at 31 December 2020)

Familial relationship with other directors, executives, major shareholders, controlling persons or subsidiaries:

- None -

Criminal records on violation of securities and futures contract laws :

- None -



MR. JESUDASS PARAMCHOTTI

Age 43 years

First Senior Vice President – Network

Education

- Bachelor's Degree in Applied Science,
University of Malaya, Malaysia

Training/Seminar

- COPC Registered Coordinator V 5.0
- Prince 2 Practitioner Certificate

Work Experience

Symphony Communication Public Company Limited

2018 – present

- First Senior Vice President – Network

Other Companies

2016 – 2017

Head of Operations, Progresif Celular Sdn Bhd, Brunei Darussalam

2010 – 2016

Head of Operation, TIME dotCom Berhad, Malaysia

2007 – 2010

Head of Service Management Centre,
DiGi Telecommunications, Malaysia

Other Directorship Position / Other Positions at Present

Other Companies Listed on the Stock Exchange of Thailand

- None -

Non-Listed Companies/Others

- None -

Shareholding proportion in the Company :

None (as at 31 December 2020)

Familial relationship with other directors, executives,
major shareholders, controlling person and subsidiaries :

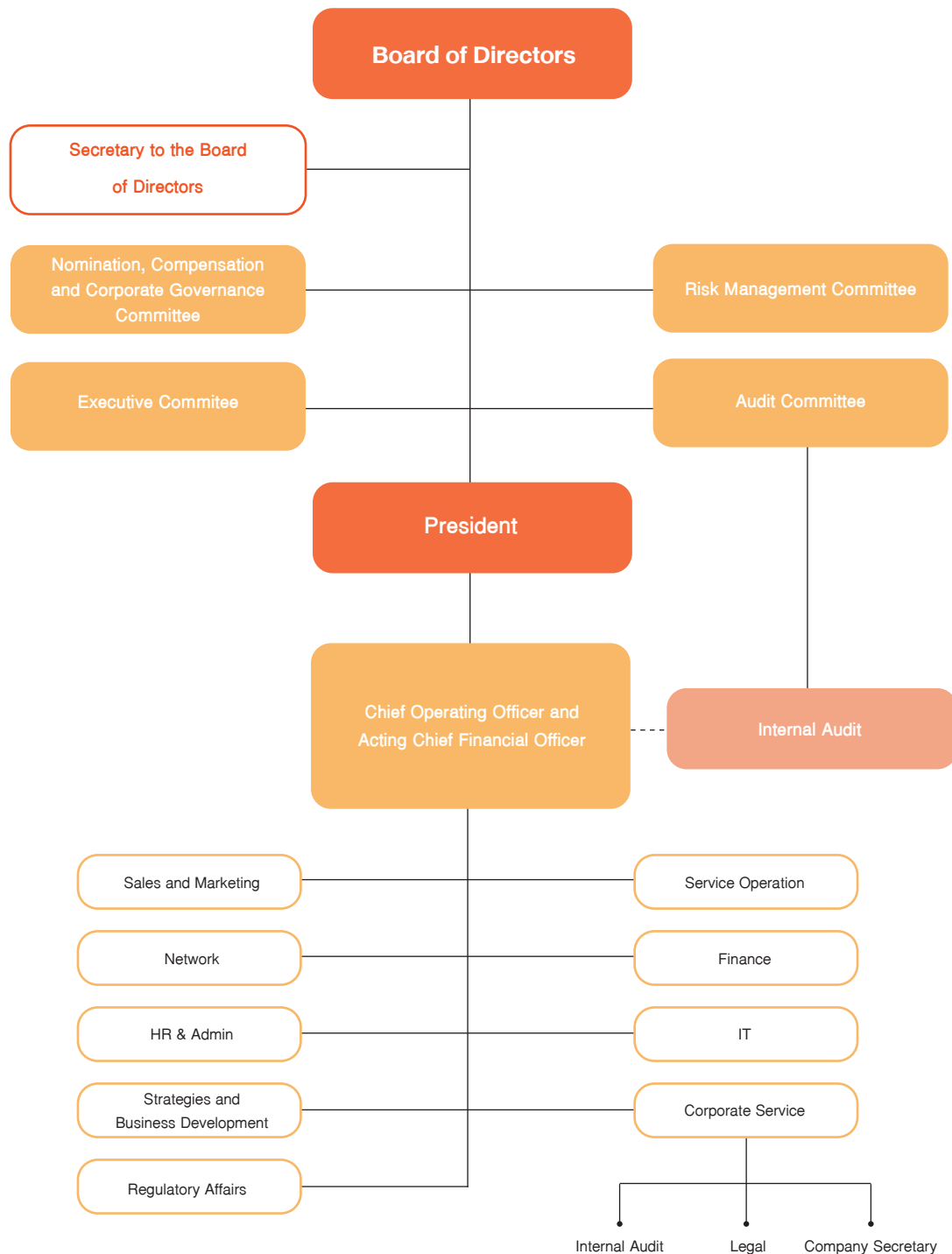
- None -

Criminal records on violation of securities and futures contract laws :

- None -

Management Structure

As at 31 December 2020, the management structure of Symphony Communication Public Company Limited are summarized below:



Board of Directors

As at 31 December 2020, the Board of directors comprises 8 qualified directors, divided into 4 executive directors, 1 non-executive director and 3 independent directors, accounting for one-third of the total numbers of the board, namely

No.	Name	Position
1.	Mr. Woodtipong Moleechad	Independent Director, Chairman of the Board, Member of the Audit Committee and Chairman of the Nomination, Compensation and Corporate Governance Committee
2.	Mr. Akarat Na Ranong	Independent Director, Vice Chairman of the Board, Chairman of the Audit Committee and Member of the Nomination, Compensation and Corporate Governance Committee
3.	Associate Professor Dr. Sujate Jantarang	Independent Director, Member of the Audit Committee and Member of the Nomination, Compensation and Corporate Governance Committee
4.	Mr. Kranphol Asawasuwana	Executive Director, Chairman of the Executive Committee, Chairman of the Risk Management Committee and Member of the Nomination, Compensation and Corporate Governance Committee
5.	Mr. Teerarat Pantarasutra	Executive Directors, Member of the Nomination, Compensation and Corporate Governance Committee, Member of the Executive Committee, Member of the Risk Management Committee and President
6.	Mr. Afzal Abdul Rahim	Executive Director and Member of the Executive Committee
7.	Mr. Patrick Corso	Non-Executive Director and Member of the Nomination, Compensation and Corporate Governance Committee
8.	Mr. Loh Chi Kwan, Alex	Executive Director, Member of the Executive Committee, Member of the Risk Management Committee, Chief Operating Officer and Acting Chief Financial Officer

Ms. Atchara Aeampee, Company Secretary, acts as the Secretary to the Board of Directors.

All directors have qualifications as prescribed by law; have no prohibited characteristics under the Public Company Act and the Securities and Exchange Act; as well as do not possess any untrustworthy characteristics under the regulations of the Securities and Exchange Commission (“the SEC”) and relevant laws.

Duly authorized directors (according to the Company's certificate ended 31 December 2020)

The Company's duly authorized directors are Mr. Kranphol Asawasuwon or Mr. Teerarat Pantarasutra jointly signs with Mr. Patrick Corso or Mr. Loh Chi Kwan, being two persons, with affixation of the Company's seal.

Scope of authorities, duties and responsibilities of the Board of Directors

The Board of Directors perform their duties in accordance with laws, the Company's objectives, Articles of Association and shareholders' resolutions with integrity and care of shareholders' best interest at present and in the long term, as well as in compliance with rules and regulations of the Stock Exchange of Thailand ("the SET"), the SEC and the Capital Market Supervisory Board.

Scope of authorities, duties and responsibilities of the Board of Directors are as follows:

1. Perform duties with responsibility, care, and honesty, taking into account the Company's benefits and conduct the Company's business in accordance with laws, the Company's objectives and Articles of Association as well as the resolutions of shareholders' meeting.
2. Set out vision, policies, business direction and control the operations of the Company to be in compliance with the prescribed policy and plan efficiently and effectively in order to maximize economic value and shareholders' wealth as well as create sustainable growth of the business.
3. Regularly ensure responsibility and accountability to shareholders, while disclosing information in sufficient, correct, complete, standard, and transparent manner to shareholders.
4. Possess knowledge, competency, and experience that is beneficial to the Company, show true interest in the Company's business and intend to perform the business operation continuously.
5. Evaluate performance and determine compensation for senior executives.
6. Supervise to have the clear and assessable business policy and mission set out, to be the guideline for business operation and corporate governance, by considering the business possibility and reasonability. Such policy should be reviewed and practice regularly.
7. Promote to have the written code of ethic so that directors, executives, and employees understand the ethical standard using in the business; moreover, must enforce the compliance of the code of ethic seriously.
8. Be caution in reviewing issue regarding conflict of interest and connected transactions by define a clear direction mainly for the benefits of the Company, shareholders and stakeholders who do not take part in the decision making. Supervise to ensure the compliance of operating process principles while also disclosing information regarding conflict of interest in correct, complete, standardized, and transparent manner.
9. Determine the Risk Management Policy to cover throughout the organization, the management must comply with the policy and regular report to Board of Directors for acknowledgement. Set up the reviewing process or risk management evaluation ordinarily and whenever discover the change of the risk levels from the determined direction, including give precedence to any early warning signals of unusual issue.
10. Consider and approve the Company's key issues, for instance policy and business plan, massive investment, management authority, acquisition or disposal of any assets and other property in accordance with laws.
11. Determine the authority and level of authority to perform transaction in relevant to the Company's business for a person or group of person, as appropriate and abide by relevant laws and regulations, by providing the operation manual and have it review at least once a year.
12. Set up the reliable accounting system, financial and auditing reports as well as the evaluation on the appropriateness of the internal control system. Assign a person or independent organization to be responsible for auditing the stated control system and have it review regularly.

13. Nominate the auditors and determine on the annual remuneration to submit to the shareholders' meeting for approval.
14. Prepare reports on responsibilities of the Board of Directors regarding the financial statements by presenting together with the reports of the auditors in the annual report, which shall cover important matters in accordance with the policy on best practices for directors of listed companies on the SET.
15. Consider and appoint sub-committees or individual person to assist in supervise, monitor, give control on managing the major business under the control of the Board of Directors in compliance with the Company's charter. Evaluate the working performance of sub-committees or individual person or may delegate to them to have authority as the Board deems appropriate within the period of time. The Board may revoke, change, or modify the authorization when see appropriate.

However, the authorization shall not possess to make such individuals to be able to approve the transaction that the person or other may have conflict of interest and personal gain or may have a conflict of interest in any other way with the Company or its subsidiaries as well as must get the approval from the shareholders' meeting to perform the relevant transaction, acquire or dispose of any major company properties aligned with the regulations of the SEC. In the case of such transaction in relevant to the directors or others who may have conflict of interest (accordingly to the regulations of the SEC and the SET), the relevant directors or others must not have the right to vote or approve the particular transaction.

Moreover the Board may consider authority delegation to sub-committees or individual person, as per described above, to perform the transactions in relevant to business operation or normal investment capitals of which scope of authority and level of financial approval is clearly defined, the unlimited financial authority delegation is forbidden.

In case of the Board delegated authority to sub-committees or individual person to perform the transaction on their behalf, the delegation must be done in written or be clearly recorded as the resolution of the Board of Directors in the minutes of the meeting including the scope of their duties.

16. Conduct self-evaluation of its performance.

Key matters reserved for the Board of Directors' approval

The Board of Directors reserves its authorization over certain matters so as to protect the highest interests of the Company and its shareholders, including:

- strategies, business plan, and annual budget
- capital expenditure and expenses exceeding certain material limits
- investments in new businesses and any divestments
- organizational structure and appointment of senior executives
- significant policies
- succession plan of the President and senior executives
- compensation of the President
- material contracts
- material litigations
- dividend payment policy and dividend payment

Scope of authorities and responsibilities of the Chairman of the Board of Directors

1. Be responsible for being the leader of the Board of Director in supervising, monitoring, and overseeing the Board of Directors and other sub-committees to perform their duties in order to achieve the Company's objectives as planned.

2. Act as the Chairman of the Board of Directors meeting and the shareholders' meeting; determine the meetings' regulations and agenda items.
3. Facilitate the Board of Directors' meeting effectively.
4. Put control on the Board of Directors operation to the utmost, and be a part of the team to create, develop and determine the company strategy and objective.
5. Oversee the Board of Directors' decision-making process to be accurate and reasonable with adequate and complete information supported in consideration.
6. Promote and raise ethics, integrity, and corporate governance throughout the Company to the highest standard.
7. Ensure that the Board of Directors meeting agendas are in relevant to the major points concerned the Company's direction setting and all the Board members should be acknowledged.
8. Ensure that the Board of Directors receive information regarding the business performance, problems, troubles, competitors, and opportunities for the Company's direction setting and decision making completely and in timely basis.
9. Ensure that all operations approved by the Board of Directors are in accordance with the Company's Authority Manual.
10. Consult with the President, the Company Secretary and Board of Directors on the policies and other rules and regulations, as appropriate.
11. Hold the informal meetings with the Executive Committee and Non-Executive Directors as appropriate and ensure the adequate timing shall be provided for complicated issues, discussed issues and sensitive issues consideration.
12. Make the effective communication with the President and executives to ensure that the Board of Directors have the right understanding on the shareholders and investors' points of view regarding investment.
13. Give advice and prepare the orientation for new Directors appropriately and provide support to the Company Secretary.
14. Give advice and improve independent directors and all directors with the Company Secretary's assistance.

Segregation of duties and responsibilities of the Board of Directors and the management

The Board of Directors clearly separates roles, duties and responsibilities to balance and review the management. The Board of Directors will consider and approve the overall policy such as vision, mission, strategy, operation policy, including allocation of important resources, Corporate Governance Policy, Anti-Corruption Policy and overall financial objectives to ensure the achievement of the Company's objectives and goals. These include following up, evaluating and overseeing the performance reporting. While, the Management has the duty to manage the Company according to the policy set by the Board of Directors.

The Chairman of the Board and the President

The role of the Chairman of the Board and the President are clearly separated, which ensures the balance of power and authority at the highest level of the Company. The Chairman, Mr. Woodtipong Moleechad, is responsible for leading the Board and ensuring that it effectively fulfill its roles in every aspect. The President, Mr. Teerarat Pantarasutra, is responsible for the day-to-day management of the business, in line with the strategic direction and long-term objectives approved by the Board.

Sub-Committees

The Board of Directors places an importance on the good corporate governance and has passed a resolution to appoint sub-committees to assist in monitoring and overseeing operations in all aspects and in accordance with good corporate governance principles. The sub-committees consist of:

1. Audit Committee

The Board of Directors resolved to appoint the Audit Committee by nominating the independent directors who have qualification as prescribed by the Securities and Exchange law.

As at 31 December 2020, the Audit Committee comprises 3 independent directors, namely:

No.	Name	Position	Position in the Board of Directors
1.	Mr. Akarat Na Ranong ⁽¹⁾	Chairman of the Audit Committee	Independent Director and Vice Chairman
2.	Mr. Woodtipong Moleechad	Member of the Audit Committee	Independent Director and Chairman
3.	Associate Professor Dr. Sujate Jantarang	Member of the Audit Committee	Independent Director

Remark: ⁽¹⁾ Mr. Akarat Na Ranong has knowledge in accounting and finance and have sufficient experience to review and perform an audit of the credibility of the Company's financial statements.

Ms. Atchara Aeampee, Company Secretary, acts as Secretary to the Audit Committee.

Duties and responsibilities of the Audit Committee

1. Review the Company's financial reporting process to ensure its accuracy, credibility, and sufficient information disclosure by coordinating with the external auditors. The responsible executive is required to prepare quarterly and annually financial reports and present to the Board of Directors.
2. Review the Company's internal control and internal audit process to be effectively and properly. Consider the independence of the internal systems of the Internal Audit Division including the adequacy of the budget and workforce of the Internal Audit Division and considers approving the appointment and relocation of the Head of the Internal Audit and relevant parties. Give recommendations to the external auditor to review any transactions where needed and important during the audit process. Provide the recommendations to improve the major and important internal control process to the Board of Directors in cooperation with the external auditor and the internal audit process manager or an advisor of the internal audit.
3. Review the Company's compliance with laws governing securities and stock exchange, or requirements of the Stock Exchange of Thailand, and other policies, rules, regulations, charters, and laws applicable to the Company's business.

4. Consider, select, nominate or discharge an independent person to be the external auditor of the Company, including determining remuneration for external auditors by taking into account the appropriateness and efficiency of external auditor so as to propose the Board of Directors for consideration and to the shareholders' meeting for approval.
5. Coordinate with the auditor on the audit objectives, scope, guidelines, work plans, and problems encountered during the audit and the issues that the auditor deems to be material; including convening meeting with the external auditors without the presence of management at least once a year to seek opinions in various matters from the external auditors.
6. Consider the Company's information disclosure regarding connected transactions or matters that may lead to conflicts of interest to ensure that it is correct, complete and in compliance with the Regulation of the SET; and disclose such information completely and correctly to ensure that such transactions are reasonable and in the best interest of the Company.
7. Review to ensure that the Company has appropriate and efficient risk management systems.
8. Prepare the Audit Committee's report for the Board of Directors at least 4 times a year.
9. Under its scope of duties and responsibilities, the Audit Committee is authorized to invite the executives, or any concerned persons to give suggestions, to attend the meeting, or to deliver necessary information.
10. The Audit Committee is authorized to hire professional advisors or specialists in other fields when needed under the Company's expense and in compliance to the Company's regulations.
11. Prepare the Audit Committee's report signed by the Chairman of the Audit Committee. The report is to be disclosed in the Company's annual report in accordance with the requirement of the Stock Exchange of Thailand, and shall consist of at least the following information:
 - Opinion(s) on the accuracy and credibility of the Company's financial statements.
 - Opinion(s) on the adequacy of the Company's internal control system.
 - Opinion(s) on the compliance with the law on the Securities and Exchange Commission, the Stock Exchange of Thailand's regulations, or laws applicable to the Company's business.
 - Opinion(s) on the suitability of the external auditors.
 - Opinion(s) on the transactions that may lead to conflicts of interest.
 - Number of the Audit Committee meetings and attendance of each committee member.
 - Opinion(s) from performance of duties as member of the Audit Committee in accordance with its Charter.
 - Other matters that shareholders and general investors should know under roles and responsibilities assigned by the Board of Directors.
12. Conduct self-evaluation of its performance and report the operating result, issues and troubles that may be the root cause of the failure to achieve the Audit Committee's objectives, to the Board of Directors annually.
13. The Audit Committee may seek independent opinions from professional advisors or specialists in other fields when needed under the Company's expense.
14. Perform other duties as assigned by the Board of Directors, within the scope of roles and responsibilities of the Audit Committee. In its performance of duties, the Audit Committee must be directly responsible for the Board of Directors, while the Company's Board of Directors shall remain responsible for third parties for the operations of the Company.

2. Nomination, Compensation and Corporate Governance Committee

The Board of Directors has appointed the Nomination, Compensation and Corporate Committee to perform duty in 1) nominating the Company's directors, members of sub-committees and the President with transparency; 2) considering compensation for the Board of Directors, sub-committees, the President and Chief Operating Officer with transparency and fairness; and 3) monitoring performance of directors and the management to ensure compliance with principles of the good Corporate Governance.

As at 31 December 2020, the Nomination, Compensation and Corporate Governance Committee comprises 6 directors, divided into 3 independent directors, 1 non-executive director and 3 executive directors, namely:

No.	Name	Position	Position in the Board of Directors
1.	Mr. Woodtipong Moleechad	Chairman of the Nomination, Compensation and Corporate Governance Committee	Independent Director and Chairman
2.	Mr. Akarat Na Ranong	Member of the Nomination, Compensation and Corporate Governance Committee	Independent Director and Vice Chairman
3.	Associate Professor Dr. Sujate Jantarang	Member of the Nomination, Compensation and Corporate Governance Committee	Independent Director
4.	Mr. Patrick Corso	Member of the Nomination, Compensation and Corporate Governance Committee	Non-Executive Director
5.	Mr. Kranphol Asawasuwana	Member of the Nomination, Compensation and Corporate Governance Committee	Director
6.	Mr. Teerarat Pantarasutra	Member of the Nomination, Compensation and Corporate Governance Committee	Director

Mr. Teerarat Pantarasutra, President, acts as Secretary to the Nomination, Compensation and Corporate Governance Committee.

Duties and responsibilities of the Nomination, Compensation and Corporate Governance Committee

1. Nomination

- 1.1 Set processes in nominating the Directors that is suitable for the characteristic and nature of the organization by defining the qualifications, knowledge, and expertise which each director should possess.
- 1.2 Search and proposing appropriate directors name to the Board of Director for consideration when the terms of the position has expired and/or became vacant by considering both the ex-directors to continue the position or getting the proposed name from the shareholders, outsource recruiting agencies, or considering from Professional Director Directory, or getting the proposed suitable names from Directors, etc.

- 1.3 Consider the candidates as per proposal and select the one whose qualifications conformed to the defined qualifications
- 1.4 Carefully verify to ensure the candidates qualifications are complied with the laws and relevant parties' regulations
- 1.5 Approach the candidates whose qualifications are conformed to the defined qualification to ensure the candidates willingness to accept the director position if have been appointed by the shareholders
- 1.6 Propose the candidates' names to the Board of Directors for consideration and put into the shareholders' meeting invitation letter
- 1.7 Considering the appointing of executive management level role; from Deputy Managing Director and above, to be submitted to the Board of Directors for approval.
- 1.8 Govern to have the Succession Plan of Directors, president and the positions which may materially affect the company's existence in place.

2. Compensation

- 2.1 Review and propose compensation form and criteria to suit the responsibilities of Directors and company employees by reviewing the current criteria in consideration with other companies in the same industrial business compensation scheme, then determine the appropriate criteria which is effective, fair and rewardable to the persons who support the company achievement.
- 2.2 Review every compensation form, for instance, retainer fee, incentive and attendance fee by considering the aptitude of amount and ratio of each compensation form. However, the practice normally applied in the same industry, company performance and scale of the business, responsibilities, knowledge, capability and experience of needed Directors and Managers, must also be taken for consideration
- 2.3 Consider and ensure the compensation is complied with the regulations and relevant recommendation.
- 2.4 Review the criteria for appraising the performance of the Directors and president as per assigned by the Board of Directors, as well as acknowledge the performance appraising of employees who are in the position of president and above.
- 2.5 Determine that annual compensation of the Directors and president according to the defined criteria and propose the compensation of president to the Board of Directors for approval. The compensation of the Directors will be proposed to the shareholders' meeting for approval by the Board of Directors
- 2.6 Consider the aptitude and approve the new Securities offering (or securities warrants) for Directors and employees by reviewing the conditions that may help to motivate the Directors and employees to perform their duties to the utmost to create more value to the shareholders in longer term and also can maintain the quality people. However, the conditions must not be too high and fair for shareholders as well
- 2.7 The Nomination, Compensation and Corporate Governance Committee is authorized to hire professional advisors or specialists to give comment/opinion in the subject related to its duties as necessary
- 2.8 Perform other related duties as assigned by the Board of Directors.

3. Corporate Governance

- 3.1 Study, prepare and draft the corporate governance policy under current legal framework, criteria, regulations and rules stipulated by organizations that oversee the corporate governance such as the Stock Exchange of Thailand, the Securities and Exchange Commission and relevant organizations as well as international standards of corporate governance.
- 3.2 Propose to the Board of Directors the draft of corporate governance policy to be approved and used as best practices of the Directors and executives in the form of written corporate governance policy statement.
- 3.3 control to have the plan, strategy and reviewing of the risk management and internal control to be aligned with the regulations and situation properly.
- 3.4 Oversee and give advice to Directors and executives on how to perform their duties and fulfill their responsibilities in accordance with frameworks and criteria of corporate governance policy to properly and constantly improve the performance of Directors as well as executives as envisaged by the shareholders and stakeholders.
- 3.5 Review, revise and improve corporate governance policy continually at least once a year to keep the corporate governance policy up-to-date and well-adjusted to the international standards, laws, criteria, rules and regulations as well as recommendations from internal units that involve the corporate governance.
- 3.6 Follow up and assess the performance of the Directors and executives in compliance with best practices as specified in the corporate governance policy at the end of each year
- 3.7 Propose guideline for best practices in relation to morality and code of conduct for business operation of the Directors, executives, and employees of the company
- 3.8 Appoint working groups to support the corporate governance mission as deemed necessary and appropriate.
- 3.9 Study, determine the policy and guideline for corporate social responsibility (CSR) operation.
- 3.10 Consider engaging consultants for recommendations of those relevant responsibilities when necessary.
- 3.11 Perform any other assignment by the Board of Directors

3. Executive Committee

The Board of Directors has appointed the Executive Committee to help giving suggestions and advice to the management; and to perform any other arrangements as assigned by the Board of Directors.

As at 31 December 2020, the Executive Committee comprises 4 directors, namely:

No.	Name	Position	Position in the Board of Directors
1.	Mr. Kranphol Asawasuwana	Chairman of the Executive Committee	Director
2.	Mr. Teerarat Pantarasutra	Member of the Executive Committee	Director
3.	Mr. Afzal Abdul Rahim	Member of the Executive Committee	Director
4.	Mr. Loh Chi Kwan, Alex	Member of the Executive Committee	Director

Ms. Atchara Aeampee, Company Secretary, acts as Secretary to the Executive Committee

Duties and responsibilities of the Executive Committee

1. Be responsible for controlling the business operations to in accordance with the company policies and reporting to the Board of Directors. In the Executive Committee Meeting, at least one-half of the total number of members must be present to form a quorum. The resolution at a meeting shall be made by a majority of votes of all members present at the meeting.
2. Consider and determine the policies, directions, strategies and business operation plans including the management organization, therefore be able to perform tasks in accordance with the Board of Directors' policy and objective, as well as presenting to the Board of Directors for further consideration.
3. Consider and determine the authority and level of approval for each person appropriately, delegate responsibilities to each position by consider the fraud relating, determine the processes and transaction performing methods of major shareholders, directors, executive and all relevant people appropriately in order to prevent the benefits transferring then submit to the Board of Directors for approval in the principle, as well as ensure the principle will be complied with.
4. Consider and approve the annual budget and budget spending process for the Board of Director further approval, control the budget expenditure as per the Board's approval.
5. Consider and approve the investments, determine the investment budget in compliance with the authority specified in the Delegation of Authorities Manual.
6. consider and make the agreements in relevant to the company in compliance with the authority specified in the Delegation of Authorities Manual.
7. Consider and determine the compensation policy and employee salary structure, submit to the Compensation Committee for approval prior to further submit to the Board of Directors.
8. Be responsible for providing adequate important information for the consideration of the Board of Directors and shareholders, as well as prepare the financial report that is reliable, at standard and transparent
9. Consider the company profit and loss; and propose the dividend payment to the Board of Directors.
10. Consider investing in the new business and divesting and propose to the Board of Directors for approval.
11. Govern for setting up the reporting process for the one, who performs the duty, to report the unusual incident or illegal transaction to the Board of Directors promptly, and if the incident may materially affect the company's business operation, the Executive Committee shall report it to the Board of Directors for rectification within the period of time that the Executive Committee deems appropriate.
12. Perform any operation in supporting the above operation or in accordance to the Board of Directors decision or as per the Board of Directors' assignment.
13. Facilitate the Board of Directors meeting as per defined in the Delegation of Authorities Manual, to get the resolution and/or approval from the Board of Directors meeting, as well as report to the next Board of Directors meeting.
14. The Executive Committee is authorized to hire professional advisors or specialists to give comment/ opinion in the subject related to its duties as necessary.
15. To perform other related duties which are assigned by the Board of Directors.

However the Executive Committee is not authorized to approve any transaction that the Committee members or related persons may have the conflict of interest with the Company or relevant companies, unless the approval has been done in compliance with the policy and regulation approved by the Board of Director. The approval of such transaction must be submitted to the Board of Directors' meeting and/or the Shareholders' meeting for consideration and approval according to the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand including the relevant laws.

4. Risk Management Committee

The Board of Directors has appointed the Risk Management Committee to oversee and support the Company's risk management to achieve success in the organizational level.

As at 31 December 2020, the Risk Management Committee comprises 5 members, divided into 3 executive directors and 2 executives, namely:

No.	Name	Position	Position in the Board of Directors
1.	Mr. Kranphol Asawasuwana	Chairman of the Risk Management Committee	Director
2.	Mr. Teerarat Pantarasutra	Member of the Risk Management Committee	Director
3.	Mr. Loh Chi Kwan, Alex	Member of the Risk Management Committee	Director
4.	Mr. Pongthep Thanakijsumton	Member of the Risk Management Committee	-
5.	Mr. Supornchai Chotputtikul	Member of the Risk Management Committee	-

Ms. Thanita Kititaveesatian. Head of Internal Audit acts as Secretary to the Risk Management Committee.

Duties and responsibilities of the Risk Management Committee

1. Consider the Company's risk management policy and risk management framework prior to propose the Board of Directors for approval.
2. Support continuous improvement of the enterprise risk management and promote the enterprise risk management culture.
3. Recommend the appropriate practice on risk management which related to business operation in accordance with the Company's strategies, business operation, the anti-corruption policy and situation changing.
4. Considering the significant risks that might affect to enterprise wide as the corporate risk profile prior to propose to the Board of Directors for approval on annually basis.
5. Monitor, follow up and review the significant risk management, including the advice regarding to risk management in order to ensure that the Company has an effective risk management system and all risks are in the Company's acceptable level as per the Company's risk management policy.
6. Report risk management plan and the progress of implementation to the Board of Directors.
7. Be responsible for any assignment that related to risk management from the Board of Director.

Executives

As at 31 December 2020, the Company's executives in compliance with the Notification of the Capital Market Supervisory Board No. ThorJor. 23/2008⁽¹⁾ comprise 5 persons, namely:

No.	Name	Position
1.	Mr. Teerarat Pantarasutra	President
2.	Mr. Loh Chi Kwan, Alex	Chief Operating Officer and Acting Chief Financial Officer
3.	Mr. Pongthep Thanakijuntorn	Executive Vice President - Sales and Marketing
4.	Mr. Supornchai Chotputtikul	Executive Vice President - Service Operation
5.	Mr. Jesudass Paramchotti	First Senior Vice President - Network

Remark: ⁽¹⁾ Executive of the company or subsidiary in compliance with section 3/1 of the Securities and Exchange Act B.E. 2535 which was amended by the Securities and Exchange Act (No. 4) B.E. 2551, they are a manager or the next four executives succeeding the manager and every person holding an equivalent position to the fourth executive, including persons holding the position of departmental manager or equivalent or higher in accounting or finance.

In this regard, all executives have qualifications as prescribed by laws and are not prohibited under the laws and do not possess any untrustworthy characteristics under regulations of the SEC.

Scope of authorities, duties, and responsibilities of executives

1. Manage and perform day-to-day business activities in line with the Company's policy, work plans, strategies, and goals.
2. Manage and conduct business under the Board's resolutions and within the approved budget in a strict, honest, and careful manner for the best interests of the Company and its shareholders.
3. Report performance and a progress update of the implementation under the Board's resolutions and at every Board meeting.
4. Operate the business based on the good corporate governance principles as defined by the Board.
5. Not engaged or involved in any similar business activities or participate in competing activities, whether in self-interests or other interests, unless the supervisor be notified, and approvals be granted.
6. Directorship in other companies or any position in other business entities must be first approved by the President, except for taking up a position in a subsidiary or associated company, the action of which will require the Board's approval.
7. Senior executives, namely the first four executives after the President, including all equivalent to the fourth executive and all executives at manager level (or equivalent) and up in the accounting and finance function must not engage in securities trading at least one month before the date of disclosure of the financial statements and at least 72 hours after the disclosure date.

In additions, the said persons must report securities holding in the Company of their own, their spouse or cohabitation partner and their minor children to the Company Secretary Department within 30 days after the date of appointment and report change in shareholding to the SEC within three (3) working days after changing in securities holding (purchase, sale, transfer or acceptance of transfer) and must notify the Company Secretary Department without delay.

8. Attend trainings related to work position and day-to-day tasks to enhance knowledge and skills in performing duties.

Scope of authorities, duties and responsibilities of the President

1. Operate, plan and manage day-to-day business.
2. Make decision on important matters. Set missions, objectives, guidelines, and policies for the Company's business operation and control the management of each department.
3. Be Authorized to supervise, contact, command, sign agreements, orders or announcements as defined in authorization handbook.
4. Be Authorized to hire, appoint, transfer, as well as define scope of duties and appropriate remuneration including salary, bonus, fringe benefits for employees, take disciplinary action against employees as well as dismiss the employees as defined in authorization handbook.
5. Be Authorized to set the trade condition for the Company's benefit.
6. Consider signing agreement related to the Company's normal business, new business venture or the closure of some business for submission to Executive Committee and/or the Board of Directors.
7. Approve and appoint the consultant in the area that is deemed necessary.
8. Act according to the assignment from Executive Committee and/or the Board of Directors.
9. Be authorized to manage the Company's business in accordance with objectives, regulations, policies, Articles of Association, order, and the resolution of the shareholders' meeting and/or Executive Committee and the Board of Directors.
10. Be authorized to appoint and manage working groups for efficient management and transparency and to assign the power of attorney and/or delegate specific tasks to other persons, provided that it complies with the document concerning the power of attorney and/or rules approved by the Board of Directors.
11. Be authorized to order, regulate, issue announcement to ensure that overall operation is done according to the policy and best benefit of the Company.

Such authorizations shall not allow the President or any person who has been assigned the power of attorney to be his representative to approve the transactions that he has vested interests in (as set forth be related agencies), or has conflict of interests with the Company or any subsidiary, except an approval of a normal business transaction that has been clearly defined its limit.

Nomination and appointment of the President and senior executives

The Nomination, Compensation and Corporate Governance Committee considers qualifications of persons who shall take position of the President and senior executives under the nominating criteria and guidelines determined by the Nomination, Compensation and Corporate Governance Committee in order to present to the Board for consideration and appointment. Person to be nominated as the President and senior executives must possess qualifications required by laws and the Company's Articles of Association; have knowledge, abilities, expertise, experience which will beneficial to the Company; and well understand the Company's business.

Performance evaluation of the President and senior executives

The Board of Directors evaluates the performance of the President and senior executives based on the Company's operating results, implementation of policies received from the Board of Directors underlying overall economic and social situation. The Board will use the evaluation results to determine remunerations for the President and senior executives.

Person holding the highest responsibility in accounting and finance (CFO)

Mr. Loh Chi Kwan, Chief Operating Officer and Acting Chief Financial Officer holds the highest responsibility in accounting and finance of the Company. He is an individual with qualifications in line with criteria of the SEC and the SET in which he has received continuous accounting training not less than 6 hours per year.

Details of person holding the highest responsibility in accounting and finance (CFO) are provided in "Details of Directors".

Person Supervising Accounting (Accountant)

The Company appointed Ms. Weerawan Suwantemee, Senior General Ledger Manager, to be responsible for supervising accounting of the Company, with the effective date from August 26, 2020. Ms. Weerawan Suwantemee has qualifications in line with criteria of the SEC and the SET in which she has been registered as an accountant according to the Notification of the Department of Business Development and attended training course to continuously develop accounting knowledge not less than 6 hours per year as specified by regulations in the Notification of the Department of Business Development.

Details of person supervising accounting of the Company are as follows:

Ms. Weerawan Suwantemee

Age 40 years

Education

- Master's Degree in Accounting, Thammasat University
- Bachelor's Degree in Accounting, Kasetsart University

Related Trainings and Seminars

- Understanding on principles about draft new financial reporting standards TFRS 16, Class 1/19
- TFRS 9 Workshop on Impairment of Financial Assets, Class 2/19
- TFRS 9 Workshop on Hedge Accounting, Class 2/19
- TFRS 9 Workshop on Classification and Value Measurement, Class 2/19
- Summarizes key changes and issues of TFRS (revised version 2019) for members and general, Class 1/20
- Withholding tax and E-Withholding Tax

Work Experience

- Audit Assistant, KPMG Phoomchai Audit Limited

Shareholding proportion in the Company

0.00% (as at 31 December 2020)

Familial relationship with directors and executives

None

Illegal record in the past 10 years

None

Company Secretary and Secretary to the Board of Directors

Company Secretary

The Company Secretary has important roles in supporting and overseeing the Board's activities to be efficient, effective and in consonance with law, rules, regulations, and corporate governance principles.

To comply with the Securities and Exchange Act (No.4) B.E. 2551 (2008), Section 89/15 and Section 89/16, the Board of Directors has duty to appoint a qualified person based on his/her knowledge, ability and suitability; to be the Company Secretary to perform duties and responsibilities as follows :

1. Monitor the operation of the Company and the Board of Directors in accordance with Memorandum of Association, Articles of Association, Securities and Exchange Act, Public Limited Companies Act and other relevant laws.
2. Arrange the Board of Directors meeting and shareholders' meeting in accordance with the rules, regulations, and relevant laws.
3. Prepare and file important documents of the Company, such as the Board roster, notice and minutes of the Board of Directors meeting, notice and minutes of shareholders' meeting, annual report and report of equity interest of directors and executives correctly, completely, properly at least 5 years.
4. Submit report of equity interest of directors and executives as defined by Section 89/14 of the Securities and Exchange Act B.E. 2551 to the Chairman of the Board of Directors and the Chairman of the Audit Committee within 7 working days from received date.
5. Support the provision of knowledge and training for directors and executives which relate to the performance of duties of directors and sub-committees.
6. Organize training or orientation as well as providing information necessary for the performance of duties to the directors who are currently in position and newly appointed directors.
7. Coordinate between directors, executives, and shareholders.
8. Be responsible for the disclosure of information to the regulatory authorities in accordance with the rules and regulations of the relevant authorities.
9. Perform other duties as prescribed by the Capital Market Supervisory Board or assigned by the Board of Directors.

In the event that the Company Secretary is removed or being an incompetent person, the Board of Directors shall appoint the new Company Secretary within 90 days from the date of such removal or become an incompetent person of such Company Secretary. The Board of Directors shall authorize one of any of directors to act on behalf based on temporary basis for such period of time.

Secretary to the Board of Directors

The Board of Directors appoints the Company Secretary to act as the Secretary to the Board of Directors to be responsible for arranging meetings and coordinating with the Board of Directors

The Board of Directors Meeting No. 3/2020 held on May 15, 2020 resolved to appoint Ms. Atchara Aeampee, Manager – Company Secretary Department, to be Company Secretary and Secretary to the Board of Directors, with the effective date from May 15, 2020. Details of the Company Secretary are as follows:

Ms. Atchara Aeampee

Age 38 years

Education

- Master's Degree in Sciences, Corporate Governance, Chulalongkorn University
- Bachelor's Degree in Arts, Italian, Chulalongkorn University

Related Trainings and Seminars

- S01-S03 Corporate Sustainability Strategy, Class 5/2020, the Stock Exchange of Thailand
- Preliminary to Corporate Sustainability, Class 2/2020, the Stock Exchange of Thailand
- Advances for Corporate Secretaries Program, Year 2019, Thai Listed Companies Association
- Company Secretary Program (CSP 99/2019), Thai Institute of Directors Association (IOD)
- Fundamentals for Corporate Secretaries, Class 2/2017, Thai Listed Companies Association
- Corporate Reporting Program (CRP 14/2016), Thai Institute of Directors Association (IOD)
- Other programs relating to roles and responsibilities of company secretary organized by the SET the SEC and Thai Institute of Directors Association (IOD), such as Smart Disclosure Program (SDP), CGR Workshop 2020: "Enhancing Good Corporate Governance based on CGR Scorecard", CAC Road to Certify, etc.

Work Experience

- Manager, Company Secretary Office, Frasers Property (Thailand) Public Company Limited
- Manager, Company Secretary Office, Dusit Thani Public Company Limited
- Section Manager, Corporate Governance, Nawarat Patanakarn Public Company Limited

Shareholding proportion in the Company

None (as at 31 December 2020)

Familial relationship with directors and executives

None

Illegal record in the past 10 years

None

Remuneration for Directors and Executives

The Company has established the remuneration policy for directors clearly, transparently, and fairly to bolster shareholders' confidence. The Nomination, Compensation and Corporate Governance Committee is responsible for considering the remuneration of directors taking into consideration of suitability for duties, assigned responsibility, and parity with SET-listed industry and business peers of comparable sizes; and propose to the Board for consideration before proposing to the shareholders' meeting for approval. Such compensation must be attractive enough to inspire quality performance to achieve the Company's goals and business directions.

For the year 2020, the Board of Directors proposed that the 2020 Annual General Meeting of Shareholders ("AGM") consider, held on July 31, 2020, consider the remuneration for directors and sub-committees. The 2020 AGM resolved to approve the remunerations for directors and sub-committees at the same rate as of the year 2019; details of which were as follows :

1. Monetary remuneration

- Monthly fee and meeting allowance**

The 2020 AGM resolved to approve monthly fee and meeting allowance for the Board of Directors and Sub-Committees in the amount of not exceeding Baht 7 million.

Board of Directors and Sub-Committees	Remuneration					
	Chairman*		Vice Chairman*		Member*	
	Monthly Fee (Baht/month)	Meeting Allowance (Baht/time) (only for attendance)	Monthly Fee (Baht/month)	Meeting Allowance (Baht/time) (only for attendance)	Monthly Fee (Baht/month/person)	Meeting Allowance (Baht/time/person) (only for member attending meeting)
Board of Directors	20,000	40,000	20,000	40,000	20,000	30,000
Audit Committee	20,000	40,000	-	-	20,000	30,000
Nomination, Compensation and Corporate Governance Committee	20,000	40,000	-	-	20,000	30,000
Executive Committee	-	-	-	-	-	-
Risk Management Committee	-	-	-	-	-	-

Remark: * Only for members who are independent directors

- **Bonus**

The 2020 AGM resolved to approve payment of directors' bonus proportionately at 1 % of the total dividend payment (if any), but not exceeding Baht 3 million.

In 2020, the Company paid bonus for the year 2019 to directors in the total amount of Baht 91,068, which was proportional to the dividend payment at the rate of 1 % of total dividend payment of Baht 9,106.753.

2. Other remunerations

The Company does not provide other benefits to the directors. However, the Company is responsible for expenses of trainings attendance at Thai Institute of Directors Association and other institutions which is beneficial to the performance of directors as well as providing Directors' and Officers' Liability Insurance with insurance limit of Baht 100 million, covering liabilities of the Company and its subsidiaries with insurance period of 1 year in which the Company continues to extend the insurance period every year. In fiscal year 2020, the Company and its subsidiaries never request for any indemnity for the said insurance.

Remuneration for directors and sub-committee members in 2020 are as follows:

Remunerations	Amount (Baht)	
	Year 2020	Year 2019
Monthly fee	2,160,000	2,160,000
Meeting allowance	1,820,000	1,590,000
Bonus	91,068	130,096
Grand total	4,071,068	3,880,096

Summary of remuneration each director received in 2020

Monetary Remuneration (Baht)													
Name of Directors	Board of Directors			Audit Committee		Nomination, Compensation and Corporate Governance Committee		Executive Committee		Risk Management Committee		Bonus for the year 2019	Total
	Monthly Fee	Meeting Allowance (9 times)	Meeting Allowance for Non-Executive Directors Meeting ⁽¹⁾ (1 time)	Monthly Fee	Meeting Allowance (6 times)	Monthly Fee	Meeting Allowance (2 times)	Monthly Fee	Meeting Allowance (8 times)	Monthly Fee	Meeting Allowance (8 times)		
1. Mr. Woodtipong Moleechad	240,000	360,000	10,000	240,000	180,000	240,000	80,000	-	-	-	-	30,356	1,380,356
2. Mr. Akarat Na Ranong	240,000	360,000	10,000	240,000	240,000	240,000	60,000	-	-	-	-	30,356	1,420,356
3. Associate Professor Dr. Sujate Jantarang	240,000	270,000	10,000	240,000	180,000	240,000	60,000	-	-	-	-	30,356	1,270,356
4. Mr. Kranphol Asawasuan	-	-	-	-	-	-	-	-	-	-	-	-	-
5. Mr. Teerarat Pantarasutra	-	-	-	-	-	-	-	-	-	-	-	-	-
6. Mr. Afzal Abdul Rahim	-	-	-	-	-	-	-	-	-	-	-	-	-
7. Mr. Patrick Corso	-	-	-	-	-	-	-	-	-	-	-	-	-
8. Mr. Loh Chi Kwan, Alex	-	-	-	-	-	-	--	-	-	-	-	-	-
Grand total	720,000	990,000	30,000	720,000	600,000	720,000	200,000	-	-	-	-	91,068	4,071,068

Remark: ⁽¹⁾ Non-Executive Directors Meeting was convened on December 16, 2020

Remuneration for executives

The Board of Directors has established policy on executives' remunerations. The Nomination, Remuneration and Corporate Governance Committee will consider the remuneration of the President and Chief Operating Officer to propose to the Board of Directors for approval. For the other executives, individual remuneration will be considered and approved by Chief Operating Officer based on the Company's performance, their KPIs, survey of employees, etc. In this regard, the remuneration for the President and senior executives is comparable to other listed companies in the SET within the same business and similar company size to motivate and retain senior executives with capabilities with the Company in long-term.

Remunerations for executives consist of short-term benefits, which are monthly salary, bonus, and other benefits, i.e. health, life and accident insurance, travel expenses, annual health check-up, etc., and long-term benefits, which are social security contribution and provident fund.

Moreover, the Company provides Directors' and Officers' Liability Insurance with insurance limit of Baht 100 million. In 2020, the Company paid remunerations comprising monthly salary, bonus, contribution to social security fund, contribution for provident fund and other benefits to the President, Chief Operating Officer and Acting Chief Financial Officer and executives, totaling 5 persons, amounting to Baht 22,566,414.

with the following details:

Remuneration	Year 2020		Year 2019	
	No. of Executives (Person)	Amount (Baht)	No. of Executives (Person)	Amount (Baht)
Monthly Salary and Bonus	5	21,089,204.00	5	17,827,915.00
Other benefits, e.g. contribution to social security fund, contribution to provident fund, etc.	5	1,477,210.00	5	2,421,456.00
Total	5	22,566,414.00	5	20,249,371.00

Report of the Securities Holding of Directors and Executives

Report of the securities holding of Symphony Communication Public Company Limited of directors, executives, and related persons (spouse and minor children) during 31 December 2019 – 31 December 2020⁽¹⁾.

Name	Position ⁽²⁾	Ordinary Shares (shares)			
		As at 31 Dec 2019	As at 31 Dec 2020	Change increase / (decrease)	% of shareholding
Directors					
1. Mr. Woodtipong Moleechad	Independent Director and Chairman of the Board	-	-	-	-
Spouse and minor children		-	-	-	-
2. Mr. Akarat Na Ranong	Independent Director and Vice Chairman of the Board	-	-	-	-
Spouse and minor children		-	-	-	-
3. Assoc. Prof. Dr. Sujate Jantarang	Independent Director	-	-	-	-
Spouse and minor children		-	-	-	-
4. Mr. Kranphol Asawasuwana	Director	40,553,334	40,553,334	-	9.35
Spouse and minor children		108,333	108,333	-	0.02
5. Mr. Teerarat Pantarasutra	Director and President	39,687,013	39,687,013	-	9.15
Spouse and minor children		10	10	-	0.00
6. Mr. Afzal Abdul Rahim ⁽³⁾	Director	-	-	-	-
Spouse and minor children		-	-	-	-
7. Mr. Patrick Corso ⁽⁴⁾	Director	-	-	-	-
Spouse and minor children		-	-	-	-
8. Mr. Loh Chi Kwan, Alex	Director, Chief Operating Officer and Acting Chief Financial Officer	-	-	-	-
Spouse and minor children		-	-	-	-

Name	Position ⁽²⁾	Ordinary Shares (shares)			
		As at 31 Dec 2019	As at 31 Dec 2020	Change increase / (decrease)	% of shareholding
Executives					
1. Mr. Pongthep Thanakijsumtorn	Executive Vice President - Sales and Marketing	19,355,478	19,355,478	-	4.46
Spouse and minor children		-	-	-	-
2. Mr. Supornchai Chotputtikul	Executive Vice President - Service Operation	29,000	17,000	(12,000)	0.00
Spouse and underage children		-	-	-	-
3. Mr. Jesudass Paramchotti	First Senior Vice President - Network	-	-	-	-
Spouse and underage children		-	-	-	-
Total securities held directly and indirectly by the Independent Directors		-	-	-	-
Total securities held directly and indirectly by the Directors		80,348,690	80,348,690	-	18.52
Total securities held directly and indirectly by the Executives		19,384,478	19,372,478	(12,000)	4.46
Grand Total		99,733,168	99,721,168	(12,000)	22.98

Remark: ⁽¹⁾ The information on the securities holdings of the Company's directors and executives shall only disclose the shareholdings of the directors, President, top four executives and those in position equal to the top four executives, including vice president level executives and equivalent or above in the accounting and financial function. The disclosed shareholdings include the aforementioned persons' direct shareholdings (their own shareholdings) and indirect shareholding (shareholdings of their spouse and minor children), including the shareholdings by nominees of the directors or the executives, and spouse and minor children of the aforementioned persons according to the criteria in the Notification of the Capital Market Supervisory Board No. TorChor 44/2556. In 2020, there was no report regarding shareholdings by nominees of the directors, executive, respective spouse or minor children of such person.

⁽²⁾ Disclosing the director's position in the Board of Directors only. The information of each director's position in the Sub-Committees is disclosed in his or her respective profile.

⁽³⁾ Mr. Afzal Abdul Rahim is Director, Commander-In-Chief and shareholder of TIME dotCom Berhad ("TIME"), which holds 46.84% of shares in the Company through its wholly-owned subsidiary, TIME dotCom International Sdn Bhd ("TdCI").

⁽⁴⁾ Mr. Patrick Corso is Director of TIME and TdCI, who is the Company's major shareholder.

Personnel

Number of Employees

As at 31 December 2020, the Company has total 389 employee (excluding executives), which can be divided into main divisions as follow:

Division	No. of Employees (person)
Office of Managing Director	4
Corporate Services	6
Sales and Marketing	72
Engineering	233
Regulatory Affairs	2
Finance	43
Human Resource and Office Management	10
IT	16
Strategies and Business Development	3
Grand Total	389

In 2020, the Company did not have significant change in the number of employees.

Employees' Compensations

The Company provides short-term and long-term compensations for employees to ensure fair pay commensurate with their performance, which consist of:

1. Monthly salary and bonus based on individual responsibilities in comparison with other listed companies in a similar business, experience, and qualifications as well as the business performances of the Company.
2. Provident fund with the objective to promote savings and enhancing financial security for its employees. Employees can choose the proportion of employee contribution within the range of 3-15% of their monthly salary. The Company's contribution rates is 3%. Employees can adjust investment plan to match individual needs.
3. Welfare, such as overtime fee in compliance with the laws. Health, life and accident insurance, annual health check-up, contribution for social security fund, travel expenses and allowance, financial assistance in any cases, etc.

In addition, employees are provided with the rights under related policies and laws, including the rights for annual leave and other types of leave, etc.

In 2020, the Company paid compensation comprising monthly salary, bonus and other benefits, such as living expenses, overtime payment, allowance, fringe benefits, contribution to social security fund, contribution to provident fund to employees (excluding executives), amounting to Baht 270,477,800.67, with details as followings :

Remuneration (Baht)	Year 2020	Year 2019
Monthly Salary and Bonus	214,108,928.00	204,407,388.00
Others, e.g. living expenses, commission, overtime payment, contribution to social security fund, contribution to provident fund and other fringe benefits	56,368,872.67	67,011,201.00
Total	270,477,800.67	271,418,589.00

Employees Development Policy

The Company believes that employees are significant resources for driving business and organization to achieve success according to goals set. The Company, therefore, focuses on employee development systematically and continuously, giving importance to the development of knowledge and professional skills of employees to be appropriate for their current work positions, as well as to have leadership skills ready for career progress. Employees are also encouraged to develop themselves through on-the-job training and attend training and seminars relating to their functions so that they may apply their knowledge in improving the Company's performance. In addition, the Company encourages employees to understand and be aware of the importance in using the Company's core values to be framework for behavior both at work and at developing relationship with all related parties which will foster into corporate culture and become a factor that will drive the organization to sustainability.

Employees Development Budget

As at 31 December 2020, the Company spent totaling Baht 1,519,718.18 on employee development.

Labor disputes

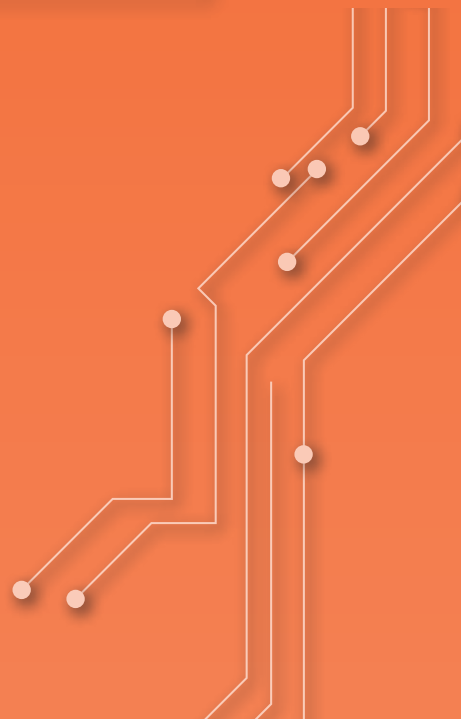
In the fiscal year 2020, the Company did not have any labor disputes.



“Corporate Governance”



“SYMPHONY is committed to operate its business within the framework of the corporate governance principle, transparency, and accountability for the best interest of shareholders and all stakeholders”





Symphony Communication Public Company Limited has placed a great importance on the good corporate governance with confidence that the business operations with ethics, transparency and auditability will enable the Company to achieve its goals of sustainable growth, to strengthen its competitiveness, to increase the value and returns to shareholders and investors in the long run, and to build the confidence among the shareholders.

The Company is committed to incessantly conduct its business with transparency, fairness and good corporate governance in conformance to both domestic principles, such as Corporate Governance Code for Listed Companies 2017 (CG Code) of the Office of Securities and Exchange Commission ("the SEC"), the Corporate Governance Report of Thai Listed Companies (CGR) of Thai Institution of Directors Association, and international principles, such as ASEAN Corporate Governance Scorecard and those regulated by the Organization for Economic Co-operation and Development (OECD), etc.

With continued commitment on the corporate governance, the Company, in 2020, has been awarded "**Excellent**" corporate governance rating from the 2020 Corporate Governance Report of Thai Listed Companies (CGR) conducted by Thai Institute of Directors Association.

Report of the Audit Committee for the Year 2020

To Shareholders

The Audit Committee consists of three (3) independent directors who have skills and expertise in finance, accounting, law and management and possess qualifications as defined by the Audit Committee Charter, which has been established in consonance with the regulations and guidelines of the Securities and Exchange Commission (“the SEC”) and the Stock Exchange of Thailand (“the SET”), namely:

1. Mr. Akarat Na Ranong Chairman of the Audit Committee
2. Mr. Woodtipong Moleechad Member of the Audit Committee
3. Associate Professor Dr. Sujate Jantarang Member of the Audit Committee

In 2020, the Audit Committee convened five (5) meetings with external auditors, internal auditors, the management, and executives; and convened one (1) meeting with external auditor without the presence of the management and executives. In this regard, all members of the Audit Committee attended every meeting. Ms. Atchara Aeampee, Company Secretary, acts as Secretary to the Audit Committee.

The Audit Committee performed duties independently according to the scopes of duties provided in the Audit Committee Charter, which has been defined in accordance with the regulations of the SET and has been reviewed to be in line with current situations and approved by the Board of Directors every year. The Audit Committee has responsibilities in auditing and reviewing to ensure that the Company has good corporate governance, accurate and reliable financial reports, and adequate internal control. The Audit Committee’s duties in the year 2020 are summarized follows:

1. Review of financial reports

The Audit Committee reviewed accuracy, completeness and reliability of the quarterly and annual separated and consolidated financial statements of the Company and its subsidiaries for the year 2020, which had been prepared in accordance with Thai Financial Reporting Standards and the International Financial Reporting Standards. The Audit Committee discussed significant matters, important accounting policies, estimates, and judgements applied in the preparation of the financial statements with the external auditor, as well as disclosure in the notes to the financial statements with prudence to assure that the preparation of the financial statements and the disclosure in the notes to the financial statements are reliable, transparent, and in accordance with Thai Accounting Standards and the Financial Reporting Standards. In addition, The Audit Committee convened a meeting with the external auditor without the presence of the management to freely discuss on important issues concerning independence in operations, significant information in the preparation of financial statements, and recommendations for the internal control over financial reporting. For the year 2020, the external auditor did not have any significant remark.

The Audit Committee concluded that the Company’s financial reports were prepared in accordance with the appropriate internal control system. The external auditor performed auditing duties independently without limitation of any audit scope. This reasonably assures that the financial reports reflect the Company’s financial status and operation performance accurately including adequate disclosure according to Thai Accounting Standards and the Financial Reporting Standards.

2. Review of connected transactions or transaction may lead to conflicts of interest

The Audit Committee quarterly reviewed, oversaw, and provided opinions concerning the connected transactions or any transactions that may potentially lead to conflicts with the Company's interests based on reasonability, transparency, adequate disclosure, business normality and the best interest of the Company. The Audit Committee is of the opinion that the connected transactions approved were deemed beneficial to the Company. All significant connected transactions or the transactions that appear to have conflicts of interest this year had been considered by the Audit Committee with its opinion explicitly given before it proposed for approval to the Board of Directors. In some cases, the Board of Directors proposed that the connected transactions be submitted for approval by shareholders' meeting instead after careful review of the size of the transactions. Moreover, the Company will engage independent advisors to ensure that such transactions are fair and beneficial to the Company before such transactions are submitted for consideration to the Audit Committee, the Board of Directors and shareholders, as well as providing disclosure of the connected transactions entirely and accurately.

The Audit Committee concluded that the management has conducted connected transactions in the interest of the Company and at arm's length basis, with general business trading conditions and reasonable prices, fairness, no irregularity, and fair and full disclosure of information.

3. Review of the Sufficiency of the Internal Control System

The Audit Committee reviewed the effectiveness and adequacy of the internal control system from the internal audit reports presented quarterly. The Audit Committee also consistently considered and monitored results pertaining to the recommendations in the internal audit and external audit reports to acknowledge root causes and provide guidelines to the management to prevent from future potential loss.

The Audit Committee concluded that the Company's internal control system is adequate, sufficient and efficient without any material deficiency to operate business transparently.

4. Review of Internal Audit

The Audit Committee oversaw Internal Audit function and independently held meetings with Head of Internal Audit to ensure that all internal audit activities and advisory roles of the Internal Audit concerning with internal control system were performed effectively and efficiently, and achieved the established objectives.

The Audit Committee approved the 2020 annual internal audit plan, conducted in accordance with the Company's risk-based principles, inclusive of determining the importance of each system to meet business goals of the organization under changing circumstances emphasizing the effectiveness of the preventive key control function and preventive control over fraud.

Moreover, the Audit Committee is responsible for evaluating the performance of Head of Internal Audit and Internal Audit and overall Internal Audit Department, approving the appointment, transferring, removing and allocating manpower of the Internal Audit Department as deemed suitable, along with supporting competency development and advancement of internal audit profession.

The Audit Committee concluded that the Company's internal audit system is appropriate, effective, independent, and in conformity with the Company's goals and key risk areas, and Internal Audit Department thus achieved its performance targets.

5. Review of Compliance

The Audit Committee reviewed the company's compliance with laws, regulations and requirements of the Securities and Exchange Act, the SEC, the SET, as well as laws pertaining to the Company's business. The Audit Committee concluded that the Company could demonstrate compliance with the aforementioned regulatory requirements in material respects.

6. Consideration in Nominating and Appointing the External Auditor and the Annual Audit Fee

The Audit Committee took into consideration the nomination and appointment of the external auditor and the annual audit fee for the year 2020 based on the assessment of qualification, competency, experience in auditing, independence in auditing, auditing quality in the past year, and the audit fee. After careful consideration, the Audit Committee therefore proposed to the Board of Directors to seek approval to appoint the external auditors from KPMG Phoomchai Audit Limited to be the Company's external auditors for the year 2020.

7. Review of the Audit Committee Charter

The Audit Committee reviewed the Audit Committee Charter annually by taking into consideration best practice in accordance with the regulations of the Capital Advisory Board, the SET and international standards.

8. Performance Evaluation

The Audit Committee's self-performance assessment is conducted annually, as an individual and group basis. The result showed that the Audit Committee performed its duties and responsibilities in accordance with the Audit Committee Charter, with a commitment to accuracy, prudence, transparency, and independence. The Audit Committee has full access to all pertinent information from the management, employees, and associated parties. The Audit Committee has given beneficial and practical comments and recommendations benefiting all stakeholders.

9. Performance Reporting

The Audit Committee reported its performance together with the review of the financial statements presented to the Board of Directors at least once a quarter. If there are any suspicious transactions or actions that may have a significant impact on the Company's financial position and operating results, the Audit Committee will propose to the Board of Directors for acknowledgment. In the past year, there were no event or situation indicating that such event occurred. Moreover, the Audit Committee prepared the Audit Committee's report to be disclosed in the Annual Report for the year 2020 in accordance with the regulations of the SET.

In summary, the Audit Committee perform its duties independently with knowledge, ability, prudence and in accordance with scope of duties prescribed in the Audit Committee Charter to protect the best interest of the Company, shareholders, and all groups of stakeholders equitably.



(Mr. Akarat Na Ranong)
Chairman of the Audit Committee

Report of the Nomination, Compensation and Corporate Governance Committee for the year 2020

To Shareholders

The Nomination, Compensation and Corporate Governance Committee (the “NCCGC”) consists of six (6) directors, namely:

1. Mr. Woodtipong Moleechad	Chairman of the NCCGC
2. Mr. Akarat Na Ranong	Member of the NCCGC
3. Associate Professor Dr. Sujate Jantarang	Member of the NCCGC
4. Mr. Patrick Corso	Member of the NCCGC
5. Mr. Kranphol Asawasuwana	Member of the NCCGC
6. Mr. Teerarat Pantarasutra	Member of the NCCGC

In 2020, the NCCGC convened two (2) meetings of which all members attended all the meetings. The NCCGC continuously reported its performance together with opinions and suggestions to the Board of Directors, as well as performed duties as assigned by the Board of Directors and as stipulated by the Charter of the NCCGC completely. The summaries of the NCCGC’s performance for the year 2020 are summarized as follows:

1. Nomination

- 1.1 Considered and appointed directors to replace those retiring by rotation in the 2020 Annual General Meeting of Shareholders held in July 2020. The NCCGC followed the nomination process and provided recommendations to the Board of Directors in order for the Board of Directors consider and endorse the appointment of qualified persons before proposing to the shareholders’ meeting for election as the Company’s directors.

In 2020, the Company provided the opportunity to shareholders to propose name(s) of qualified person(s) to be considered and nominated as the Company’s directors during the period of November 13, 2019 to January 15, 2020 so as to combine in the recommended list from other source before considering qualifications of proposed candidate(s) thoroughly by referring to Board Skill Matrix, expertise and experience of proposed candidate before proposing the qualified candidate to the Board and shareholders for consideration. After such invitation period, there were no shareholders proposing any person to be nominated as director. As a result, the NCCGC proposed that the Board of Directors consider and appoint directors who retired by rotation in 2020 to be directors for another term. In this regard, the 2020 Annual General Meeting of Shareholders resolved to approve the appointment of all directors as proposed.

This is a part of promoting good corporate governance regarding the protection of shareholders’ rights

- 1.2 Reviewed and revised criteria for nomination and appointment of the Company’s directors by determining qualifications of person who will be nominated and appointed as director to be clearer.

- 1.3 Reviewed and revised qualifications of independent director to be more intense than those stipulated by the Security and Exchange Commission and the Stock Exchange of Thailand.

2. Compensation

- 2.1 Considered and determined remuneration for directors and sub-committees and the amount of the remuneration for the year 2020 to propose to the Board of Directors for endorsement before proposing to the 2020 Annual General Meeting of Shareholders for approval. The criteria for determining remuneration will take into account of the suitability of duties, assigned responsibilities, work achievement linked to the Company's operating results, overall economic conditions and parity with SET-listed industry and business peers of comparable sizes. In this regard, the 2020 Annual General Meeting of Shareholders passed a resolution to approve the remuneration for directors and sub-committees as proposed.
- 2.2 Determined annual compensation for the President and Chief Operating Officer based on results of evaluation of their performance, management abilities, leadership in connection with the Company's performance and overall economic conditions; and proposed to the Board of Directors for approval.
- 2.3 Considered and endorsed compensation schemes of the executives and employees based on study and analysis of benchmarking with similar-sized companies and other companies in the same industry which could attract and retain highly qualified executives and employees to the Company.
- 2.4 Disclosed remunerations for directors, sub-committees, and executives in this Annual Report for transparency.

3. Corporate Governance

- 3.1 Reviewed the Corporate Governance Policy and the Code of Business Conduct of the Company to be appropriate and in line with the Corporate Governance Code for Listed Companies 2017 (CG Code) of the Office of Securities and Exchange Commission, the Corporate Governance Report of Thai Listed Companies (CGR) of Thai Institution of Directors Association. In this regard, the NCCGC agreed to revise the practical guidelines concerning with anti-corruption to make it cover all operating areas of which the Board of Directors approved as proposed.
- 3.2 Promoted and encouraged the Company's directors to attend trainings and seminars which are useful for performing duties, such as Director Certification Program (DCP), organized by Thai Institute of Directors Association (IOD).
- 3.3 Oversaw and ensured that the management perform duties in compliance with best practices stipulated in the Corporate Governance Policy.

With commitment to operate business and manage the organization under the good corporate governance principles, resulting in 2020, the Company received assessment results on corporate governance survey of Thai listed companies by Thai Institute of Directors Association at "Excellent" level or "5 stars" and has been assessed for the quality of the 2020 Annual General Meeting of Shareholders from the Thai Investors Association with 99/100 scores.

4. Corporate Social Responsibility and Sustainable Development

- 4.1 Approved and oversaw operations for CSR for the year 2020
- 4.2 Considered and provided suggestions to the working team regarding arranging/participating in CSR activities.

For the fiscal year 2020, the NCCGC conducted self-assessment on a group and individual basis. The assessment results showed that the NCCGC performed its duties specified in its Charter with prudence, transparency, and independence, giving honest opinions for the best interest of shareholders, investors, and stakeholders. The NCCGC is committed to perform duties in a fair and equitable manner based on good corporate governance principles. so that the company continues developing towards sustainability.



(Mr. Woodtipong Moleechad)
Chairman of the Nomination,
Compensation and Corporate
Governance Committee

Report of the Executive Committee for the Year 2020

To Shareholders,

The Executive Committee of Symphony Communication Public Company Limited comprises four (4) directors, namely Mr. Kranphol Asawasuwana as Chairman of the Executive Committee, Mr. Teerarat Pantarasutra, Mr. Afzal Abdul Rahim and Mr. Loh Chi Kwan as Members of the Executive Committee.

The Executive Committee performs its duties in considering, supervising and providing recommendations on important issues related to the management and the business operation of the Company as assigned by the Board of Directors and in accordance with the scope of duties and responsibilities set out in the Executive Committee Charter.

In 2020, the Executive Committee convened total eight (8) meetings which can be summarized as follow:

1. Followed up the operating results of the Company as well as provided useful suggestions on corporate management and business operations to ensure that the operation of the Company is in accordance with the plans and budgets approved by the Board of Directors effectively and in accordance with the changing business conditions over time. In the year 2020, the overall economic condition contracted significantly due to the economic slowdown from the previous year, intense business competition and the impact of the Coronavirus 2019 outbreak occurring around the world which affects all business sectors. The Executive Committee monitored the situation closely and provided advice and recommendations to the management regarding the operations, investment, maintenance of financial status and financial liquidity to help the Company's business to operate continuously.
2. Considered and determined salary increase for the year 2020 and bonus paid from the operating results for the year 2019 for employees; and presented to the Nomination, Compensation and Corporate Governance for consideration and endorsement before proposing to the Board of Directors for approval.
3. Considered, gave opinions, and endorsed dividend payment from the operating results for the year 2019, and presented to the Board of Directors for consideration and endorsement before proposing to the 2020 Annual General Meeting of Shareholders for approval.
4. Considered, provided opinions and endorsed the Company to enter into the joint investment in AIMS Data Centre (Thailand) Limited to develop and provide data center services in Thailand with TIME dotCom Berhad, the Company's major shareholder and strategic partner, who has expertise, experience and great success in data center business management in Malaysia, and presented to the Board of Directors for consideration and endorsement before proposing to the 2020 Annual General Meeting of Shareholders for approval.

5. Considered and gave opinions on the appropriateness of strategy, business plan and annual budget for the fiscal year 2021 of the Company prepared by the management and proposed to the Board of Directors for approval.
6. Assessed the performance of the Executive Committee for the fiscal year 2020, as a whole and individual basis, to improve its performance. The assessment results showed that the Executive Committee performed its duties as assigned by the Board of Directors and in accordance with the Executive Charter completely, carefully, prudently and in the best interest of the Company, shareholders, and all groups of stakeholders.
7. Reported its performance to the Board of Directors at least once a quarter and prepared the Executive Committee report for disclosure in the Annual Report for the year 2020.

The Executive Committee has a strong commitment to perform duties as assigned by the Board of Directors with care, prudence, integrity, and at full competency putting in place on administration and development of the Company's business based on good principles of corporate governance and taking into account of the best interest of the Company, shareholders and all groups of stakeholders. The Executive Committee will oversee the Company's operations closely to ensure that it operates business in compliance with laws and regulations, and with ethics, morality, transparency and responsibility for communities, society, and environment, including refusing all kinds of corruption in order to lead the Company to prosperity and be ready for business changes stably and sustainably.



(Mr. Kranphol Asawasuwana)
Chairman of the Executive Committee

Report of the Risk Management Committee for the Year 2020

To Shareholders

The Risk Management Committee of Symphony Communication Public Company Limited consists of the following five (5) knowledgeable, competent, experienced members with mastery of the Company's business as its members:

- | | |
|--------------------------------|--|
| 1. Mr. Kranphol Asawasuwana | Chairman of the Risk Management Committee |
| 2. Mr. Teerarat Pantarasutra | Vice Chairman of the Risk Management Committee |
| 3. Mr. Loh Chi Kwan, Alex | Member of the Risk Management Committee |
| 4. Mr. Pongthep Thanakijsumton | Member of the Risk Management Committee |
| 5. Mr. Supornchai Chotputtikul | Member of the Risk Management Committee |

The Company is well aware of and emphasizes on risk management, which all form the basis of risk management framework according to the international standard that are applicable for the organization. It is encouraged that risk management activities are part of day-to-day operations, leading to the creation of value-added features for the Company. There are the systems and risk management procedures that prevent potential impact on the Company's operating performance, as well as competitive ability on the long run in order to build trust to stakeholders, prevent and minimize potential impact in operating the business.

In 2020, the Risk Management Committee arranged eight (8) meetings with the highlights of performance are as follows :

1. Considered and provided opinions on corruption risk management policy which would be submitted for certified membership of "Thai Private Sector Collective Action Coalition Against Corruption (CAC).
2. Considered and gave opinions on the corporate risk profile prior to proposing to the Board of Directors or approval, and also assigned the management team to execute as prescribed.
3. Prepared Business Continuity Planning (BCP) to respond to the COVID-19 pandemic situation
4. Considered and provided comment on the impact of COVID-19 situation
5. Studied cable organization plan of the Metropolitan Electricity Authority and the Provincial Electricity Authority and underground movement plan

The Risk Management Committee was of opinions that this year, the Company has developed the corporate risk management system to cover all risk factors. There are continual risk management practices in line with prevailing circumstances. The meetings of the Risk Management Committee were held to promptly review key and urgent risks, rendering the Company's risk management effective. In conclusion, the Company has managed key risks at the corporate level with efficiency, appropriateness, and managed them to acceptable level.

(Mr. Kranphol Asawasuwana)
Chairman of the Risk Management
Committee

Corporate Governance Policy

The Board of Directors of Symphony Communication Public Company Limited recognizes the importance of good corporate governance and is determined to elevate the corporate governance continuously. The Board of Directors has appointed the Nomination, Compensation and Corporate Governance Committee to perform duties and responsibilities in stipulating the corporate governance policy and the business code of conduct of the Company, as well as evaluating, reviewing and updating the Corporate Governance Policy and the Code of Business Conduct to be suitable for changes in business, environment, and law in each period; and propose to the Board of Directors for approval. Moreover, the Nomination, Compensation and Corporate Governance Committee has duty in communicating and building knowledge as well as understanding of good corporate governance to all directors, executives, and employees to use it as a framework for their day-to-day operations, which will bolster the Company's effectiveness and allow it to excel in an ethical, transparent, corruption-free, and accountable manner.

The Board of Directors has established Corporate Governance Policy in writing since 2010 and review it every year. For the year 2020, at the Board of Directors Meeting No. 1/2020 held on February 26, 2020, the Board of Directors reviewed and approved the amendment of the Corporate Governance Policy with respect to the practical guidelines for anti-corruption to make cover all operating processes, which was in according to the proposal of the Nomination, Compensation and Corporate Governance Committee.

The Company discloses the latest version of the Corporate Governance Policy via its social intranet and website at www.symphony.net.th in order to build understanding and be practical guidelines for encouraging compliance of directors, executives and employees at all levels, as well as information for shareholders, investors, stakeholders, and other interested parties.

The Company's Corporate Governance Policy has been established in accordance with best practices of good principles of corporate governance, which can be divided into 5 sections as follows:

Section 1. Rights of Shareholders

Section 2. Equitable Treatment of Shareholders

Section 3. Roles of Stakeholders

Section 4. Disclosure of Information and Transparency

Section 5. Board's Responsibilities

In 2020, the Company followed the principles of good corporate governance in order to elevate and strengthen its corporate governance covering five aspects as follows:

1. Rights of Shareholders

Shareholders are entitled to the right of ownership in the Company. They exercise their power of control by appointing the Board of Directors to oversee the operation of the Company on their behalf. As such, the Board of Directors recognizes and respects the rights of shareholders as owners of the Company; shall not perform any actions that may violate or diminish shareholders' rights; and encourages and facilitate shareholders in exercising their rights as they deserve as follows:

1. Basic rights: the Company supports and encourages its shareholders to exercise their basic rights, consisting of rights to purchase, sell and transfer of shares, rights to the share of the Company's

profits, rights to regularly and sufficiently receive the company's important and material information, rights to appoint or dismiss director, rights to determine directors' remuneration, rights to appoint or dismiss auditors and determine audit fee, rights to join decision-making and receive the results of the company's decisions on the company's fundamental changes, and other rights prescribed by laws.

2. Rights to know material information: shareholders have rights to receive information equally. The Company disseminates information both in Thai and in English via SET's website and the Company's website to allow shareholders to access the Company's information, such as operating performance, information on connected transactions, acquisition and disposition of assets, and other information necessary for the decision making of shareholders.
3. Rights to attend and vote in shareholder's meetings: the Company encourages and supports all shareholders, whether major or minor ones, foreign shareholders or institutional investors, to participate in shareholders' meetings and exercise their rights in decision making of important matters that may impact or relate to their rights and benefits of the Company and shareholders. The Company has implemented various matters which is to promote and facilitate the exercise of shareholders' rights at shareholders' meeting as follows:
 - Setting date, time, and venue for convening of shareholders' meetings to be convenient for shareholders' participation. In addition, the Company provides staff to facilitate shareholders sufficiently and uses technology for shareholders' registration, votes counting, and presenting vote results to make the meeting procedures fast, accurate, transparent, and accountable.
 - Delivering invitation of shareholders' meeting and other supporting documents containing complete and adequate information at least 7 days ahead of the meeting date (or within the applicable timeframe as prescribed by law) to allow shareholders to have sufficient time to study the documents beforehand. The Company will also publicize the invitation together with the supporting documents on the Company's website 30 days ahead of the meeting date, unless there is necessary circumstance or reasonable cause, the Company shall deliver complete and correct information to shareholders as soon as possible. Besides, the Company makes an announcement of the same in the newspaper for 3 consecutive days, at least 3 days prior to the meeting date.
 - Not taking any actions that limit rights to attend shareholder's meetings. All shareholders have rights to attend and vote in shareholders' meeting. The Company gives rights to shareholders who attend the meeting after the meeting starts so that shareholders can vote for the agenda that is in process of consideration.
 - Shareholders have rights to ask questions and provide opinions to the meeting in which the Chairman of the meeting shall allocate time appropriately and support shareholders to have opportunity for providing opinions and asking questions at the meeting.
 - The Chairman of the Board, directors, Chairman of the Sub-Committees, and executives are assigned to attend shareholders' meeting to answer questions and listen to shareholders' opinions.
 - In case of multiple meeting agenda items, the Company shall arrange voting separately for each agenda. For agenda regarding election of directors, the Company shall provide shareholders the opportunity to cast votes of each director on one to one basis.

- Using ballots for vote casting for transparency and accountability as well as arranging for independent persons to witness vote counting
 - Disclosing resolutions and voting results of each agenda in shareholders' meeting within the meeting date or within 9.00 a.m. of the next working day via the SET's website and the Company's website.
 - Preparing minutes of the meeting with accurate and complete information and sending to the relevant authorities within 14 days following the date of the meeting. The minutes in Thai and English will be posted on the Company's website.
4. The Company ensures that shareholders will receive full return from their investment by maintaining a straightforward structure among the Company, subsidiary, and affiliated company, with no cross holding of shares and no pyramid shareholding structure within the group of Company.

2. Equitable Treatment of Shareholders

The Board of Directors realizes its duty to ensure that all shareholders, whether executives or non-executives ones, major or minor ones, foreign shareholders, or institutional investors, are treated equally and fairly. The best practices implemented by the Company related to equitable treatment of shareholders are as follows:

1. Advise date of the shareholders' meeting and deliver meeting invitation which provide complete information regarding date, time, and venue of the meeting, meeting agenda, objectives and rationales of each agenda item together with opinions of the Board of Directors, the Company's Articles of Association relating to shareholders' meeting, map of meeting location, procedures of meeting participation and registration, documents and evidence to attend the meeting and legally applicable proxy statement form that meets applicable legal requirements. The Company also discloses meeting invitation and supporting documents in Thai and English on the Company's website at least 30 days prior to the meeting date to allow all shareholders to be informed such information equally unless there is necessary circumstance or reasonable cause.
2. Protect rights of minor shareholders by providing them an opportunity to propose meeting agenda and qualified persons to be nominated as directors for at least more than 2 months ahead of the date of annual general meeting of shareholders. The Company shall inform period for the shareholders to propose meeting agenda and persons to be nominated as directors via the SET's website, as well as disclosing related guidelines and forms via the Company's website. Furthermore, the Company provides opportunity for the shareholders to submit questions prior to the shareholders meeting date to the Company by post or via email.
3. In the event that its shareholders may not be able to attend shareholders' meeting in person, the Company allows them to appoint representative or designated independent directors of the Company as his/her proxy to attend the meeting. In this regard, the meeting invitation shall disclose name and profile of the independent directors so that shareholders can appoint independent director to vote on his/her behalf. Duty stamp required to affix on the proxy form are also provided by the Company.
4. At shareholders' meetings, the Company shall explain meeting rules and voting procedures to shareholders before starting the meeting, and shall not add any additional agenda item without prior notification to its shareholders, except for urgent matter, particularly for those important agenda items that its shareholders may require time to study the relevant information before making their decisions. In addition, the Company provides opportunities to shareholders to ask questions, express opinions, and provide suggestions freely. The Company's directors, Chairman of each sub - Committee, and relevant executives shall participate in the shareholders' meetings to answer shareholders' questions.

5. The Company has put in place internal regulations to prevent abuse of inside information and conflicts of interest. (Relevant details appear under **“Monitoring Use of Inside Information”** and **“Monitoring Conflicts of Interest”**).
6. The Company shall avoid entering into transaction with related parties that may create conflict of interests. In the event that it is necessary to enter into such transaction, the Company shall comply with related guidelines and notifications of the SEC and the SET. Directors and/or executives who have interests in such transaction shall not be involved in the consideration. In addition, information of the connected transaction shall be disclosed to the SET and shareholders in accordance with related guidelines and notifications of the SEC and the SET, and prescribed accounting standards.
7. Regularly and timely disclose important news and information to shareholders in accordance with policies of related agencies through communication channels of the SET, the Company’s website, and other channels where the shareholders can conveniently and equally access.

The 2020 Annual General Meeting of Shareholders (“AGM”)

The Company recognizes the importance of shareholders’ rights and affording equal treatment to all shareholders. Relevant guidelines have been adopted for actual actions (before, during and after meetings) for all shareholders’ meetings. The 2020 Annual General Meeting was held on Friday, July 31, 2020 at 2 p.m. at Bu-Nga Room, 3rd Floor, Golden Tulip Sovereign Bangkok Hotel, No. 92, Soi Saengcham, Rama 9 Road, Bangkok Sub-district, Huay Kwang District, Bangkok. There were 25 shareholders attending the meeting in person and 34 shareholders attending by proxy, totaling 59 shareholders attending the meeting, representing 83.3441% of total 433,654,887 shares issued. Out of 8 members of the Board, 8 directors attended the meeting, equal to 100% of the Board. The Chairman of the Board, Chairman of the Audit Committee, Chairman of the Nomination, Compensation and Corporate Governance Committee, Chairman of the Executive Committee, Chairman of the Risk Management Committee, the President, Chief Operating Officer, Acting Chief Financial Officer, executives, Company Secretary, auditors, independent financial advisors and independent legal advisors attended the Meeting. Details of the AGM proceedings are as follows:

Before the meeting

- The Company provided individual shareholders with rights to propose in advance additional agenda items and nominate directors from December 13, 2019 to January 15, 2020. This included shareholders’ rights to query meeting agenda before the meeting date by submitting their queries to the Company Secretary. Criteria for such consideration, which were agreed by the Board, can be viewed at the Company’s website. However, in 2020, no shareholder proposed any agenda item or nominate any candidate for consideration.
- Meeting notice were prepared in Thai and English. For the 2020 AGM, the meeting notice was posted on the Company’s website 22 days ahead of the meeting date and was distributed to shareholders no less than 14 days ahead. This provided shareholders with enough time to examine the information.
- In the meeting’s notice, the Company enclosed essential, adequate facts and rationales as well as directors’ opinion on all agenda items for shareholders’ consideration. The AGM’s agenda items comprised:
 - 1) Consideration on the appointment of directors to place those retiring by rotation, the Company provides basic information on candidates, including each one’s name, age, type of directorship, position held in the Company, education, director training/seminar attended, experience, positions held in other or the Company’s related businesses, date of being a director, number of years in the position, and meeting attendance record, shareholding in the Company, and other information such as any conflict of interest incurred in the previous 10 years.

- 2) Consideration on the remuneration for directors for 2020: the Company provides information on the policy, amount, and form of remuneration for each director's position and responsibility, criteria, and the procedures for determining remuneration.
 - 3) Consideration on the appointment of external auditor and determination of the audit fee: the Company provides information on the names of auditors and their affiliations, auditors' independence, and the number of service years for the Company, the consideration of the suitability of the auditors' fee, presented separately from other fees.
 - 4) Consideration on the dividend payment: the Company provides information on the dividend policy and dividend amount proposed for approval, in comparison with the amount paid in the previous year.
 - 5) Consideration on entering into joint investment in data center business, which were consider material connected transaction, the Company provided information about the transaction details, reason of entering into the transaction, benefits that the Company and shareholders received from the transaction; including opinion of the independent financial advisors on the transaction.
- There was no urgent and significant document distributed at the meeting as well as no agenda item added, and no amendment made to material information without informing to shareholders in advance.
 - The Company facilitates shareholders who could not attend the meeting themselves by enclosing in the meeting notice Proxy Form A, B and C, on which they could state their voting preference, together with details about how to appoint a proxy to shareholders' meetings. In addition, the names and profiles of the four independent directors are provided for shareholders' voting by proxy.

On the date of the meeting

- The Company provided at least a two-hour registration period before the meeting. Barcode and computer systems eased registration and vote counting to speed up the process and ensure information accuracy and reliability.
- The Company provided shareholders with voting rights equivalent to the number of shares held. One share yields one vote. There was only one type of share, which is ordinary share.
- Shareholders were informed by the Company about the vote-tallying procedures before the shareholders' meeting
- The Company introduced the use of ballots for casting votes. The ballots were prepared separately for each agenda item for shareholders' voting convenience.
- The Company provided shareholders with the rights to exercise their votes on the election of directors by electing them one by one so that shareholder can elect the preferable candidate.
- The Company transparently conducted the AGM by following respective agenda items as stated in the meeting's notice, in strict conformance to the law and the Company's regulations. In this regard, the Company invited the independent legal advisor from Vickery & Worachai Limited to attend the meeting to act as the inspector and the witness of the meeting.
- The Company informed voting results of each respective agenda item to shareholders at the meeting. The shareholder was invited to witness the vote counting.
- Shareholders were allowed to attend the meeting in progress and vote on remaining agenda items.

- The Company allowed shareholders to freely express their views and raise their questions at the meeting. The Chairman of the Board, Chairman of all sub-committees, President, senior executives, Company Secretary, external auditors, independent financial advisors, and independent legal advisors attended the meeting to clearly answer all aspects of shareholders' questions

After the meeting

- The Company submitted the resolutions of the 2020 Annual General Meeting of Shareholders through SET community portal system on July 31, 2020 which was the same day of the meeting after finishing of the meeting so that shareholders who did not attend the meeting were immediately informed.
- The Company prepared and distributed the minutes of shareholders' meeting in Thai and English via the Company's website (www.symphony.net.th) within 14 days from the meeting date and submitted a copy to the SET and the Department of Business Development, the Ministry of Commerce within the required timeframe. In this regard, the quality of minutes of shareholders' meeting was emphasized by recording the following information:
 - name and position of directors attending the meeting,
 - voting rights and methods, and the use of ballots for casting votes,
 - shareholders' inquiries and recommendations, including explanation of directors or the management, and
 - resolutions of shareholders' meeting and voting tally on every agenda item that included voting.

The Company complied with the AGM quality assessment project, jointly conducted by the Thai Investors Association, the SEC, and the Thai Listed Companies Association. The assessment criteria include steps undertaken before each shareholders' meeting and activities on the meeting date and afterward. In 2020, the Company achieved 99 of 100 scores from the AGM quality assessment project.

3. Roles of Stakeholders

The Company recognizes the importance of roles and rights of all groups of stakeholders of the Company, both internally and externally. The Company believes that good operating performance and sustainability of the business achieved from great support of stakeholders. Thus, the Company has established clear policy and practical guidelines on stakeholders in writing in the Code of Business Conduct which has been incorporated to the Corporate Governance Policy and has communicated with directors, executives and employees to use it as practical guideline to perform duties in order to promote collaboration between the Company and stakeholders which will mutually benefit the business operation, and all stakeholders are entitled to sound protection and treatment.

Policies and Practical Guidelines on Stakeholders Engagement

Shareholders

The Company is committed to be a qualified representative in running commercial business for the long-term profits and sound returns for the shareholders. We are committed to transparently disclose reliable information to the public. The Company should prudently manage risks and regularly review the risk mitigation measures.

Employees

The Company emphasizes continuous and thorough management and enhancement of its personnel's knowledge and capability, promotes quality of life by providing decent work environment, occupational health and safety, as well as manage and ensure appropriate remuneration and welfare, comparable to that offered by other leading companies.

Customers

The Company is committed to create highest customers' satisfaction and foster healthy relationship based on mutual benefits through offering value added services at fair prices. We are committed to promptly respond to customers' complaint, as defined in the Company's Code of Business Conduct. Aside from that, we fully and adequately disclose our product and service information and provide consultation service so the customers would understand and utilize them effectively. We also fully cooperate with our customers in problem solving process to minimize negative impact and in product development procedure to foster sustainable business. Moreover, we regularly conduct customer's satisfaction survey and provide convenient communicating channel for customers to send inquiries or submit suggestions and complaints, as well as provide proper security for data records.

Trade Competitors

The Company supports fair and free competition policy within the scope of laws and business ethics. The company prohibit employees to disclose confidential information of competitors that violate laws, contract or any confidentiality agreements.

Suppliers / Vendors

The Company considers fairness and committed to agreements, term of payments and mutual benefit between business partners. Therefore, the Company treats business partners on the same footing, based on regulated laws and business agreement and fairly select business partners by forbidding all employees from accepting benefits or gifts that may influence unfair business treat to any business partners.

Business Partners

The Company strictly adhere to agreements and commitments, provides business assistance that will bring about mutual benefits, considering the Company's benefit as priority and basing decisions on fair return for both parties, provide accurate information and reports and when concerning negotiations and problem solving, focus on business relations.

Creditors

The Company strictly complies with all terms and conditions of financial obligations and properly manage financial risks to ensure good financial position and ability to repay debt to creditors throughout the contracts.

Public Sector

The Companies strictly complies with laws, regulations and policies of related regulators, support government activities and promote and support collaboration for public organizations' activities.

Community, Society and Environment

The Company gives importance and is committed to conducting business based on social and environmental responsibility, conducting business that benefits economy and society as a whole, supporting and sponsoring community's activities and charitable activities, participating in activities which enhance society and community along with encouraging employees to have a sense of social responsibility and act as good citizens of the community and society. In addition, the Company complies with all environmental laws and regulations related to operations the Company's business, including cultivating awareness and encouraging employees to care and preserve environment, consume natural resources and energy at their maximum efficiency and capacity.

Policy and Practical Guidelines on Compliance to Laws and Human Rights

A key basis of the Company's business conduct is legal compliance, which includes domestic and foreign laws, as well as relevant customs, traditions, and cultures. The Company operates business as a telecommunications service provider, which receives license to operate business under supervision of government agencies and is considered as public service. Therefore, the Company operates its business in compliance with laws, regulations, obligations, notifications, orders, and resolutions of related authorities.

Besides, the Company recognizes the importance of human rights which is basic rights of human beings. The Company promotes and respects the protection of human rights, ensuring that its business conducts have no connection with any human rights violation such as forced labor or child labor. All stakeholders are treated fairly on human dignity and non-discrimination of national origin, race, gender, age, skin color, religion, physical condition, status, or birth. It also promotes the monitoring of human rights compliance within the Company and encourages subsidiary companies, business partners, and all stakeholders to observe the international standards of the principles of human rights.

The company imposes penalties for offenders in such matters in accordance with the work regulations, of which the highest level is termination of employment and/or legal proceedings.

Policy and Practical Guidelines on Intellectual Properties

The Company conducts its business strictly under the law or regulations on intellectual property rights, whether in trademarks, patents, copyrights, classified commercial information, or other stipulated categories of intellectual property, such as using only licensed software that has been inspected and installed by the Company's Information Technology Department, and encouraging employees to ensure that the application of research findings or other data in their work does not constitute a violation of other people's intellectual property rights.

Policy and Practical Guidelines on Safety, Occupational Health and Work Environment

The company is committed to operate safety, occupational health and work environment in accordance with laws and international standards. In ensuring the safety and sound occupational health of its employees and stakeholders, the Company has formulated a policy and guidelines on safety, occupational health and work environment in writing incorporated the Code of Business Conduct with details as follows.

1. The safety in work is the duty of all employees at all levels to cooperate collectively to ensure safety for each person and colleagues.
2. Supervisors must be good models for their subordinates to work with safe methods.
3. The Company supports for project plan and various safety activities to enhance awareness and positive attitude to working safety.
4. The Company aims to provide all employees for being good quality of working in terms of health and working environment.
5. The Company supports all employee to have a good mental health and physical strength.
6. The Company supports to improve the working environment that is conducive to safe operation and good hygiene.
7. The Company encourages all employees to provide quality services with regard to the environment.

Policy and Practical Guidelines against Corruption

Corruption is main obstacles of organization development in every level which will affect business operation, business performance, financial position of the Company. It is also a serious threat that destroys free and fair competition including causes damages to the economic and social development. Symphony Communication Public Company Limited recognizes the importance of such problem; therefore, it is committed to operate business with a sense of honesty, integrity, transparency, fairness, adhering to accordance with good principles of corporate governance and refusing all types of corruption, either directly or indirectly. The Company has imposed the Anti-Corruption Policy approved by the Board of Directors in order to use as guidelines for performing duties of directors, executives, and employees. Directors, executives, and employees of the Company are required to comply with the policy which includes details as follow:

1. The company committees, the managements and employees in all level must abide by the anti-corruption policy and the code of conduct by not involving in corruption, whether directly or indirectly.
2. Employees should not neglect or ignore when facing any act that is considered corruption and related with the company, must notifying superiors or and cooperate in fact-finding investigation. If there are any doubts or inquiry, they must consult with superiors or the persons authorized in monitoring the code of conduct compliance through prescribe channels.
3. The company will provide fairness and protection to employees who refuse or inform responsible parties about the corruption relevant to the company, or the person who cooperates in reporting corruption as defined in the company regulation, the complaint process and whistleblower.
4. Corrupt persons who violate the company code of conduct will be considered a disciplinary action according to the company regulations and may be legally charged as well if the action violates the law.
5. The company attached the important of promote, provide education and understanding with other parties who perform their duties relevant to or could affect to the company to work in compliance with this anti-corruption policy.
6. The company committed to reinforce and preserve the company culture in denying the corruption engaged in transactions with government or private sectors.

Participation Mechanism of Stakeholders and Whistleblowing

The Company encourages its employees and stakeholders to participation in overseeing the compliance of principles of good corporate governance and the Company's Code of Business Conduct by inquiring if there is any doubt about Corporate Governance Policy and the Code of Business Conduct of the Company. The Company also provides opportunities for all personnel and stakeholders to provide opinions or suggestions, file petition or report clue when they are treated unfairly by any personnel of the Company or they may notice any actions that is or is suspect to be violation of laws, regulations, the corporate governance policy or the code of business conduct, including malpractice, such as breaking of laws, company rules and regulations, fraud, corruption, abuse of power, authority exploitation, malfeasance, misconduct, human rights violation, acts that unduly impact society, communities, and the environment.

Whistleblowing Channels

The petition or clue can be filed with evidence through the following channels:

1. Direct supervisor
2. E-mail to Chairman of the Audit Committee at: ac@symphony.net.th
3. Company's website: www.symphony.net.th
4. Letter to the Chairman of the Board or Chairman of the Audit Committee at:
Symphony Communication Public Company Limited
123 Suntowers Building B, 35th-37th Floor, Vibhavadee Rangsit Road,
Chomphon Sub-District, Chatuchak District
Bangkok 10900

Whistleblowing Procedures

Upon receipt of complaints, the working group or the assigned officer shall collect, verify and analyze information, establish corrective and preventive action procedures and measures to alleviate damage to those affected, conduct data processing to report results to the complaint receiver and inform whistleblower/ complainants for acknowledgement as well as report such results to Chief Operating Officer, the President, the Audit Committee and the Board of Directors, respectively, as the case may be.

Complainants/Whistleblowers Protection

Complainants or whistleblowers, whether they are Company's personnel or external parties, if they file complaints or report clue under the scope of the petition in good faith without intention to harm or cause damage to any person or the Company, shall be properly and fairly protected by the Company, which implies no change in job title, job nature, workplace, suspension, salary reduction, dismissal, threats, harassment, or any unfair acts. The Company will keep their complaints confidential and not disclose them to unrelated parties, except when required by the law.

Penalties

In event of finding that any employee acts against the Company's Code of Business Conduct and Anti-Corruption Policy, such employee shall receive disciplinary penalties in accordance with the Company's regulations regarding discipline and disciplinary penalties. Employee disciplinary actions ranges from oral warnings to suspension or termination of employment. Such employee shall be undergoing legal punishment in case his/her is also against the law.

In 2020, the Company did not receive any complaints concerned with illegal act or corruption case from stakeholders.

4. Disclosure of Information and Transparency

Disclosure of information is an important indicator of the transparency of the business operations and is a key factor in building confidence towards investors and all stakeholders, both local and foreign. The Company, therefore, recognizes the importance of information disclosure both financial and non-financial, in Thai and English to all involved parties correctly, completely, adequately, transparently, thoroughly, timely and in conformity to disclosure guidelines of listed company of the SEC and the SET via various communication channels which are reliable, equal and easy-to-access.

Since information disclosure greatly affects decision-making of investors and stakeholders. Hence, it is necessary to define and administer measures concerning the disclosure of information. The Company has defined guidelines for information disclosure for all employees of relevant units to disclose information correctly and to assure shareholders, investors, and all stakeholders that the Company is committed to the accurate and transparent disclosure of information in compliance with the laws and in an equitable manners.

Guidelines for information disclosure are as follows:

1. Do not disclose confidential business information or information that, if disclosed, may cause a loss of benefits or competitiveness or information that is not finalized or under negotiation or information that is over realistic or overly promote without reasonable support. Refrain from using inappropriate words and formats that may mislead the Company's stock price
2. Do not disclose material non-public information to non-permitted executives or employees, groups of persons or any persons including investors, analysts and public media until such information is disclosed to public, except the case that it is the disclosure under the laws or requirements of the Company's regulator. In the case where there is a business need requiring the Company to disclose information to the relevant parties, auditors, securities guarantors, financial institutions, financial advisors, legal advisors or other advisors, the Company shall carefully execute to ensure that the said persons perform their job with caution in keeping information confidentially. However, disclosure of such information must comply with the regulations and requirements of the SET and the regulators.
3. Important information that may affect the Company's stock price or investment decision of investors or the rights of shareholders will be disclosed without delay through the SET's channel and the Company's website.

4. Disclosure of financial information, particularly financial statements, must be reviewed or audited by the auditors to ensure that it is correct in all matters in accordance with generally accepted accounting principles, and must be endorsed by the Audit Committee and approved by the Board of Directors before public disclosure.

In this regard, the Company has never been asked from the SET and the SEC to correct its financial statements.

The Company is committed to strictly adhere to the law, regulations, and obligations mandated by the SEC, the SET and relevant regulatory authorities. Regular amendment takes place to ensure accurate information disclosure and to guarantee the Company's transparency in conducting business

Investor Relations

The Company has established the Investors Relations to be specifically responsible for disclosure and communication of information, whether financial or non-financial, to shareholders, investors, and securities analysts, both Thai and foreign. The Company hopes that the Investor Relations will be function as the center for disseminating information, handling enquiries, including promoting and managing good relations with shareholders, investors, securities analysts.

Recognizing the value of forging good relations with investors, the Company's senior executives regularly make time to join investor meetings and activities to elaborate the Company's policies and business directions. In 2020, the Company arranged investor relations activities as follows:

Activities	Number (Time)	No. of Attendees (Companies)
One-On-One Meetings	4	3
Analyst and Investors Meetings ⁽¹⁾	6	4
Total	10	7

Remark: ⁽¹⁾ Chief Operating Officer/Acting Chief Financial Officer and Executive Vice President – Sales and Marketing attended the activity.

Shareholders, investors and interested parties may contact Investor Relations for additional information either in person or by telephone at (0) 2101 1111 ext. 36305 or via email: ir@symphony.net.th.

Company's website

The Company discloses information, whether financial or non-financial, and important news through the Company's website at www.symphony.net.th. Information disclosed includes Annual Statement Report (Form 56-1), Annual Report, financial statements, Management Discussion & Analysis (MD&A), the Company's past performances, information on the Company's business operation, information of major shareholders, notices to shareholders' meetings, minutes of shareholders' meetings, dividend payment policy, details of directors, sub-committees and executives, corporate governance policy, code of business conduct and information submitted to the SET.

5. Board's Responsibilities

The Board of Directors realizes responsibilities and roles in determining direction of business operation to comply with laws, the Company's objectives, Articles of Association, and shareholders' resolution, including defining policies, vision, mission and strategic plans, with an annual review to align with changing business environment. The Board of Directors supervises the management to conduct the business effectively and efficiently to be in line with the established policies, based on the principles of the good corporate governance for the best interest of the Company and shareholders' values.

The Board of Directors follows and implements the best practices of the SEC and the SET in various aspects as follows:

Structure and Composition of the Board of Directors

The Company's Articles of Association provides that the Board of Directors consists of at least 5 directors, who may or may not be shareholders. In this regard, half of the directors must reside in the Kingdom of Thailand.

At least one-third (1/3) of the members shall be independent directors, and in any case the independent directors shall not be less than 3 members.

As at 31 December 2020, the Company's Board of Directors consists of 8 qualified members who have expertise, knowledges and experience beneficial to the Company's business operations. The composition of the Board of Directors comprises of:

- 4 executive directors, representing 50% of the total numbers of the Board
- 1 non-executive director, representing 12.5% of the total numbers of the Board
- 3 independent directors, representing 37.5%, or one-third of the total numbers of the board

The Chairman of the Board is independent director according to the definition of the Stock Exchange of Thailand. He has no relation with management, and is not the same person as the President to separate duties of policy making, and supervision from management

The Board of Directors has a policy regarding diversity in the structure of the Board of Directors, consisting of diverse gender, age, education level, knowledge, competency, professional skills, work experience, and expertise. The diversity is an important factor to balance the quality of work and enhance efficiency in decision-making of the committee. This practice is also applied in the Company's subsidiaries and associates.

The Board Skill Matrix comprises expertise in telecommunications business management, engineering, marketing, accounting, finance, economics or business administration, laws, risk management, human resource management, corporate governance, information technology, including IT disruption and IT governance. Details of the Board of Directors are shown in the "Management Structure"

Qualifications of Directors

The Board of Directors is well aware that directors play an important role in helping the Board perform its duties efficiently and effectively. To ensure that the company has suitable directors, the Company has determined qualifications of directors as follows:

1. Being individual person
2. Being 20 years and not being older than 75 years of age at the date that shareholders' meeting or the Board of Directors' Meeting has resolution for appointment
3. Possessing full qualifications and have no prohibited characteristics or characteristic that indicates the lack of suitability to be trusted to manage a company with public shareholders as prescribed by the laws of Public Limited Companies, the Securities and Exchange, the operation of telecommunication business and other relevant laws, as well as the Notification of the Securities and Exchange Commission.
4. Having knowledge, ability, expertise, and experience that are beneficial to the Company. Be responsible person; possess leadership, far-sight vision; and have good attitude toward the Company
5. Being able to perform director's duties with fiduciary and willing to perform assigned duties with full capacity. Can devote his/her time to fully perform duties for the Company. Be able to attend the Board of Directors meeting regularly

6. Having good behaviour and good working record. Be integrity and ethical; and be recognized by the society.
7. Having good physical and mental health. Be mature, emotionally stable, and good listener
8. Being straightforward and able to independently perform duties, raise questions, provide comments, express vision and making judgements with discretion. Be independent to oppose actions of other directors or the management in the event that there is a conflict on a matter affecting the best interests of the Company, its shareholders and stakeholders.
9. Not holding directorship for more than five companies listed on the SET. For an executive director, he/she must not serve in a director position for more than two companies listed on the SET. In this regard, serving director position in other companies must not be a hindrance to performing duties as the Company's directors and must comply with the guidelines prescribed by the SEC and the SET.
10. Not engaging in any business in the same nature and in competition with the business of the Company or its subsidiaries. Not being a partner in a partnership/limited partnership or director with management authority, employee, staff member or advisor who receives salary; or not holding shares exceeding 1% of the total number of shares with voting rights of other company which undertakes business in the same nature and in significant competition with the business of the Company or its subsidiaries., for his/her own benefit or for others' benefit, unless it is notified in a meeting prior to the resolution for appointment.
11. Not having been convicted of violating security and exchange laws, financial institution laws, life insurance laws, general insurance laws, anti-money laundering laws or any other financial law of a similar nature, whether Thai or foreign, by an agency with authority under that certain law. Such wrongful acts include those involved with unfair trading in shares or perpetration of deception, fraud, or corruption.

Independent Director

Independent director is a key mechanism of good corporate governance, looking after the interests of the Company and its minor shareholders by imposing checks and balances on Board decision-making. To ensure independent director's free views from influence of the management, major shareholders or any parties, the Company has clearly defined Independent Directors' qualifications that are in consistent and more intense than those of the Capital Market Supervisory Board and the SET as follows:

1. Holding not more than 0.5% of total voting shares of the Company, its parent company, subsidiaries, associates, major shareholder or controlling person. This also includes shares held by related persons of such independent director.
2. Not being or have been director who is involved in the management, worker, employee, consultant who receives salary, or the controlling person of the Company, its parent company, subsidiaries, associates, major shareholder or controlling person, either at the present time or within two years prior to his/her appointment as an independent director.
3. Not being a person related by blood or legal registration in the manner of being father, mother, spouse, sibling, or child, including spouse of child, other directors, executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiaries
4. Not having or having had a business relationship with the Company, its parent company, subsidiaries, associates, major shareholder or controlling person in a manner that may interfere with his/her independent judgment, and not being a significant shareholder (holding more than 10% of all shares with voting rights of the Company, including shares held by related persons) or controlling person of any person having a business relationship with the Company, its parent company, subsidiaries, associates, major shareholder or controlling person, either at the present time or within two years prior to his/her appointment as an independent director.

The term ‘business relationship’ in the preceding paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services, granting or receiving financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar actions, which result in the applicant or his/her counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the applicant or twenty million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness incurred during the period of one year prior to the date on which the business relationship with the person commences.

5. Not being or having been an auditor of the Company, its parent company, subsidiary, associate, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, associate, major shareholder or controlling person, either at the present time or within two years prior to his/her appointment as an independent director.
6. Not being or having been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding two million baht per year from the Company, its parent company, subsidiaries, associates, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, either at the present time or within two years prior to his/her appointment as an independent director.
7. Not being director appointed as the representative of other directors of the Company, major shareholders, or shareholders related to the Company’s major shareholders
8. Not undertaking any business in the same nature and in competition with the business of the Company or its subsidiaries, or not being a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition with the business of the Company or its subsidiaries. This also includes shares held by related persons of such independent director.
9. Not having any other characteristic that limits ability to independently express opinions regarding the Company’s operations.

Sub-Committees

To ensure an inclusive supervision of all operational aspects under good corporate governance principles, the Board of Directors has appointed sub-committees to help the Board in performing its duties, to consider and scrutinize the operations of specific matters as assigned, to propose opinions to the Board of Directors, including having the authority to consider and make decisions on some important matters as authorized by the Board of Directors. The Sub-Committees consists of the Audit Committee, the Nomination, Remuneration and Corporate Governance Committee, the Executive Committee, and the Risk Management Committee. Details of the sub-committees are shown in the “Management Structure”.

Nomination and Appointment of Directors

Criteria

The Nomination, Compensation and Corporate Governance Committee determined criteria for nomination of director based on the suitability and in accordance with nature of business, strategies, directions to operate business, Good Corporate Governance Policy and Articles of Association of the Company, as well as related

laws and regulations. In nominating qualified person(s) to be Company director/independent director, the Nomination, Compensation and Corporate Governance Committee shall consider the needed skill that the Board may currently be lacking and the diversity of the Board in term of knowledge, expertise, experience and other special competencies which are beneficial to the Company regardless of age, gender, nationality, race, religion, country of origin, tradition and cultural background of directors.

Methodology and Procedures

When director position becomes vacant with term completion for a given director or for reasons other than the expiration of the director's term of office, the Nomination, Compensation and Corporate Governance shall recruit persons having proper qualifications to be nominated as the Company's director/independent director to replace director/independent director retiring by rotation or retiring under other circumstances. In doing so, the following channels will be considered

- An opportunity given to shareholders to nominate directors before each annual general meeting of shareholders under the criteria and terms announced on the SET's website and the Company's website.
- An opportunity given for members of the Nomination, Compensation and Corporate Governance Committee to nominate qualified persons.
- Persons recommended by the Company's director or the Board of Directors
- Qualified persons recommended by professional search firm.
- Director Pool's database of Thai Institute of Directors Association (IOD)

For reappointment of director for another term, the Nomination, Compensation and Corporate Governance shall consider several factors, including his/her past performance, record of meeting attendance, useful comments and suggestions, time dedicated, support and participation in the Board's activities.

In the event that director position becomes vacant with term completion

1. The Nomination, Compensation and Corporate Governance Committee shall propose profiles of qualified candidates to be elected as director/independent director to seek an approval from the Board of Directors
2. The Board of Director shall consider the candidates and shall propose them to shareholders for election at the annual general meeting of shareholders. The election of Company's directors must conform to the Company's Articles of Association and relevant laws and must be transparent and clear; details of which are as follows
 - 1) Each shareholder shall have a number of votes equal to number of shares he/she holds, one share per one vote
 - 2) Each shareholder must exercise all the votes he/she has under 1) to appoint an individual or several persons to be director(s) but shall not split his/her votes among any person or group of persons
 - 3) Person receiving the highest number of votes in descending order shall be appointed as director depending on the requirement of directors set at such time. In the event that a number of persons receive an equal number of votes for the last directorship rendering the number of directors more than which is required, the chairman of the meeting shall have a casting vote.

In the event that director position becomes vacant for other reasons than office term expiration

The Nomination, Compensation and Corporate Governance Committee shall propose profile(s) of qualified candidate(s) to the Board of Directors for appointment as the substitute director at the next Board's meeting. An exception applies if the remaining term of such director is less than two months, in which an approval is needed from the AGM. In such case, the substituted director shall hold office only for the remaining term of office of the director whom he or she replaces. The resolution of the Board of Directors shall be by a vote of not less than three-fourths of the number of the remaining directors.

Term of Office

Office term of the Board of Directors

Director's term of office is in compliance with the Public Company Act and the Company's Articles of Association, which is provided that at every annual general meeting of shareholders, one third of the directors, or if their number is not multiple of three, then the number nearest to one-third must retire from the office. The director who has held office longest shall retire. However, a retiring director is eligible for re-election.

For independent directors, the Company does not specify the term of office for an independent director. This is due to the fact that the Independent Directors have qualifications in accordance with the definition of independent directors as determined by the Capital Market Supervisory Board and are able to provide opinions independently in the Board meeting. Nevertheless, if there is an independent director who has held the position for more than nine (9) years and the Board of Directors approves that such independent director is suitable to hold office for another term, the Board of Directors shall present reasons why the Board propose to the shareholders' meeting to consider and approve the appointment of the said independent director to hold office for another term.

Other than retirement from office by rotation, a director shall vacate office upon

1. death

2. resignation

In the event that a director wants to resign from position, he/she shall submit a resignation letter to the Company not less than 30 days in advance. The resignation shall take effect upon the date on which the resignation letter reaches the Company

3. lack of qualifications as a director or having prohibited characteristics in accordance with the law on public limited companies or having characteristics that indicates a lack of suitability to be trusted with the management of a company with public shareholders, as prescribed in Section 89/3 of the Securities and Exchange Act (No. 4) B.E. 2551

4. resolution of the shareholder's' meeting to dismiss director

5. court order

Office term of the Sub-Committees

Members of the sub-committees may hold their position for as long as they are serving on the Board of Directors. Any member who vacates office at the end of their term may be re-elected.

Other than retirement from office as mentioned above, a member of sub-committee shall vacate office upon

1. death

2. resignation

In the event that a member of sub-committees wants to resign from position, he/she shall submit a resignation letter to the Chairman of the Board not less than 30 days in advance.

3. resolution of the Board of Directors meeting to remove member of the sub-committee

Directorship in Other Companies

The Board of Directors puts great importance to the efficiency of directors' performance. To enable the directors to devote their time to supervising the Company's business fully, the Board of Directors has established a policy regarding directorship at other companies of directors as follows:

1. Director can hold positions in the Company, its subsidiaries, and associated companies.

2. A director can hold directorship at other companies but being a director must not be a hindrance to the duties of the Company's Board and must comply with the guidelines set by the SEC and the SET. In addition,

a director must not operate the same business and competing with the Company's business; or become a partner or a director in other juristic persons that have the same condition and in competition with the business of the Company, whether doing it for his/her own benefit or for the benefit of another person, unless notified to the shareholders meeting before the appointment

3. The Company has stipulated that independent directors and non-executive directors can hold directorship in no more than five other companies listed on the SET; whereas, executive directors can hold directorship no more than two other companies listed on the SET.
4. The Board of Directors has stipulated that the President may hold directorship in other companies if such directorship does not obstruct his duty as the Company's President. Moreover, such entities must not operate business of the same type nor competing to that of the Company. Directorships in other companies must gain approval from the Board

Currently, none of the Company's directors holds positions in other listed companies more than 5 companies.

Meeting of the Board of Directors

The Board of Directors meetings shall be held at least six times a year. Additional meetings can be held as necessary. Directors are required to attend meetings every time, unless being tied up with very important and urgent matters. The Company Secretary is assigned to set up schedule of the Board meetings in advance each year so that the Board can arrange time and attend meeting. The Board of Directors Meeting No. 8/2020 held on November 13, 2020 approved the schedule of Board of Directors' meetings and the sub-committees for the year 2021 in advance, which may change and does not include the case of special meetings, to consider financial statements and follow up the operating results as follows:

No. of Meeting	Board of Directors	Audit Committee	Nomination, Compensation and Corporate Governance Committee	The 2021 AGM
1/2021	Thursday 25 February 2021	Thursday 25 February 2021	Thursday 25 February 2021	Friday 23 April 2021
2/2021	Friday 23 April 2021	Thursday 13 May 2021	Thursday 11 November 2021	
3/2021	Friday 23 April 2021	Monday 9 August 2021	-	
4/2021	Monday 9 August 2021	Thursday 11 November 2021	-	
5/2021	Thursday 11 November 2021	-	-	
6/2021	Friday 3 December 2021	-	-	

In addition, the Company has policy to encourage non-executive directors to convene meeting among them without attendance of executive directors, the management, and executives at least one time a year so as to provide an opportunity for the non-executive directors to discuss matters regarding business operations or other matters as deemed appropriate.

The Company defines criteria and quorum of the Board's meeting as follows:

1. To call for the Board of Directors' meeting, the Chairman or the assigned person sends the meeting invitations specifying date, time, venue, and agenda details to all directors at least seven days ahead. Except for the urgent case to protect the company's interest, notification of the meeting can be given through other means and the meeting can be convened earlier.
2. The Chairman of the Board, the President, Chief Operating Officer, and the Secretary to the Board jointly set a clear agenda before each Board's meeting. All directors can freely propose agenda items for consideration by the Chairman before inclusion in a meeting.
3. The Secretary to the Board must submit meeting documents that can be revealed in a written form without affecting the Company's business operations to the directors at least five days in advance of the meeting date, with exception to urgent matters, to allow directors to have enough time to study before the meeting.
4. To form a quorum in the meeting, at least half of the directors must be present. The Chairman of the Board shall be the chairman of the meeting. In case the Chairman is absent or cannot perform the duty, the Vice Chairman shall be a substituted chairman. If there is no Vice Chairman or Vice Chairman cannot perform duty, other members attending the meeting can select one member to be a substituted chairman of the meeting.
5. Decision of the Board of Directors meeting will be depended on the majority of attending directors. One director has one vote, except director with vested interest in any agenda item must abstain from voting on that item. If the number of votes is equal, the chairman will cast the decisive vote.

During each meeting, the Chairman allocates enough time for discussion of each significant issue and encourages all directors to creatively and freely express ideas with due discretion.

The Company Secretary, and the Secretary to the Board, must attend the meeting and take meeting notes every time. After the meeting, the minutes of the meeting must be generated in writing with complete, correct, and clear details about meeting's resolutions and directors' opinions. The minutes of the meeting must be adopted by the Board in the next meeting and certified correction by signature of the Chairman of the Board. Directors may provide views or request to revise the minutes to make it the most correct. The certified minutes of the meetings, including a copy of meeting notices and meeting documents must be kept systematically and confidentially at the Company Secretary Office, which will be available only for related persons or authorized party.

In 2020, the Company convened nine (9) Board of Directors Meetings and staged one meeting for the independent directors and non-executive director without presence of executive directors and management on December 16, 2020 to review and discuss matters related to business direction, risk management, succession plan development of the President and senior executives, where summaries of issues for consideration and helpful recommendations were provided to the executive directors and senior executives for acknowledgement and further action.

All of the Company's directors devoted sufficient time to attend the Board of Directors meetings and sub-committees meeting and were present at the 2020 Annual General Meeting of Shareholders.

The meeting attendance of each director in 2020 can be summarized as follows:

Name	Number of Meeting Attendance / Number of Total Meetings									
	Total			Non-Executive Directors Meeting ⁽¹⁾	Audit Committee	Nomination, Compensation and Corporate Governance Committee	Executive Committee	Risk Management Committee	AGM	
	Board of Directors	In Person	Via Electronic Device							
Directors										
Mr. Woodtipong Moleechad	9/9	8	1	100.00	1/1	6/6 ⁽²⁾	2/2	-	-	Attended
Mr. Akarat Na Ranong	9/9	8	1	100.00	1/1	6/6	2/2	-	-	Attended
Assoc. Prof. Dr. Sujate Jantarang	9/9	8	1	100.00	1/1	6/6	2/2	-	-	Attended
Mr. Kranphol Asawasuwana	9/9	9	-	100.00	-	-	2/2	8/8	8/8	Attended
Mr. Teerarat Pantarasutra	9/9	9	-	100.00	-	-	2/2	7/8	8/8	Attended
Mr. Afzal Abdul Rahim	7/9 ⁽³⁾	-	7 ⁽⁴⁾	77.78	-	-	-	8/8 ⁽⁴⁾	-	Attended ⁽⁴⁾
Mr. Patrick Corso	7/9 ⁽³⁾	-	7 ⁽⁴⁾	77.78	1/1 ⁽⁴⁾	-	2/2 ⁽⁴⁾	-	-	Attended ⁽⁴⁾
Mr. Loh Chi Kwan, Alex	9/9	9	-	100.00	-	-	-	8/8	8/8	Attended
Executives										
Mr. Pongthep Thanakijuntorn	-	-	-	-	-	-	-	-	8/8	Attended
Mr. Supornchai Chotputtikul	-	-	-	-	-	-	-	-	8/8	Attended

Remark: ⁽¹⁾ Non-Executive Directors Meeting was convened on December 16, 2020.

⁽²⁾ One meeting was convened for the Audit Committee and the external auditors without executives attending the meeting.

⁽³⁾ Mr. Afzal Abdul Rahim and Mr. Patrick Corso did not attend the Board of Directors Meeting No. 1/2020 held on February 26, 2020 and No. 2/2020 held on April 14, 2020. Due to residing in Malaysia and the pandemic COVID-19 situation, both of directors could not attend the Meetings in person. Moreover, the law on electronic meeting at that time did not allow directors staying outside Thailand to be included in the quorum.

⁽⁴⁾ Attended the meetings via Zoom and Microsoft Team.

Performance Evaluation of the Board of Directors and Sub-Committees

Performance evaluation of the Board of Directors

The Board of Directors conducts at least once a year self-assessment. Each director is able to assess his/her performance and provide suggestions freely. The results are key factors for the enhancement of directors' performance and related duties.

Criteria

Performance evaluation of the Board of Directors will be conducted as a whole and individual basis, using assessment form developed by the Company.

Self-assessment of the Board of Directors as a whole covers 5 areas, which are 1) qualification of the Board, 2) meeting of the Board, 3) work process, 4) governance roles, and 5) relationship with the management. Self-assessment of the Board of Directors on an individual basis covers 5 areas, which are 1) competency, 2) independence 3) preparedness 4) duties and responsibilities, and 5) performance of duties according to corporate governance principles

Rating assigns the method of identifying each director's opinion by ticking (/) in the score box, from 0 – 4 only 1 slot in the evaluation form with the following meanings:

- 1 = Absolutely disagree, or no actions taken on that matter
- 2 = Disagree, or few actions taken on that matter
- 3 = Agree, or fair actions taken on that matter
- 4 = Rather agree, or adequate actions taken on that matter
- 5 = Absolutely agree, or excellent actions on that matter

Then all the scores are evaluated by mean of calculation percentage of full score. The criteria of scores are as follows equivalent or over 90% = excellent, equivalent of over 80% = very good, equivalent of over 70% = good, equivalent of over 60% = fair and less than 60% = improvement required

Procedures

The Company Secretary submit assessment form to each director at the end of each year. After each director completes the evaluation form, he/she shall return the evaluation form to the Company Secretary to gather and report evaluation results to the Board in the next meeting in order to set standards to further improve efficiency of the Board of Directors.

Performance evaluation of the Sub-Committees

All sub-committees conduct at least once a year self-assessment. Each member is able to assess his/her performance and provide suggestions freely. The results are key factors for the enhancement of sub-committees' performance and related duties.

Criteria

Performance evaluation of the Sub-Committees will be conducted as a whole and individual basis, using assessment form developed by the Company.

Rating assigns the method of identifying each director's opinion by ticking (/) in the score box, from 0 – 4 only 1 slot in the evaluation form with the following meanings:

- 1 = Absolutely disagree, or no actions taken on that matter
- 2 = Disagree, or few actions taken on that matter
- 3 = Agree, or fair actions taken on that matter
- 4 = Rather agree, or adequate actions taken on that matter
- 5 = Absolutely agree, or excellent actions on that matter

Then all the scores are evaluated by mean of calculation percentage of full score. The criteria of scores are as follows equivalent or over 90% = excellent, equivalent of over 80% = very good, equivalent of over 70% = good, equivalent of over 60% = fair and less than 60% = improvement required

Procedures

The Company Secretary submit assessment form to each member of the Sub-Committees at the end of each year. After each member completes the evaluation form, he/she shall return the evaluation form to the Company Secretary to gather and report evaluation results to the Board in the next meeting in order to set standards to further improve efficiency of the Sub-Committees.

Evaluation results of the Board of Directors and the Sub-Committee for the year 2020

Name	Evaluation Results (%)	
	Group Basis	Individual Basis
Board of Directors	97.41	97.44
Audit Committee	100.00	99.55
Nomination, Compensation and Corporate Governance Committee	97.25	98.00
Executive Committee	99.44	99.11
Risk Management Committee	98.67	99.58

Development and Knowledge Enhancement of Directors and Senior Executives

The Company has policy to promote and support its directors, sub-committees and all executives to have opportunity in developing knowledge and skills that are beneficial to the performance of duties, including having far-sight and up to date vision through a variety of development methods, such as attending seminars, trainings, business visits both in Thailand and abroad, experiment with modern equipment or technology, etc. with expenses absorbed by the Company.

In 2020, directors and senior executives attended training and seminars as follows

Name	Program	Institutions
Associate Professor Dr. Sujate Jantarang	Director Certification Program (DCP 289/2563)	Thai Institute of Directors Association (IOD)
Mr. Kranphol Asawasuwana	The National Defence Course, Class 62/2563	Thailand National Defence College, National Defence Studies Institute
Mr. Loh Chi Kwan, Alex	CFO Refresh (English Program)	The Stock Exchange of Thailand

Participation in Directors' Training Courses Organized by Thai Institute of Directors Association (IOD)

Program \ Directors	Mr. Woodtipong Moleechad	Mr. Akarat Na Ranong	Assoc. Prof. Dr. Sujate Jantarang	Mr. Kranphol Asawasuwana	Mr. Teerarat Pantarasutra	Mr. Afzal Abdul Rahim	Mr. Patrick Corso	Mr. Loh Chi Kwan, Alex
Anti-Corruption for Executive Program (ACEP)	x			x	x			
Audit Committee Program (ACP)		x						
Director Accreditation Program (DAP)		x	x		x			
Director Certification Program (DCP)	x	x	x	x	x			
Director Certification Program Update (DCPU)	x			x				
Ethical Leadership Program (ELP)		x						
Role of Chairman Program (RCP)		x						
Role of Compensation Committee (RCC)		x						
Successful Formulation & Execution of Strategy (SFE)				x				

New Director's Orientation

The Board of Directors arranges the orientation for all newly appointed directors to ensure their understanding of the Company's business operations as well as other related information such as business structure of the group of Company, organizational structure, shareholders structure, laws, rules, Corporate Governance Policy, Code of Business Conduct as well as duties and responsibilities of directors, etc., including providing them director handbook with the company secretary as a coordinator, so that they are well prepared to perform duties efficiently. The President, Chief Operating Officer and executives are required to attend the Directors Orientation as well.

Succession Plan

The Company is aware of the importance of effective management and continuity of business operation which lead to sustainable growth and progression of the organization. The Board of Directors assigns the Nomination, Compensation and Corporate Governance Committee to be responsible for the fulfillment of a vacant position of the President, senior executives, and key positions, either in the case of additional vacancy, business expansion, or vacancy arising from resignation and retirement.

Code of Business Conduct

The Company has established the Code of Business Conduct which has been incorporated to the Corporate Governance Policy for its directors, executives, and employees to use as a guideline for work and operate business with honest and ethics. The Company arranges review of the Code of Business Conduct every year. The Code of Business Conducts covers:

1. Compliance with the Law and Company Regulations
2. Conflict of interests
3. Safeguard of confidential information
4. Treatment of customers

5. Treatment of trading partners
6. Treatment of competitors
7. Treatment of creditors
8. Management of safety, occupational health, and work environment
9. Responsibility for community, social and environment
10. Company personnel
11. Anti-corruption
12. Offering, accepting of gifts or other benefits and entertainments.

Directors, executives, and employees must strictly adhere to the Code of Business Conduct. Negligence or violation against the Code of Business Conduct are subjected to prescribed disciplinary actions or legal punishment, as the case maybe. In the event that actions are found that may against the Code of Business Conduct, employees must report to superior authority or report through the whistleblowing channels provided by the Company. The Company's Code of Business Conduct is disclosed on the Company's website (www.symphony.net.th) under "Sustainability Development".

Monitoring the Use of Internal Information

The Company attaches significance to preventing the misuse of internal information that has not yet been disclosed to the public or confidential information that could have any impact on the Company's share price for one's own benefit or others. In the operating the Company's business, the Board of Directors, executives, employees, and other involved parties must consider and deal with information that could reasonably be expected to affect the value of the Company's share or material information that has not yet been disclosed to the public. Consequently, it is imperative that the internal information be appropriately managed and handled to prevent any leaks of information that might be misused to take unfair advantage of other persons, which might constitute breaches of laws and cause damage to the Company's reputation.

In 2019, the Board of Directors approved the establishment of Safeguarding and Use of Internal Information Policy and Insider Trading Policy in writing to ensure fair and equitable treatment of all shareholders and assuring them that relevant directors, executives, employees and external parties who know or possess the Company's inside information are prohibited from undertaking dishonest stock transactions for their own benefit or the benefit of others. Details are as follows:

1. Use of inside information

Directors, executives, employees, and other parties, who have or possess inside information of the Company must not use the Company's inside information that has not yet been disclosed to the public or confidential information that could have any impact on the Company's share price for their own benefit or benefit of others. and must strictly comply with the policy on the safeguarding and use of inside information. Moreover, the Company prohibits employees involved with the preparation of financial statements from disclosing information to outsiders from the closing date of the financial statements to the public disclosure of the information.

2. Holding of the Company's securities

Directors, executives, and employees may invest in the Company's securities. However, to prevent conflicts of interest, those persons (as well as their spouses or cohabitation partner, and minor children) are prohibited from trading the Company's securities one month prior to the public disclosure of quarterly and annual financial statements and until 72 hours after the disclosure of the information.

In this regard, the Company Secretary Department shall notify the blackout period to directors, executives, and employees via email.

3. Report on holding of the Company's securities

Directors and executives as defined by SEC are required to report any changes in holding of the Company's securities, resulting from purchase, sale, transfer or acceptance of transfer of securities, of their own and their related persons (spouses or cohabitation partner, and minor children) through the SEC's website in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 within three (3) working days from the date of changes; and submit a copy of the said report to the Company Secretary Department in order to keep record. The Company Secretary shall gather and present report of holding of the Company's shares of directors, executives, and their related persons to the Board every quarter. The number of shares held by directors and executives both directly and indirectly as of the beginning and end of the year as well as those traded during the year shall be reported in the Annual Report.

In case of violation against the policy on the safeguarding and use of inside information, directors, executives, and employees will be considered guilty and is subject to the legal punishment.

In 2020, the Company did not receive any complaint about misuse of inside information nor conflicts of interest committed by any directors or executives.

Monitoring Conflicts of Interest

It is the Company's policy to conduct business with honesty, open-mindedness, transparency, and fairness. The Company's directors, executives, and employees must not engage in any business in competition with the Company or undertake any connected transaction related to themselves or persons/juristic persons, which could pose any conflict of interest to the Company. and not seek benefits from the information or anything acquiring from their duties and responsibilities for personal interest or for competition with the business of the Company's business.

The Board of Directors has duty to strictly oversee the compliance with the criteria, methods, and the disclosure of related transactions according the requirements stipulated by law and the governing agencies. If a connected transaction is unavoidable, however, such transaction must follow the general business provisions as specified and approved by the Board, based on transparency and fairness in the same way as ordinary transactions undertaken with outsiders, taking into account the best interests of the Company. Any party involved in a conflict of interest transaction must not take part in the consideration of such transaction. If connected transactions that breach the approved general business provisions could pose any conflict of interest, the Audit Committee will examine such transactions and include its opinions to the Board or shareholders for approval. The policy on entering into connected transaction and transaction may lead to conflict of interest is in the "Connected Transaction"

In addition, in order to prevent any transactions that may lead to conflicts of interest and to comply with related regulations and notifications, the Company's directors and executives have duty to prepare and file report of their vested interests or interests of their related persons that are related to management of the Company and its subsidiary, stating information on directorship or executive position in other juristic persons of themselves and their related persons within 30 days after fholding offices, and must file a report every time if there are changes in their vested interests so that the Board of Directors has correct information for consideration and approval for the Company to enter into any transactions. In this regard, the Company Secretary shall keep such reports and deliver a copy of such reports to the Chairman of the Board and Chairman of the Audit Committee within seven days upon the receipt of the report.

Regulatory and Legal Compliance

The Company gives importance on legal and regulatory compliance, which is one of the important mechanisms to help every process and procedure of the Company's business operate correctly, and enable the Company to be able to implement the strategic plan and achieve goals.

The Company has arranged its organizational structure to facilitates regulatory compliance supervision, assigning the Company Secretary Department to be responsible for overseeing the Company, as a listed company on the Stock Exchange of Thailand, to conform to the laws of the Securities and Exchange regulations, the laws of Public Limited Companies, as well as regulations and notifications of the SEC, the SET and other related regulatory authorities.

In addition, the Company assigns the Legal Department to monitor day-to-day performance of each operational unit within the Company to be in compliance with laws, rules, regulations, obligations, announcements and orders of the government agencies and other authorities involved with the Company's business, provide consultancy and organize training related to compliance to laws and regulations to executives and employees, and act as center for consolidation of laws, regulations of related authorities.

Details of the Head of Legal Department who acts as supervisor of legal compliance are as follows:

Ms. Wannika Maithi

Age 36 year

Position in the Company : Senior Legal Manager

Date of Appointment : 15 June 2020

Education

- Master's Degree in Laws, Intellectual Property and Digital Economy, University of Glasgow, Scotland
- Master's Degree in Laws, Private and Business Law, Chulalongkorn University
- Bachelor's Degree in Law, Mae Fah Luang University

Trainings/Seminars

- Personal Data Protection Act 2019: Process and Attachment, Class 11, Kasetsart University
- CopyrightX, HarvardX
- Digital Law and Security for Thailand 4.0, Electronic Transactions Development Agency (ETDA)

Work Experience

- Senior Legal Officer Specialist, Thai Beverage Public Company Limited
- Legal Manager, GMM Grammy Public Company Limited

Oversight of Subsidiary and Associated Company

The Board of Director oversees management and operations of the Company's subsidiary and associated company to maintain its investment benefits via the following procedures:

1. Assigning directors, executives, or employees to be the Company's representatives to serve as directors, executives or controlling persons in subsidiary and associated company proportionately to the Company's shareholding in such subsidiary and associated company for or the benefit of supervision of operations of subsidiary and associated company. The appointment of the Company's representatives to take position in the subsidiary and associated company must be approved by the Board of Directors.

2. Determining that directors or executives who are appointed as the Company's representatives shall report business operating results or information of significant changes in subsidiary and associated company to the Board of Directors' Meeting every quarter. In addition, in the event that subsidiary or associated company requests approval for significant matters, such as acquisition or disposition of assets, investment, increase or decrease of capital, etc., these matters must be presented to the Company's Board of Directors for approval before casting vote or exercising any procedures.
3. Determining that directors or executives being appointed as directors or executives of subsidiary or associated company must ensure that subsidiary or associated company has regulations on connected transactions, acquisition or disposition of assets, or other significant transactions in a correct and complete manner, and has criteria of entering into such transactions and disclosure of information similar to the criteria of the Company.
4. Supervising its subsidiary and associated company to have appropriate and sufficient internal control system; arrange accounting and financial reports that are correct in accordance with related laws and generally accepted accounting standards and can be gathered for preparation of consolidated financial statements within specified period.
5. Encouraging its subsidiary and associated company to apply the Corporate Governance Policy, the Code of Business Conduct, and the Anti-Corruption Policy of the Company for implementation.

Adaptation of Corporate Governance Code for Listed Companies 2017

The Board of Directors is committed to perform duties based on good principles of corporate governance in order to ensure that the Company's business is operated with transparency, efficiency and responsibility to all groups of stakeholders. The Board of Directors considered to apply the Corporate Governance Code 2017 (CG Code) issued by the SEC with the Company's business operations.

However, in 2020, there are certain matters that the company is still not able perform completely. However, they are in the process of considering, studying and preparing for further adaptation. The details are as follows:

1. Determination of tenure of independent director to be not more than 9 years

One of the company's independent director's tenure is over 9 years continuously, the Board considered that the independent director is qualified, able to give opinion independently in accordance with relevant regulations including being a director who brings experience, knowledge and expertise to provide suggestions useful in determining the company's business operations.

2. Quorum of the Board meeting at the time of voting to be at least two-thirds of the total number of directors

Quorum of the Board meeting of the Company is not less than half of the total number of directors as per the Company's Article of Association. The Company has not yet set up a policy of two-thirds of the total number of the directors for the quorum of the board meeting at the time of voting.

For the year 2020, the Company did not have any case of fraud or in violation of Code of Business Conduct in any way and there is no case that the non-executive director resigns due to the issue of corporate governance of the company either. In addition, there is no case about the negative reputation of the company due to failures in the supervision of the Board of Directors

Internal Control

The Company realizes the importance of internal control system at an operational level to ensure that the Company has efficient operation at the acceptable level of risks and suitable for working environment. Therefore, the Company has established an Internal Audit Division as a part of the Audit Committee's accountability to consistently monitor internal control in order to improve internal control measures appropriate to the changing situation, environment and risks. The Company evaluate the internal control system at least once a year to be in line with the standards of COSO (The Committee of Sponsoring Organizations of the Treadway Commission), comprising of 5 key components, details are as follows:

1) Control Environment

The Board of Directors and the management has guidelines for all staff to practice on the honesty and business ethics, with reference to the Company's Code of Conduct to encourage clarity in terms of operational standards expected of the Company. These standards are also used as guidelines in operations for ultimate benefits of shareholders and stakeholders.

The Company set up the organizational structure with a clear separation of key roles to enable cross checking, with the Internal Audit Department directly report to the Audit Committee

2) Risk Assessment

The Company has continuously considered both external and internal risk factors, while setting a risk mitigation approach to control risks, potentially occurring in the future. The Company set up the Risk Management Committee with a defined scope of responsibility in formulating and monitoring the risk management plan and reports it to the Audit Committee for consideration before proposing it to the Board of Directors.

3) Control Activities

The Company has clearly prescribed the policies and procedures, including the scope of duties and the financial limit of approval for each level of the management. Also, the control activities are executed both manual control and automated control.

The Company has control over the company's information access by setting policy on the access control of information systems in each system to prevent access or editing the information from non-relevant persons, including developing an emergency plan to handle the serious incident affect the company's information system.

4) Information and Communications

The Company has a proper data management system, efficient and updated data to support decision making by the management. It also has a data storage system that is organized and verifiable.

The Company maintains internal communication channels through the Company's intranet, social media application, email, and Town hall meeting

The Company has channels for reporting internal and external suspicious cases of misconduct or fraud via email address ac@symphony.net.th or the Company's website. The Company will ensure fairness and protect the whistle blowers under the whistle blower protection policy. The information will be treated confidentially.

5) Monitoring Activities

The management has held regular meetings to evaluate the company's performance, review and update the objectives and policies to align with the current situation by considering the causes and improvement measures. The auditing is also performed by Internal Audit Department before reporting to the Audit Committee and the Board of Directors.

The Board of Directors Opinion on Internal Control

At the Board of Directors' meeting no.1/2021, held on February 25, 2021 in which all members of the Audit Committee attended, the Board of Directors considered the internal control sufficiency evaluation form of the Company with reference information from an audit report on the adequacy of the Company's internal controls prepared by Internal Audit Department. The Board of Directors has an opinion that the Company's internal control system is adequate, appropriate and reflects the questions set out in the Securities and Exchange Commission (SEC) questionnaire on the adequacy of internal controls. The Board of Director's analysis of the Company's internal control included 5 key components following the COSO framework.

Head of Internal Audit

Ms. Thanita Kititaveesatian has been appointed as the Head of Internal Audit Department of the Company. The Audit Committee found that Ms. Thanita Kititaveesatian is suitable for the designated function, considering her experience in internal audit more than 15 years and her understanding of the Company's activities and operations. An appointment, transfer, or dismissal of the head of internal audit requires an approval from the Audit Committee.

Details of Head of Internal Audit are as follows:

Ms. Thanita Kititaveesatian

Age 43 years

Position in the Company : Assistant Vice President

Date of Appointment : 10 April 2020

Duties and responsibilities

- Evaluate the risks and internal control sufficiency
- Develop an annual audit plan to propose to the Audit Committee
- Develop audit programs to perform audit fieldwork
- Present the Internal Audit Report to the Audit Committee

Education / Training

- Bachelor of Accountancy, Bangkok University
- PDPA for Internal Audit, Class 2, Kasetsart University
- Risk Management, Class 16, Chulalongkorn University
- IT Audit, Class 2/2018, Federation of Accounting Professions
- Corporate Governance Audit, Federation of Accounting Professions
- Advanced Risk Management, Federation of Accounting Professions
- COSO 2013 Internal Control Integrated Framework, Class 6, NIDA
- Fraud Audit, Federation of Accounting Professions
- Internal Control Evaluation by using COSO-ERM Framework, Federation of Accounting Professions

Work experiences

- 2020 – Present Assistant Vice President, Internal Audit Department, Symphony Communication Public Company Limited
- 2017 – 2020 Manager, Internal Audit Department, WHA Corporation Public Company Limited
- 2016 – 2017 Manager, Internal Audit Department, WICE Logistics Public Company Limited
- 2005 – 2016 Assistant Manager, Internal Audit Department, UTAC Thai Limited
- 2004 – 2005 Sr. Accountant, Thai Fiber Optics Company Limited
- 2001 – 2004 Audit Assistant, KPMG Phoomchai Audit Limited

Auditors and Auditor's Remuneration

Appointment of External Auditor

The shareholders' meeting appoints the Company's external auditors and determines auditors' compensation every year. The Audit Committee shall select auditors and consider audit fee, then presents to the Board of Directors for endorsement and propose the shareholders' meeting for approval.

The Company has a policy to select auditors by allowing leading audit firms, which provide professional services in international level, to submit proposals to the Audit Committee for consideration; and to rotate auditor to be in compliance with the Notification of the Capital Market Supervisory Board.

The selected audit firm and its auditors must possess qualifications required by the SEC Office, have no relationship and interests with the Company, executives, major shareholders, controlling persons or persons related to those persons.

The 2020 Annual General Meeting of Shareholders held on July 31, 2020 resolved to approve the Certified Public Accounts of KPMG Phoomchai Audit Limited namely, Mr. Ekkasit Chuthamsatid, Certified Public Accountant Registration No. 4195, Ms. Marisa Tharathornbunpakul, Certified Public Accountant Registration No. 5752, and Mr. Banthit Tangpakorn, Certified Public Accountant Registration No. 8509 as the Company's auditors for the fiscal year 2020, of which one auditor has authorization to review and audit the Company's financial statements and sign the audit report. In case that any auditor cannot perform duty, the other auditor shall perform

Auditor's Remuneration

1. Audit Fee

The 2020 Annual General Meeting of Shareholders held on July 31, 2020 resolved to approve the audit fee for the fiscal year 2020 totaling in the amount of not exceeding Baht 1,850,000, excluding out-of-pocket expenses, such as travel expenses, etc. at the actual amount).

For the fiscal year 2020, the Company paid audit fee for the Company's quarterly and annual financial statements as follows:

- Auditors amounting to Baht 0
- KPMG Phoomchai Audit Limited amounting to Baht 1,850,000

2. Non-Audit Fee

For the fiscal year 2020, the Company paid Baht 190,000 to KPMG Phoomchai Audit Limited for fee for additional reports.

In addition, the Company paid out-of-pocket expenses, i.e. cost of preparing financial Statement report, travel expenses to KPMG Phoomchai Audit Limited totaling in the amount of Baht 28,035.

The background is a solid orange color. In the top-left and bottom-right corners, there are decorative white lines that resemble circuit traces or a stylized map of a coastline. These lines have small white dots at various points, suggesting connection points or nodes.

“Corporate Social Responsibility and Sustainable Development”

Corporate Social Responsibility and Sustainable Development

Symphony Communication Public Company Limited, as a telecommunications service provider in Thailand, realizes its duty and social responsibility, which is not only delivering services that meet today customers' demand efficiently and cover all areas to support advancement of digital society, but also operating its business with consideration of impact on society and environment. The Company believes that the business can grow sustainably, if it is operated with integrity, honesty, transparency, accountability, and responsibility for society and all stakeholders. Hence, the Company give the importance to social responsibility in parallel with operation of its core business, aiming to drive growth of the Company's operating performance, while giving heed to all stakeholders equally and fairly, being aware and careful of impacts that may arise on stakeholders and environment in every process of operation, including promoting activities that benefit the community and society.

The Company has adopted the Social Responsibility Guidelines of the Stock Exchange of Thailand (8 Principles) and the sustainable development philosophy in the areas of economy, society and environment to define framework for management and operations to develop the organization to attain the sustainability with economic, social and environmental balance as follows:

- Balance business operations in aspect of economy, society and environment under good corporate governance framework.
- Operate business with integrity, fairness, equality, while strictly respecting property rights, related laws, rules and regulations, as well as good corporate governance principles and code of business conduct.
- Conduct businesses with neutrality, take no side of a political party or a political group.
- Oppose and say "NO" to all forms of corruption
- Strengthen competency and improve quality of work life to employees by emphasizing on the safety and occupational health in workplace and treating every employee fairly based on human rights, dignity, and equality.
- Adhere to the promise of delivering quality and excellent services with reasonable prices, concerning on customers' health and satisfaction.
- Conduct environmental-friendly business.
- Build good relationship with community and engage in community and social development.
- Promote business and social innovations to increase operating efficiency.

Operating Performance on Corporate Social Responsibility and Sustainable Development

In 2020, the Company pursued social responsibility activities, both activities related to normal business operations (CSR In Process) and activities for benefits to society and environment (CSR After Process) to develop the organization towards sustainability as follows:

Anti-Corruption

The Company is committed to running its business with honesty, transparency, accountability and in accordance with good corporate governance. The Company considers that corruption is illegal and impairs credibility of business operations. Consequently, the Company has policy to oppose all forms of corruption, either directly and indirectly, covering all operations, transactions and operating units relating to the Company so as not to create damages to the Company and society.

The Company has formulated the Anti-Corruption Policy and has also drawn up practical guidelines relating to anti-corruption matters, such as practical guidelines on giving and receiving of gifts and reception provision, and practical guideline on charitable donation and sponsorship in writing in its Code of Business Conduct, approved by the Board of Directors, serving as a clear guideline to conduct business, covering all business activities and all related units. Directors, executives, and employees shall not commit or accept any form of corruption either directly or indirectly in order to develop continuous and sustainable growth of the Company. The said Anti-Corruption Policy and the practical guidelines relating to anti-corruption matters have been annually reviewed to improve its development to keep pace with the changing circumstances. In 2020, the Board of Directors Meeting No. 1/2020 held on February 26, 2020 approved the amendment to the Anti-Corruption Policy and its practical guidelines, endorsed by the Nomination, Compensation and Corporate Governance Committee, to make it up-to-date and cover all business activities.

The Company communicates the Anti-Corruption Policy and the related practical guidelines through various communication channels such as the Company's website (www.symphony.net.th), social intranet, board exhibition, new employees' orientation, etc. so that employees and stakeholders can access, acknowledge and adhere to. To demonstrate the Company's commitment in countering corruption, as a listed company, it is our responsibility to foster confidence among shareholders, investors, and stakeholders, the Company co-signed a declaration of the Private Sector Collective Action Coalition against Corruption (CAC), jointly initiated by the Thai Institute of Directors (IOD), Thai Chamber of Commerce, Joint Foreign Chambers of Commerce, Thai Listed Companies Association, Thai Bankers' Association, and Federation of the Thai Capital Market Organizations and Federation of Thai Industries. The project's major objective is to raise anti-corruption awareness.

The Company prepared and completed the anti-corruption self-assessment to be certified as a membership of the CAC which was approved by the Board of Director Meeting No. 5/2020 held on June 17, 2020 and submitted to the CAC Committee in July 2020. In this regard, the Company has been certified as membership of CAC on September 30, 2020. This certification will be valid for a period of 3 years. This certification proved its commitment to transparently operate its businesses through continual improvement of its work processes, which promote good image and boost confidence among the stakeholders

In 2020, no fraudulent or corruption action was found and there was no director or executive resigning or being dismissed due to fraudulent or corruption issues.

Operations for Sustainability in Economic Aspect

The Company sets goals for sustainable growth by expanding and developing networks and services to be efficient, covering high-potential business areas of the country along with efficient cost management focusing

on the management of the financial ratios and expenses of the Company to match the revenue and business plan as well as the study and determination of proper financial instruments to support the investment according to strategy and business plan effectively and continually in order to generate revenue and continuous profit growth so that the returns can be distributed to all stakeholders, including preparing auditable and transparent financial statement to build their confidence and giving importance to financial discipline and financial risk management.

Operations for Sustainability in Social Aspect

The Company places importance on all inside and outside stakeholders and sets clear practices focusing on engagement of all stakeholders and responsibilities to all stakeholders, respect for the diversity and human rights, fair treatment to employees, provision of occupational health and safety and development of knowledge and skills to drive the Company for quality and sustainable growth.

1. Respect for Human Rights

Symphony Communication Public Company Limited realizes and concerns for human rights as fundamental rights of human and recognizes that human rights are an important foundation of peaceful living of people and vital in developing human resources quality. Human rights are also the important factor to add value and create efficiency to the Company with equitable treatment, equality promoting, respective in personal political rights according to the democracy and against child labor, sexual discrimination, and harassment by the practices as follow

The Company's actions concerning human rights are summarized below:

- Ensure fair, equitable and nondiscriminatory treatment of employees and stakeholders regardless of their gender, age, nationality, religion, and social status. Employees' constitutional rights and basic freedom are also honored.
- protect basic rights at work for the employees
- Promote employees' rights to expression and engagement.
- Protect access to information, confidential information, and individual privacy of employees and relevant stakeholders
- Put in place measure to protect employees informing about violation to the human rights or unequal treatment to the employees.

2. Human Resource Management

Employees are the heart of the Company and a key engine towards sustainable business growth. It consequently assures them of equitable and fair treatment. Employees are also encouraged to uphold the Company's norms, values, regulations, as well as legal and regulatory requirements, to unite their forces in leading the organization to become the leading telecommunications service provider in Thailand.

2.1 Fair Treatment to Employees

The Company places great importance on human dignity and fundamental rights of human as a principle of treatment to employees and stakeholders. The Company realizes that employee welfare and safety are foundations of organization sustainability. Equitable treatment and respect will establish good conscious and cooperation in the workplace which will build up creative thinking on work and improve of services given to customers including stakeholders. The Company executes fair Treatment to employees as follows:

- Formulate the Company's rules and regulations in accordance with legal requirements, setting them as guidelines for employees. Regularly monitor legal amendments and update the Company's rules and regulations accordingly.
- Say No to child labor, illegal labor and forced labor
- Strictly comply with labor and relevant regulations
- Provide appropriate sanitation and safety work system in the workplace such as pollution prevention system, cleanworkplace to avoid accident and diseases.
- Provide fair employment conditions and appropriate remuneration according to various factors

like competency, academic degrees, experience, economic conditions, and the Company's status.

- impose standardized evaluation system, in considering rewards for employees with outstanding ability and performance based on the indicators set in advance by the employees and their supervisors.
- Clearly set the criteria for appointments, transfers, disciplinary actions and punishment and inform employees of the criteria
- Provide suitable and sufficient welfare for employees, i.e. annual leave, medical care, annual health check-up, etc.
- Provide appropriate complaint procedure for employee in case of unfair treatment and protection for complainants.
- Educate employees to enhance their skills by training classes and on-the-job training regularly.
- Provide rewards and compliments to high performance employees
- Inform significant information to employees to acknowledge about the performance, status and future plan of the Company via various channels such as e-mail, LINE message, Town Hall Meeting, etc.
- Encourage employees to have a balance in both work and personal life through various activities that is beneficial to employees, such as activity for relaxing massage for employees by visually impaired masseurs
- Organize activities that promote employees' relationship in all functions, i.e. Company's outing, new year party, making merit, activities on special occasions, i.e. Halloween, including a relaxing massage for employees by the visually impaired masseurs.



2.2 Wage, Salary and Benefit Management

The Company has implemented remuneration policy of employees in short term and long term, considering their competency, experience, educational degree and performance, including the Company's performance, by applying Balanced Scorecard and Key Performance Index (KPIs) Thus, employees of any gender or age receive fair and proper salaries. Moreover, the Company's salary structure is appropriate and comparable to other businesses in the same category.

In addition to monthly salary, annual bonus and provident fund, the Company provides other benefits to the employees, such as group health insurance, life and accident insurance, travel allowance in case of business trip, funeral allowance and wreath in case of decease of employee's family member, loans at lower interest rates from participating banks, compensation on retirement, etc.

For the employees' welfare, the Company has arranged for an annual health check-up according to age group and gender by allowing professional physicians from leading hospitals to provide services at the office, including doctors to give advice when employees have questions about health as well as organizing training to educate employees in regard to health treatment and prevention of various diseases.

3. Employee Development

In today's business environment, employees are the heart of the Company and a key engine to drive the Company towards sustainable growth. Therefore, the Company supports every aspect of its employees' development so that they have the capability to innovate and are ready to respond to rapid changes effectively. The Company has emphasized on continuous development of employees in all positions to enhance their knowledge and capability in performing duties to meet the Company's goals and strategies and to support the Company's future growth. The company will set guidelines for employee development in the form of appropriate training as well as encourage employees to participate in training according to their needs in order to enhance their knowledge and ability.

In 2020, employee capabilities were enhanced through in-house and external training courses, covering 184 employees, representing 47% of total employees.

Patterns of employee development consist of:

1. In-house Training to broaden employees' perspectives, capacity and knowledge, aligned with the organizational goals and market competition.
2. External Training to develop competency in target areas. Employees were assigned to attend seminars and training programs organized by external organizations as well as to participate in domestic and overseas field trips.
3. On the Job Training to improve employees' skills and work efficiency. Hands-on experiences will facilitate quick learning and understanding in work processes

Training Courses in 2020

Type	Course	Training Hours	No. of Attendees	No. of Female Attendees	No. of Male Attendees
In-House	Operation Maintenance DWDM Nokia	6	11	8	3
	IgniteNet WiFi Internet Access	6	10	7	3
	Aruba Training Hand On - Access point, Switch	6	24	3	21
	Communication for Customer Service)	12	23	10	13
	OptiX OSN 9800 Operation and Maintenance	18	21	14	7
External	PEA License	12	9	-	9
	PDPA Procedures and Practices	12	2	1	1
	PDPA for IT	12	1	-	1
	PDPA for Internal Audit	12	1	1	-
	Anzen Leader Training	12	1	-	1
	PDPA for HR	12	1	1	-
	Big Data & Cloud Computing 2020	12	5	2	3
	IT Compliance	18	1	-	1
	AI & IOT Summit 2020	12	3	-	3
	Certified Cloud Security Professional (CCSP)	39	1	-	1
	Vmware vSphere : Install, Config ,manage [V7]	30	1	-	1
	Smart City & Data Center : Concept, Design, Management and Case Studies	18	3	-	3
	Cyber Defense Initiative Conference 2020	12	1	-	1
	Privacy & Security Summit 2020	12	3	1	2
	Preparation of financial statements correctly and in compliance with accounting and tax principles	6	2	2	-

4. Safety, Occupational Health and work Environment Management

Safeguarding all employees' safety, occupational health and favorable work environment has been the Company's emphasis. Preventive measures are highlighted to achieve the ultimate goal - "zero accident": all employees completed their tasks without accident or damage to their life, property and family as well as the organization.

To use as guideline for and to achieve "zero accident", the Company laid down policy and practical guidelines on safety, occupational health and work environment in writing incorporated into the Code of Business Conduct.

Supervision of safety, occupational health and work environment management

The safety, occupational health and work environment management is under the supervision of the Company's Safety, Occupational Health and Work Environment Committee, chaired by the senior executives or representatives authorized by the Company. The committee ensures efficient and effective implementation; as well as shorter, faster and more concise work procedure which is crucial in tackling safety-related issues. Moreover, there is a unit directly responsible for the matter and security officers to inspect, monitor and report compliance with safety rules for all tasks

Operations of Safety, Occupational Health and work Environment

1. Work environment management

The Company provides clean and suitable workplace environment according to safety and occupational health standards as well as working system that focuses on safety and sanitation appropriately.

2. Safety Training

Work safety requires knowledge, understanding and awareness in risks and consequences as well as compliance with the prescribed safety and occupational health measures.

The Company has continued promoting employees' knowledge and understanding in safety through trainings on occupational health and safety concerning general knowledge and knowledge on work-related danger, dangerous jobs or dangerous situations, so that all carried out their tasks safely and better than the requirements

In 2020, the Company provided trainings on health and safety at work for executives and employees as follows:

Type	Course	Training Hours	No. of Attendees (Person)
In-House	Basic Fire Fighting	6	28
	Occupational Health, Safety and Environment	6	15
External	Safety officer at Supervisor Level	12	8
	Safety Officer at Management Level	12	9

Various activities and programs, such as fire drills and evacuation, basic first aid, operation on electric pole were also organized. to promote safety in the workplace and reduce potential losses.

- Basic Fire Fighting



- Operation on Electric Pole



- Basic First Aid



Furthermore, the Company organized health promotion activities for employees, to educate them mainly about health tips and physical fitness improvement. The goal is to keep them ready for work and reduce health risks. The Company also promoted operations on safety, occupational health and good working environment during the COVID-19 outbreak to reduce risks and prevent COVID-19 infection in the offices or workplaces, such as providing mask and sanitizing alcohol to employees, spraying kill bacteria and viruses in the office and allowing employees to choose to work from home.



Statistics of Accident, Absence, and Illness Rate from Work

The company continues keeping statistics of accidents and injuries from work in order to analyze and improve safety standards of employees with details as follows:

No.	Health and work Safety Results	Year	
		2020	2019
1.	Number of employees as of December 31 (Person)	392	404
2.	Number of Man-Hour (Hour)	780,512	786,712
3.	Number of sickness case from work-related (Case)	0	0
4.	Number of injury case from work-related (Case)	0	0
5.	Number of fatalities from work-related (Person)	0	0
6.	Injury rate from work-related (Injury case /200,000 Man-Hours)	0	0
7.	Sickness rate from work-related (Injury case /200,000 Man-Hours)	0	0
8.	Fatality rate from work-related (Injury case /200,000 Man-Hours)	0	0
9.	Lost day rate (Days / 200,000 Man-Hours)	0	0
10.	Absentee rate (Days / Total days scheduled to be worked by the workforce)	0	0

Remark:

1. Injury: The number of injuries from work-related with at least one day's abstention from work which the data does not include accidents categorized at the first-aid level.
2. Lost Day: Time ("days") that an employee could not be worked (and is thus 'lost') because of injury or sickness from work-related. Record begins the next day.
3. Absentee: Time ("days") that an employee absents from work because of incapacity of any kind, not just as the result of work-related injury or disease. Permitted leave absences and compassionate leave are excluded.

5. Customer's Satisfaction

The Company recognizes the important of creating satisfaction and confidence to the quality of the Company's products and services for customers who are key stakeholder that will help supporting the Company's business to grow continuously and sustainably. The Company, therefore, is committed to meet customers' need and expectation by offering best network and service with efficiency and internationally-accredited standard above Premium level at reasonable price, prioritizing on professional services with expertise, punctually and promptness delivery, provision of service information with accuracy and adequacy without distortion, security of customer's personal information as well as unique services that satisfy every customer's needs so that customers can feel the touch of "Excellent Experience".

Operations for Sustainability in Environmental Aspect

Environmental sustainability is the key element of the Company's operations. The Company realizes that business operations can cause impact on the environment, it is therefore committed to conduct its business based on environmental responsibilities in every work process, stipulating that the Company must operate business under environmental laws or regulations strictly to prevent and reduce impact on society and the environment may occur from the Company's business operations. Furthermore, the Company promotes and cultivates sense of social and environmental into employees through activities to raise awareness of the importance of efficient utilization of natural resources, proper energy consumption, preservation of environment and reduction of resource utilization which have impact on environment, such as plastic bags, as well as not doing or not encouraging any action that is detrimental to natural resources and working environment.

Activities to Develop and Support Community, Society and Environment (CSR After Process)

The Company believes that business will grow sustainably only when the operations of that business are recognized, accepted and trusted by communities and society that are directly and indirectly related to the business. In addition to conducting business with social responsibility by complying with laws, regulations and quality standard related to the business to ensure that business operations and activities of the Company shall not create any impacts on the community and society, the Company aims to take part in developing, supporting and rewarding communities and society through various forms, such as volunteer activities, charitable donation, money support, etc.

In 2020, the Company pursued activities for rewarding community, society and environment as follows:

Donation of Personal Protective Equipment (PPE) to Nopparat Rajathani Hospital

Symphony Communication Public Company Limited, led by Mr. Teerarat Pantarasutra, President, donated 50 sets of Personal Protective Equipment (PPE) including 120 sets of banana chip to Nopparat Rajathane Hospital whereof Ms. Rochana Chaisena, a special professional nurse was the representative receiver. This aimed to support work of medical personnel who work hard to cure patients from the outbreak of COVID-19.



Connected Transactions

For the year ended 31 December 2020, Symphony Communication Public Company Limited and its subsidiary entered into the connected transactions of which the auditors disclosed in the notes to the audited financial statements and reviewed by the Audit Committee. The Audit Committee was of view that management conducted such transactions for the benefit of the Company at an arm's length basis with general trading conditions and reasonable price that compared with the general market price in such industry. Details of related transactions for the year 2020 were as follows:

1. Material Connected Transactions

The Company and its subsidiary undertook following material transactions with related parties that might have arisen to a potential conflict of interest in 2020. The details thereof can be summarized as follows:

Name of Related Parties	Relationship	Nature of Transaction	Value of Transactions Year 2019 (Million Baht)		Value of Transactions Year 2020 (Million Baht)		Rationales and Necessity	Opinions of the Audit Committee
			Consolidated	Company	Consolidated	Company		
1. AIMS Data Centre (Thailand) Limited	Associated Company with common shareholders	The Company provides lease line service, sells assets, and provides long-term loan to the associate. The associate provides co-location service to the company.	-	-	0.03	0.03	The company charge lease line income at the same rates as other providers, interest income and other income at the contract rates and pays lease line expense at the same rate as other parties.	The Audit Committee was of the opinion that such transactions were reasonable and determined at market prices with proper terms and conditions as generally practiced in the market.
		Sales of goods, services, and others	-	-	0.84	0.84		
		1. Service income	-	-	3.58	3.58		
		2. Interest income	-	-	0.69	0.69		
		3. Other income	-	-				
		4. Trade and other receivables	-	-				
		Long-term loan	-	-	83.30	83.30		
		1. Loan to associate	-	-				
		Purchase of goods,	-	-	(2.28)	(2.28)		
		1. Rental and other service expenses	-	-				
		2. Trade and other payables	-	-	(2.73)	(2.73)		

2. Transactions with Related Parties Undertaken in the Ordinary Course of Business

For the year 2020, the Company and its subsidiary undertook the following trade transactions with related parties who might have given rise to a potential conflict of interest. Details thereof can be summarized as follows:

Name of Related Parties	Relationship	Nature of Transaction	Value of Transactions Year 2019 (Million Baht)		Value of Transactions Year 2020 (Million Baht)		Rationales and Necessity
			Consolidated	Company	Consolidated	Company	
1. TIME dotCom International Sdn Bhd	Major shareholder of the Company	The Company provides lease line service to the related party.					The Company charges lease line service at the same rates as other providers and pay for the salary and other benefits according to the contract agreed.
		Sales of goods and services					
		1. Service income	0.11	0.11	0.11	0.11	
		2. Trade and other receivables	0.01	0.01	0.01	0.01	
		Purchase of goods, services, and others					
2. TT dotCom Sdn Bhd	Common shareholder and directors	The related party provides lease line service to the Company.					The Company charges rental income and pays lease line expense at the same rate as other parties.
		Sales of goods and services					
		1. Service income	-	-	0.06	0.06	
		Purchase of goods, services, and others					
		1. Rental and other service expenses	(11.94)	(11.94)	(17.42)	(17.42)	
		2. Trade and other payables	(1.79)	(1.79)	(5.74)	(5.74)	

Name of Related Parties	Relationship	Nature of Transaction	Value of Transactions Year 2019 (Million Baht)		Value of Transactions Year 2020 (Million Baht)		Rationales and Necessity
			Consolidated	Company	Consolidated	Company	
3. TIME dotCom (Cambodia) Co., Ltd..	Common shareholder and directors	The Company provides space for rent to the related party.					The Company charges rental income at the same rate as other providers.
		Sales of goods and services 1. Service income	0.52	0.52	0.45	0.45	
4. CMC Telecommunication Infrastructure Corporation	Common shareholder and directors	The Company provides lease line service to the related party.					The Company charges lease line service at the same rate as other providers.
		Sales of goods and services 1. Service income 2. Trade and other receivables	2.93 0.68	2.93 0.68	3.91 -	3.91 -	
5. TIME dotcom Global Services Sdn Bhd	Common shareholder and directors	The Company provide lease line service to the related party.					The Company charges lease line income at the same rate as other providers.
		Sales of goods and services 1. Service income	0.56	0.56	23.50	23.50	
6. KIRZ Co., Ltd.	Common shareholders	The Company provides lease line service to the related party.					The Company charge lease line income at the same rates as other providers.
		Sales of goods and services 1. Service income 2. Trade and other receivables	6.01 0.89	6.01 0.89	3.51 0.57	3.51 0.57	

Measures and Approval Process of Connected Transactions

The Company and its subsidiary have entered into transactions with related persons. Such transactions are normal business transactions or transactions that are necessary and reasonable to support normal business of the Company and its subsidiaries and based on general trading conditions.

To comply with the Security and Exchange Act (No. 4) B.E. 2551, Article 89/12 (1), the Company's Board of Directors has approved in principle, on 13 August 2008, that the management shall have the authority to approve and undertake the connected transactions with general trade conditions and arm's length basis between the Company and its subsidiary and directors, executives, or related persons. The approval of the said transactions shall not constitute such authority to allow a director, an executive, or a related person to approve with a conflict of interest. The Company will prepare summary report for such transactions to report the Audit Committee and the Board of Directors every quarter.

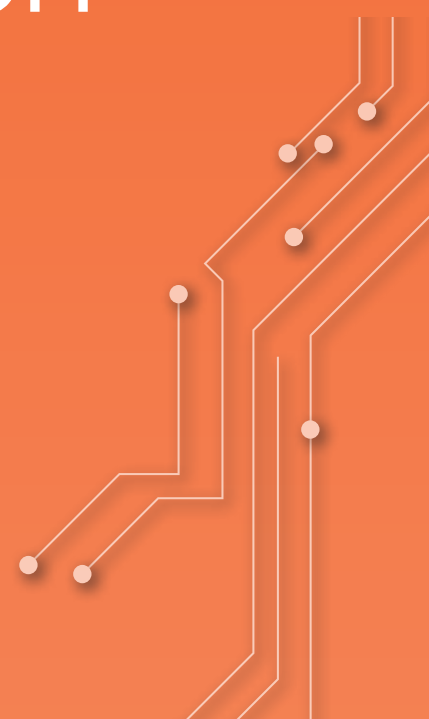
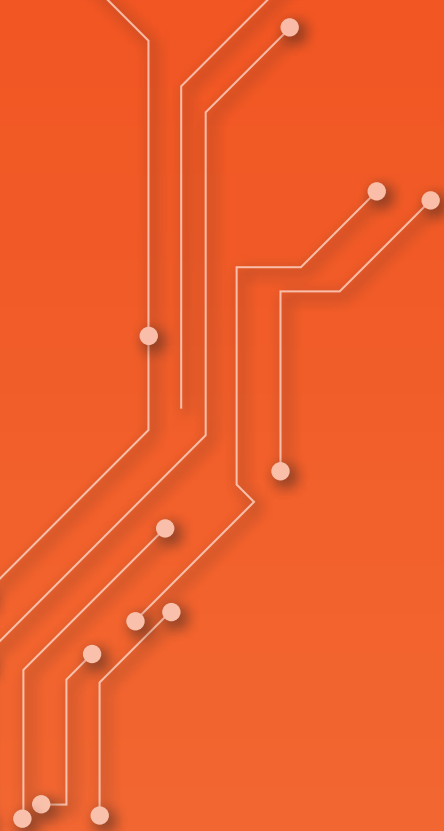
For approval process, the Company will adhere to the same practices as other general transactions with outside parties, with the authorized executives to approve at a certain limit of budget according to their respective rank and position. Executive or directors with vested interest shall not be involved with approval of connected transactions. Furthermore, the Audit Committee is responsible for reviewing the connected transactions of the Company and its subsidiary on a quarterly basis to ensure that no conflict of interest will be occurred in order to maximize benefits of the Company and its shareholders.

In the event that connection transactions between the Company and its subsidiary and directors, executives, or related persons are not normal business transactions or supporting normal business transactions with general trading conditions according to the principal approved by the Board of Directors, the Company determines procedures for such connected transactions in compliance with related regulations or notifications of the SEC and the SET in which the Company will propose such transaction to the Executive Committee for opinions, and propose it to the Audit Committee for endorsement, then propose it to the Board of Directors for approval or endorsement to further propose to a shareholders' meeting for approval (depending on type and size of transaction). Interested director(s) or shareholder(s) will not have voting rights on such matters. If the Board of Directors or the Audit Committee does not have expertise in considering such connected transactions, the Company will arrange independent experts to provide opinions on the connected transactions to apply in decisions of the Board of Directors, the Audit Committee, or shareholders, depending on the case.

Furthermore, the Company must disclose information related to connected transactions to the SET and shareholders in accordance with the Security and Exchange Act, and regulations, notifications, orders of the SET, as well as specified accounting standards by the Institute of Certified Accountants and Auditor of Thailand.

Policy or Tendency to Conduct Future Connected Transactions

Since conducting transactions with related persons of the Company is normal business transaction and supporting normal business transaction with trading agreement of general trade conditions, such connected transactions are likely to recur in the future. Nevertheless, policy for connected transactions with related persons still adheres to the measures and process mentioned above, that is being normal business transactions or transactions which are necessary and reasonable to support normal business of the Company. Moreover, conditions of such connected transactions must be prescribed in accordance with normal trading conditions and market price with procedures similar to treatment of external parties of the same or similar nature.



“Financial Position and Operating Results”

Management Discussion and Analysis 2020

Business Overview

In 2020, the overall domestic economy has declined, mainly due to the impact of COVID-19 pandemic and nationwide lockdown. This has resulted in many businesses were forced to shut down or temporarily closed or to cut costs in order to survive during this period. The 2nd wave of the outbreak also hit the country in December 2020 and spill-over the effect early 2021.

This was a very challenging year of 2020 for the company as some of our domestic customers segments were badly impacted by the COVID-19 pandemic, especially in the tourism and hotel business. On the other side, the Company also benefited from the post-effect of COVID-19 as non-affected business sectors are driving full digital transformation on their business and operations, with continuous demand on fixed-line connectivity and cloud services offering. The Company took full opportunity to expand more services and solutions to capture more market share and customer base across domestic and international segments.

In 2020, the Company has finally completed its strategic investment into data center business together with TIME dotCom, the major shareholder of the Company. This strategic investment is a long-term investment, which will fulfill our ambition to be one of the best fixed-line telecommunication provider in Thailand.

The Company's results in fourth quarter continued upward trend in revenue and net profit. For 4Q/2020, the Company posted revenue and net profit of Baht 330.1 million and Baht 16.0 million, respectively, increased by 1.7% and 1.0% compared with YoY, due to increasing services revenue growth coupled with effective cost management that effect to overall lower operating cost.

For 12M2020, the Company posted revenue and core net profit of Baht 1,321.5 million and Baht 103.2 million respectively, increased by 1.0% and >100% respectively, compared with YoY due to continued growth of services revenue, other income and overall lower operating cost. Including share of loss of associate of Baht 8.0 million, the reported net profit was Baht 95.2 million.

2020 Performance Overview

Revenue

In 4Q/2020, service revenue was Baht 326.9 million, increased by 1% YoY and 0.3% QoQ, due to higher revenue from domestic and international service segments resulted from more demand for connectivity during this COVID-19 pandemic period.

Other income was Baht 3.2 million, increased >100% YoY, due to revenue from property claim insurance and interest income from loans to associate. Meanwhile, it reduced 53.3% QoQ, mainly due to gain on sale of fixed assets, interest income and gain on exchange rate in previous quarter.

For FY2020, total revenue was Baht 1,321.5 million, increased by 1% YoY, mainly the growth of service revenue by 0.9% from demand growth on services revenue in both domestic and international segments. Other income increased 10.8% YoY, due to gain on sale of fixed assets, interest income and gain on exchange rate.

Unit : Million Baht	Amount			Change		Amount		Change	
	Q4/19	Q3/20	Q4/20	(%) QoQ	(%) YoY	2019	2020	Amount	(%) YoY
Revenue									
Service revenue	323.6	325.8	326.9	0.3%	1.0%	1,292.0	1,303.2	11.3	0.9%
Other income	0.8	6.8	3.2	-53.3%	275.1%	16.5	18.3	1.8	10.8%
Total Revenue	324.5	332.6	330.1	-0.8%	1.7%	1,308.5	1,321.5	13.1	1.0%
Costs of Services and Sales (excl. D&A)	(111.8)	(110.0)	(111.0)	0.9%	-0.8%	(465.6)	(441.5)	24.1	-5.2%
Depreciation & Amortization (D&A)	(97.8)	(98.5)	(97.0)	-1.5%	-0.8%	(401.0)	(398.4)	2.6	-0.6%
Total Cost of Services and Sales	(209.6)	(208.5)	(208.0)	-0.2%	-0.8%	(866.6)	(839.9)	26.7	-3.1%
Service & Administrative Expenses (excl. D&A)	(69.6)	(61.2)	(66.3)	8.3%	-4.8%	(268.9)	(244.4)	24.5	-9.1%
Depreciation & Amortization (D&A)	(7.1)	(13.4)	(13.4)	0.1%	88.6%	(41.1)	(53.8)	(12.7)	30.9%
Total Service & Administrative Expenses	(76.7)	(74.6)	(79.7)	6.8%	3.9%	(310.0)	(298.3)	11.8	-3.8%
Operating Profit /(Loss)	38.1	49.5	42.4	-14.5%	11.1%	131.9	183.4	51.5	39.0%
Financial Cost	(15.9)	(13.5)	(12.4)	-8.3%	-22.1%	(75.9)	(56.7)	19.2	-25.3%
Income Tax Expenses	(6.4)	(9.0)	(6.3)	-30.7%	-2.4%	(11.2)	(23.4)	(12.2)	108.4%
Core Net Profit/(Loss) for the period	15.8	27.0	23.7	-12.1%	49.9%	44.7	103.2	58.5	130.9%
Share of loss of associate accounted for using equity method	0.0	(0.3)	(7.7)	100.0%	100.0%	0.0	(8.0)	(8.0)	100.0%
Net Profit/(Loss) for the period	15.8	26.8	16.0	-40.2%	1.0%	44.7	95.2	50.5	113.0%
<i>Core Net Profit/(Loss) Margin</i>	<i>4.9%</i>	<i>8.1%</i>	<i>7.2%</i>			<i>3.4%</i>	<i>7.8%</i>		
<i>Net Profit/(Loss) Margin</i>	<i>4.9%</i>	<i>8.0%</i>	<i>4.8%</i>			<i>3.4%</i>	<i>7.2%</i>		

EBITDA (Unit : Million Baht)	Amount			Change		Amount		Change	
	Q4/19	Q3/20	Q4/20	(%) QoQ	(%) YoY	2019	2020	Amount	(%) YoY
EBITDA									
Operating Profit /(Loss)	38.1	49.5	42.4	-14.5%	11.1%	131.9	183.4	51.5	39.0%
Depreciation & Amortization (D&A)	104.9	111.8	110.4	-1.3%	5.3%	442.1	452.3	10.1	2.3%
EBITDA	143.0	161.4	152.8	-5.3%	6.8%	574.0	635.6	61.6	10.7%
<i>EBITDA Margin</i>	<i>44.1%</i>	<i>48.5%</i>	<i>46.3%</i>			<i>43.9%</i>	<i>48.1%</i>		

Costs of Services and Sales (COSS)

In 4Q/2020, costs of services and sales were Baht 208 million, decreased by 0.8% YoY and 0.2% QoQ, mainly due to the lower from depreciation and amortization of network equipment but slightly increased QoQ in Costs of Services and Sales due to additional cable rental on domestic and international.

For FY2020, costs of services and sales were Baht 839.9 million, decreased by 3.1% YoY, mainly due to the lower and better cost from domestic and international cable rental as well as lower depreciation and amortization of network equipment.

Service & Administrative (S&A) Expenses

In 4Q/2020, service & administrative expenses were Baht 79.7 million, increased by 3.9% YoY due to higher depreciation and amortisation and 6.8% QoQ, mainly due to higher forex loss incurred in the current quarter.

For FY2020, service & administrative expenses were Baht 298.3 million, decreased by 3.8% YoY, mainly due to overall lower operating expenses, repair and maintenance expense and depreciation and amortization of office equipment.

EBITDA and Net Profit

In 4Q/2020, EBITDA closed at Baht 152.8 million, increased by 6.8% YoY due to higher revenue and lower operating cost but decreased by 5.3% QoQ, due to higher forex loss incurred in the current quarter.

Core net profit also closed higher at Baht 23.7 million, increased by 49.9% YoY due to higher revenue and effective cost management. However, the core net profit decreased QoQ mainly due to higher forex loss incurred in the current quarter. Included the share of loss of associate, the Reported Net Profit was Baht 16.0 million.

For FY2020, both EBITDA and core net profit were higher at Baht 635.6 million and Baht 103.2 million, resulted from positive growth in total revenue and better cost management. Included the share of loss of associate, the reported net profit was Baht 95.2 million, still higher YoY by >100%.

Statement of Financial Position and Cashflows

Unit : Million Baht	31-Dec-19		31-Dec-20		Change	
	Amount	%	Amount	%	Amount	(%) YoY
Assets						
Cash and cash equivalents	362.2	9.1%	695.8	16.4%	333.5	92.1%
Short-term investment	150.0	3.8%	0.0	0.0%	(150.0)	100.0%
Trade and other account receivables	195.0	4.9%	238.6	5.6%	43.6	22.4%
Other current assets	114.9	2.9%	109.5	2.6%	(5.4)	-4.7%
Total current assets	822.1	20.7%	1,043.8	24.7%	221.7	27.0%
Investment in associate	0.0	0.0%	41.0	1.0%	41.0	100.0%
Long-term loans to related party	0.0	0.0%	83.3	2.0%	83.3	100.0%
Network equipment and PPE	3,052.6	76.8%	2,854.1	67.5%	(198.5)	-6.5%
Other non-current assets	101.0	2.5%	207.7	4.9%	106.7	105.6%
Total non-current assets	3,153.6	79.3%	3,186.1	75.3%	32.5	1.0%
Total assets	3,975.7	100.0%	4,229.9	100.0%	254.2	6.4%
Liabilities and shareholders' equity						
Trade payables	192.7	4.8%	310.8	7.3%	118.2	61.3%
Current portion of long-term/ short-term loans/ debenture	396.0	10.0%	401.5	9.5%	5.4	1.4%
Other current liabilities	32.7	0.8%	83.4	2.0%	50.7	155.2%
Total current liabilities	621.4	15.6%	795.7	18.8%	174.3	28.1%
Long-term loans	959.4	24.1%	896.3	21.2%	(63.1)	-6.6%
Other non-current liabilities	37.7	0.9%	105.6	2.5%	67.8	179.7%
Total non-current liabilities	997.1	25.1%	1,001.9	23.7%	4.7	0.5%
Total liabilities	1,618.5	40.7%	1,797.6	42.5%	179.1	11.1%
Shareholders' Equities	2,357.2	59.3%	2,432.3	57.5%	75.1	3.2%
Total liabilities and shareholders' equity	3,975.7	100.0%	4,229.9	100.0%	254.2	6.4%

Unit : Million Baht	As of 31-Dec-19	As of 31-Dec-20
Cash flows from operating activities	540.0	606.8
Cash flows used in investing activities *	(399.2)	(94.5)
Free cash flows	140.7	512.3
Cash flows used in financial activities	(598.4)	(178.8)
Net change in cash	(457.7)	333.5
Beginning Cash and Cash Equivalents	819.9	362.2
Ending Cash and Cash Equivalents	362.2	695.8

*Reclassification of fixed deposit (over 3 months) of Baht 150 million to Short-term investment.

As of 31 December 2020, total assets were Baht 4,229.9 million, increased by 6.4% from 31 December 2019, mainly due to newly adopted TFRS16 lease, recognizing an increase of right-off-use asset of Baht 124.1 million, investment in associate to amount Baht 41 million and long-term loan to related party to amount Baht 83.3 million. Cash and cash equivalents were Baht 695.8 million, increased by 92.1% from 31 December 2019 due to higher cash generated from operation performance, gain on exchange rate and the maturity of fixed deposits more than 3 months to amounting Baht 150 million.

Network equipment and PPE assets were Baht 2,854.1 million, decreased by 6.5% from 31 December 2019 mainly due to the recognition of depreciation during the period.

Total liabilities were Baht 1,797.6 million, increased by 11.1% from 31 December 2019 mainly due to newly adopted TFRS16 lease, recognizing an increase of lease liabilities of Baht 107.2 million and newly adopted TFRS9 Financial instrument, recognizing an increase of other non-current financial liabilities of Baht 12.3 million and reduced from loan repayment during the period.

Total shareholders' equity was Baht 2,432.3 million, increased by 3.2% from 31 December 2019 due to the positive net operating result during the period.

As of 31 December 2020, Debt to Equity (D/E) ratio was 0.74x (as at 31 December 2019: 0.69x)

Dividend Payment Policy

The Company has a dividend payout policy minimum 40% of its net profit after deducting of all reserves as per the Company's Articles of Association and governing law. This dividend payment is subject to changes based on the Company performance, business plan, liquidity, necessity and other suitability in the future. The Company proposed to pay dividend of Baht 0.055 per share to ordinary shareholders of the 433,654,887 ordinary shares, or a total of Baht 23.9 million, in respect of the operating results for the year 2020. This dividend payment is subject to approval of the 2021 Annual General Meeting of Shareholders in April 2021.

2021 Outlook

In 2021, the Company expects that new phase of COVID-19 pandemic in late 2020 will continue to affect businesses in first quarter and hopefully the overall situation will improve in the second quarter since the government plans to start vaccination in first quarter and continue to have strict government surveillance of the spread of the COVID-19 pandemic. Another important factor that will drive the economy of the country will be heavily depend on government initiatives to stimulate public spending and help businesses recover quickly.

The company is positive with encouraging sign of modest recovery and foresee the pandemic will hasten the adoption of digitalization across all business and operation model. This will definitely drive strong demand growth in digital infrastructure and seamless connectivity within telecommunication business. The Company strives to increase the efficiency of our core network backbone, investing in innovation services and improving operating efficiencies to support digital transformation and meet the increasing demands from customers across enterprises and international service sector.

In view of the solid business fundamentals, the Company is fully committed to deliver positive results and return to shareholders in 2021, barring any adverse circumstances including the prolong pandemic.

Report of the Board of Directors’ Responsibility toward Financial Reporting

As the Board of Directors of listed company, the Board of Directors recognizes its duties and responsibilities for financial statements of the Company and its subsidiary, including financial information that appears in the Annual Report for the year 2020. Such statements have been prepared under generally accepted accounting standards, applying the appropriate accounting policies, and consistently complying with careful and reasonable discretion and best effort. Significant information was disclosed sufficiently and transparently in the notes to these financial statements for the benefit of shareholders and investors at large.

In addition, the Board of Directors has instituted and maintained good corporate governance, including effective risk management and internal control systems to become reasonably confident of accurate, complete, and adequate accounting information to retain Company assets and prevent frauds or significant anomalies in operations.

The Board of Directors has appointed the Audit Committee comprising the independent directors, who are qualified and have characteristics in accordance with the regulations of the Securities and Exchange Commission (the “SEC”) and the Stock Exchange of Thailand (the “SET”) to review the accounting policy, quality of financial statements, and sufficiency of the internal control and internal audit systems to be accurate, adequate and effective; as well as to review connected transactions or transactions that potentially have conflicts of interest to ensure that the Company has made adequate disclosure as required by the SEC, the SET and other related regulations. The opinions of the Audit Committee regarding the said matters appear in the Report of the Audit Committee, which are shown in this Annual Report.

Financial statements of the Company and its subsidiaries were audited by the Company’s auditor namely KPMG Phoomchai Audit Limited. For the audit, the Board of Directors supported information and documents to enable the auditor to examine and express opinion in conformity with generally accepted auditing. The auditor’s opinions appear in the Auditor’s Report, which are shown in this Annual Report as well.

The Board of Directors viewed that the Company’s overall internal control system is sufficient, adequate and satisfactory and can assure with reasonable confidence that the financial statements of the Company and its subsidiaries for the year ended 31 December 2020 essentially represent the Company’s financial status, operating results and cash flows completely and accurately under financial reporting standards, laws and all relevant regulations.



(Mr. Woodtipong Moleechad)
Chairman of the Board

Report of Independent Auditor

Independent Auditor's Report

To the Shareholders of Symphony Communication Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of Symphony Communication Public Company Limited and its subsidiaries (the "Group") and of Symphony Communication Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2020, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2020 and their 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 and the Company in accordance with the Code of Ethics for Professional Accountants issued by the Federation of Accounting Professions that is 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 period. 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.

Manisa.

<i>Revenue recognition</i>	
Refer to notes 4(t) and 18 to the financial statements	
The key audit matter	How the matter was addressed in the audit
<p>The Group engages in the provision of high speed circuit communication services. The Company has entered into agreements with a large number of customers and the terms and conditions are various and complex in relation to pricing and timing of revenue recognition. Revenue recognition is dependent on the use of IT systems.</p> <p>Therefore, this matter is a key area of focus in my audit.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> • understanding, evaluating and sampling testing the relevant internal controls regarding revenue recognition, approval of credit notes, agreements and change in agreement conditions. • involving our IT specialist to assist in testing of automated controls, process of input data into billing system, control over the authorisation of rate change and revenue calculation based on usage in IT system. • testing an invoice against with an agreement and other relevant documents for the rendering of services on a sampling basis to assess whether the revenue recognition is consistent with the conditions and in compliance with the Company's policy. • testing the revenue transactions which occur nearly to the end of the accounting period and testing recalculation on a sampling basis, including the revenue entries made through journal vouchers. • testing credit notes after the accounting period on a sampling basis. • performing an analytical procedure on disaggregated data to assess any possible irregularity in revenue and inquiring with relevant management to corroborate the cause of revenue movements during the year. • considering the adequacy of the disclosures in accordance with the Thai Financial Reporting Standards.

Other Matter

The consolidated and separate financial statements of the Group and the Company for the year ended 31 December 2019 were audited by another auditor who expressed an unmodified opinion on those statements on 26 February 2020.

Other Information

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

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

Mansa.

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

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance and request that the correction be made.

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 and the Company 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 the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

Manisa.

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

Marisa 

(Marisa Tharathornbunpakul)
Certified Public Accountant
Registration No. 5752

KPMG Phoomchai Audit Ltd.
Bangkok
25 February 2021

Financial Statements

Symphony Communication Public Company Limited and its Subsidiary

Statement of financial position

Assets	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2020	2019	2020	2019
(in Baht)					
Current assets					
Cash and cash equivalents	6	695,788,441	362,240,242	694,526,334	360,875,260
Current investment		-	150,000,000	-	150,000,000
Trade and other current receivables	5, 7, 24	238,558,731	194,970,762	238,558,731	194,970,762
Inventories		7,650,553	8,176,760	7,650,553	8,176,760
Current prepayments		20,168,088	25,974,576	20,168,088	25,974,576
Current contract costs	18	5,958,862	5,506,759	5,958,862	5,506,759
Withholding tax deducted at source		63,184,284	57,454,893	63,184,284	57,454,893
Other current assets	27	12,522,468	39,117,805	12,474,296	39,070,164
Total current assets		1,043,831,427	843,441,797	1,042,521,148	842,029,174
Non-current assets					
Investment in subsidiary	8	-	-	-	-
Investment in associate	9	40,993,140	-	49,000,000	-
Long-term loan to related party	5, 24	83,300,000	-	83,300,000	-
Network equipment	10	2,601,308,549	2,722,583,517	2,601,308,549	2,722,583,517
Property, plant and equipment	11, 27	252,830,607	308,684,392	252,830,607	308,684,392
Right-of-use assets	3, 12	123,512,286	-	123,512,286	-
Intangible assets	13	11,672,196	15,792,876	11,672,196	15,792,876
Network equipment guarantees		18,848,741	17,869,277	18,848,741	17,869,277
Other guarantees and deposits		5,218,864	6,788,133	5,218,864	6,788,133
Non-current prepayments		8,483,519	17,114,074	8,483,519	17,114,074
Non-current contract costs	18	3,811,527	5,234,552	3,811,527	5,234,552
Deferred tax assets	21	31,740,528	32,897,353	31,740,528	32,897,353
Other non-current assets		4,366,188	5,300,366	4,357,841	5,118,301
Total non-current assets		3,186,086,145	3,132,264,540	3,194,084,658	3,132,082,475
Total assets		4,229,917,572	3,975,706,337	4,236,605,806	3,974,111,649

Symphony Communication Public Company Limited and its Subsidiary
Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2020	2019	2020	2019
(in Baht)					
Current liabilities					
Short-term borrowing from					
financial institution	14, 24	-	30,000,000	-	30,000,000
Trade and other current payables	5, 15	310,836,577	192,678,385	310,775,577	192,617,385
Current contract liabilities	18	9,218,984	10,549,852	9,218,984	10,549,852
Current portion of lease liabilities	3, 14, 24	53,868,812	-	53,868,812	-
Current portion of long-term borrowings	14, 24	401,457,832	366,012,502	401,457,832	366,012,502
Other current liabilities		20,337,289	22,137,615	20,334,848	22,130,781
Total current liabilities		795,719,494	621,378,354	795,656,053	621,310,520
Non-current liabilities					
Long-term borrowings	14, 24	896,275,909	959,368,850	896,275,909	959,368,850
Lease liabilities	3, 14, 24	53,298,280	-	53,298,280	-
Non-current contract liabilities	18	4,428,749	6,180,310	4,428,749	6,180,310
Non-current provisions for employee benefits	16	35,583,660	31,566,006	35,583,660	31,566,006
Other non-current financial liabilities	24	12,264,817	-	12,264,817	-
Total non-current liabilities		1,001,851,415	997,115,166	1,001,851,415	997,115,166
Total liabilities		1,797,570,909	1,618,493,520	1,797,507,468	1,618,425,686

Symphony Communication Public Company Limited and its Subsidiary
Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2020	2019	2020	2019
(in Baht)					
Equity					
Share capital:					
Authorised share capital					
(433,654,887 ordinary shares, par value at Baht 1 per share)		433,654,887	433,654,887	433,654,887	433,654,887
Issued and paid-up share capital					
(433,654,887 ordinary shares, par value at Baht 1 per share)		433,654,887	433,654,887	433,654,887	433,654,887
Share premium:					
Share premium on ordinary shares	17	1,384,395,054	1,384,395,054	1,384,395,054	1,384,395,054
Capital reserve for share-based					
payment transactions	17	26,348,514	26,348,514	26,348,514	26,348,514
Retained earnings					
Appropriated					
Legal reserve	17	43,365,489	43,365,489	43,365,489	43,365,489
Unappropriated		554,394,573	469,448,873	561,146,248	467,922,019
Other component of equity		(9,811,854)	-	(9,811,854)	-
Total equity		2,432,346,663	2,357,212,817	2,439,098,338	2,355,685,963
Total liabilities and equity		4,229,917,572	3,975,706,337	4,236,605,806	3,974,111,649

Symphony Communication Public Company Limited and its Subsidiary
Statement of comprehensive income

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2020	2019	2020	2019
(in Baht)					
Revenue					
Revenue from sale of goods and rendering of services	5, 18	1,303,228,263	1,291,957,807	1,303,228,263	1,291,957,807
Other income	5	18,311,472	16,529,806	18,306,401	16,525,368
Total revenue		1,321,539,735	1,308,487,613	1,321,534,664	1,308,483,175
Expenses					
Cost of sale of goods and rendering of services		839,923,390	866,606,909	839,923,390	866,606,909
Distribution costs		84,327,467	77,879,366	84,327,467	77,879,366
Administrative expenses		213,937,302	232,137,828	213,660,562	232,028,403
Total expenses	20	1,138,188,159	1,176,624,103	1,137,911,419	1,176,514,678
Profit from operating activities		183,351,576	131,863,510	183,623,245	131,968,497
Share of loss of associate accounted for using equity method	9	(8,006,860)	-	-	-
Finance costs		(56,746,946)	(75,942,756)	(56,746,946)	(75,942,756)
Profit before income tax expense		118,597,770	55,920,754	126,876,299	56,025,741
Tax expense	21	(23,361,421)	(11,210,483)	(23,361,421)	(11,210,483)
Profit for the year		95,236,349	44,710,271	103,514,878	44,815,258
Other comprehensive income					
<i>Item that will be reclassified subsequently to profit or loss</i>					
Gain on cash flow hedges		5,137,119	-	5,137,119	-
Income tax relating to item that will be reclassified		(1,027,424)	-	(1,027,424)	-
Total item that will be reclassified subsequently to profit or loss		4,109,695	-	4,109,695	-
<i>Items that will not be reclassified to profit or loss</i>					
Gain on remeasurements of defined benefit plans		-	11,374,971	-	11,374,971
Income tax relating to items that will not be reclassified		-	(2,274,994)	-	(2,274,994)
Total items that will not be reclassified to profit or loss		-	9,099,977	-	9,099,977
Other comprehensive income for the year, net of tax		4,109,695	9,099,977	4,109,695	9,099,977
Total comprehensive income for the year		99,346,044	53,810,248	107,624,573	53,915,235
Basic earnings per share	22	0.22	0.10	0.24	0.10

The accompanying notes form an integral part of these financial statements.

Symphony Communication Public Company Limited and its Subsidiary
Statement of changes in equity

		Consolidated financial statements				
					Retained earnings	
		Issued and paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Legal reserve	Unappropriated equity
		Note				
			(in Baht)			
Year ended 31 December 2019						
Balance at 1 January 2019 - as reported			433,654,887	1,384,395,054	26,348,514	43,365,489
						428,648,268
						2,316,412,212
Transaction with owners, recorded directly in equity						
<i>Distributions to owners of the parent</i>						
Dividends	23	-	-	-	-	(13,009,643)
<i>Total distributions to owners of the parent</i>		-	-	-	-	(13,009,643)
Comprehensive income for the year						
Profit or loss		-	-	-	-	44,710,271
Other comprehensive income		-	-	-	-	9,099,977
Total comprehensive income for the year		-	-	-	-	53,810,248
Balance at 31 December 2019			433,654,887	1,384,395,054	26,348,514	43,365,489
						469,448,873
						2,357,212,817

The accompanying notes form an integral part of these financial statements.

Symphony Communication Public Company Limited and its Subsidiary
Statement of changes in equity

Consolidated financial statements								
		Retained earnings			Other component of equity			
		Capital reserve for share-based payment transactions	Legal reserve	Unappropriated	Gain (loss) on cash flow hedges	Total equity		
		</						

The accompanying notes form an integral part of these financial statements.

Financial Position and Operating Results

The accompanying notes form an integral part of these financial statements.

Symphony Communication Public Company Limited and its Subsidiary
Statement of changes in equity

Separate financial statements						
		Retained earnings			Other component of equity	
		Capital reserve for share-based payment transactions	Legal reserve	Unappropriated	Gain (loss) on cash flow hedges	Total equity

The accompanying notes form an integral part of these financial statements.

Symphony Communication Public Company Limited and its Subsidiary
Statement of cash flows

	Consolidated		Separate	
	financial statements		financial statements	
	Year ended 31 December		Year ended 31 December	
	2020	2019	2020	2019
	(in Baht)			
Cash flows from operating activities				
Profit for the year	95,236,349	44,710,271	103,514,878	44,815,258
<i>Adjustments to reconcile profit (loss) to cash receipts (payments)</i>				
Tax expense	23,361,421	11,210,483	23,361,421	11,210,483
Finance costs	56,746,946	75,942,756	56,746,946	75,942,756
Depreciation and amortisation	452,251,330	442,104,324	452,251,330	442,104,324
Unrealised loss on foreign exchange	416,516	9,224,579	416,516	9,224,579
Share of loss of associate accounted for using equity method	8,006,860	-	-	-
(Reversal of) impairment loss recognised in profit or loss	1,704,570	(249,010)	1,704,570	(249,010)
Reversal of impairment on network equipment	(3,114,628)	-	(3,114,628)	-
Loss on write-off of equipment and network equipment	2,410,372	3,497,763	2,410,372	3,497,763
Gain on disposal of equipment and network equipment	(2,560,708)	(2,531,026)	(2,560,708)	(2,531,026)
Employee benefits expenses	7,682,474	13,388,278	7,682,474	13,388,278
Interest income	(4,978,452)	(7,819,391)	(4,978,452)	(7,814,952)
	637,163,050	589,479,027	637,434,719	589,588,453
<i>Changes in operating assets and liabilities</i>				
Trade and other current receivables	(48,216,453)	11,364,761	(48,216,452)	11,364,761
Inventories	526,207	(457,579)	526,207	(457,579)
Prepayments	(1,724,559)	(12,583,629)	(1,724,559)	(12,583,629)
Contract costs	970,922	(5,549,801)	970,922	(5,549,801)
Other current assets	26,595,338	(29,555,756)	26,595,869	(29,525,083)
Network equipment guarantees	(979,464)	3,770,064	(979,464)	3,770,064
Other guarantees and deposits	1,569,269	1,320,940	1,569,269	1,320,940
Other non-current assets	934,178	(334,773)	760,460	(365,636)
Trade and other current payables	23,739,626	(14,449,345)	23,739,626	(14,449,345)
Contract liabilities	(3,082,429)	(10,388,351)	(3,082,429)	(10,388,351)
Other current liabilities	(1,800,326)	(567,628)	(1,795,934)	(567,329)
Net cash generated from operating	635,695,359	532,047,930	635,798,234	532,157,465
Taxes paid	(25,184,919)	(34,147,372)	(25,184,919)	(34,147,372)
Employee benefit paid	(3,664,820)	-	(3,664,820)	-
Taxes received	-	42,049,519	-	42,049,519
Net cash from operating activities	606,845,620	539,950,077	606,948,495	540,059,612

The accompanying notes form an integral part of these financial statements.

Symphony Communication Public Company Limited and its Subsidiary
Statement of cash flows

	Consolidated		Separate	
	financial statements		financial statements	
	Year ended 31 December		Year ended 31 December	
Note	2020	2019	2020	2019
	(in Baht)			
Cash flows from investing activities				
Acquisition of interest in associate	(49,000,000)	-	(49,000,000)	-
(Increase) decrease in current investment	150,000,000	(150,000,000)	150,000,000	(150,000,000)
Proceeds from sale of equipment and network equipment	114,829,902	2,925,410	114,829,902	2,925,410
Acquisition of network equipment	(149,196,311)	(206,374,392)	(149,196,311)	(206,374,392)
Acquisition of property, plant and equipment	(81,056,049)	(51,430,815)	(81,056,049)	(51,430,815)
Acquisition of intangible assets	(2,387,752)	(2,636,434)	(2,387,752)	(2,636,434)
Long-term loan to related party	(83,300,000)	-	(83,300,000)	-
Interest received	5,603,575	8,311,287	5,603,575	8,306,848
Net cash used in investing activities	(94,506,635)	(399,204,944)	(94,506,635)	(399,209,383)
Cash flows from financing activities				
Repayment of short-term borrowings from financial institutions	(195,000,000)	(333,000,000)	(195,000,000)	(333,000,000)
Proceeds from short-term borrowings from financial institutions	165,000,000	363,000,000	165,000,000	363,000,000
Repayment of long-term borrowings	(367,464,000)	(536,964,000)	(367,464,000)	(536,964,000)
Proceeds from long-term borrowings	340,000,000	660,000,000	340,000,000	660,000,000
Payment of finance fee from long-term borrowing	(1,700,000)	(3,300,000)	(1,700,000)	(3,300,000)
Repayment of debenture	-	(660,000,000)	-	(660,000,000)
Payment of lease liabilities	(55,150,964)	-	(55,150,964)	-
Dividends paid to owners of the Company	(9,105,677)	(13,019,484)	(9,105,677)	(13,019,484)
Interest paid	(55,370,145)	(75,129,439)	(55,370,145)	(75,129,439)
Net cash used in financing activities	(178,790,786)	(598,412,923)	(178,790,786)	(598,412,923)
Net increase (decrease) in cash and cash equivalents	333,548,199	(457,667,790)	333,651,074	(457,562,694)
Cash and cash equivalents at 1 January	362,240,242	819,908,032	360,875,260	818,437,954
Cash and cash equivalents at 31 December	6 695,788,441	362,240,242	694,526,334	360,875,260
Non-cash transactions				
Increase (decrease) in accounts payable - purchases and construction of network equipment	94,823,919	(6,995,176)	94,823,919	(6,995,176)
Increase (decrease) in accounts payable - property, plant and equipment	153,839	(29,746)	153,839	(29,746)
Decrease in accounts payable - intangible assets	(18,404)	(10,443)	(18,404)	(10,443)
Lease liabilities - right-of-use assets	123,512,287	-	123,512,287	-

The accompanying notes form an integral part of these financial statements.

Notes to Financial Statements

Symphony Communication Public Company Limited and its Subsidiary

For the year ended 31 December 2020

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These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorized for issue by the Board of Directors on 25 February 2021.

1 General information

Symphony Communication Public Company Limited, the “Company”, is incorporated in Thailand and was listed on the Stock Exchange of Thailand. The Company’s registered office at 123 Sun Towers Building B, 35th-37th Floor, Vibhavadee Rangsit Road, Chomphon, Chatuchak, Bangkok.

The parent company during the financial year was TIME dotCom International Sdn. Bhd. (46.84% shareholding) which was incorporated in Malaysia.

The principal activity of the Company and the Group is the provision of high speed circuit communication services. Details of the Company’s subsidiary as at 31 December 2020 and 2019 are described in note 8.

The Company was granted Licenses from the National Broadcasting and Telecommunications Commission (“NBTC”) to provide telecommunication services as follows:

Type of license	Issue date	Expiry date	Renewal date
Telecom Operation License Type 1	2 May 2013	-	31 July 2025
Telecom Operation License Type 2	15 June 2006	-	15 June 2025
Telecom Operation License Type 3	10 August 2011	9 August 2026	-

Referring to the Notification of NBTC on Rules and Procedures for Licensing of Telecommunications Business announced in the Royal Gazette on 19 March 2020, and the result of the NBTC meeting No. 9/2020 on 27 May 2020, NBTC has approved the modification of the licensing accordingly. Significant changes are as follows:

- Licensing for the same type of Telecommunications Business and Internet Service Provider was combined under one license.
- A Telecommunications Business and Internet Service Provider with a license type 1 or 2 is now allowed to provide its service without expiration. The license will be in use for 5 years and renewed thereafter given that the licensee is still in business and has not breached the terms and conditions specified.

The Company is committed to comply with conditions stipulated under the licenses and pay fees in compliance with the Notifications of NBTC Re: Temporary Telecommunication Business Licensing Fees and Re: Criteria and Procedure for the Provision of Universal Basic Telecommunications and Social Services.

2 Basis of preparation of the interim financial statements

(a) Statement of compliance

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission.

New and revised TFRS are effective for annual accounting periods beginning on or after 1 January 2020. The initial application of these new and revised TFRS has resulted in changes in certain of the Group's accounting policies.

The Group has initially applied TFRS - Financial instruments standards which comprise TFRS 9 *Financial Instruments* and relevant standards and interpretations and TFRS 16 *Leases* and disclosed impact from changes to significant accounting policies in note 3.

In addition, the Group has not early adopted a number of new and revised TFRS, which are not yet effective for the current period in preparing these financial statements. The Group has assessed the potential initial impact on the financial statements of these new and revised TFRS and expects that there will be no material impact on the financial statements in the period of initial application.

(b) *Functional and presentation currency*

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

(c) *Use of judgements and estimates.*

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of the Group's accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

(i) Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

4(l) and 12 Leases:

- whether an arrangement contains a lease;
- whether the Group is reasonably certain to exercise extension options;
- whether the Group exercise termination options;
- whether the Group has transferred substantially all the risks and rewards incidental to the ownership of the assets to lessees.

4(t) and 18 Revenue recognition:

- whether performance obligations in a bundled sale of products and services are capable of being distinct;
- whether revenue from sales of made-to-order products is recognised over time or at a point in time;
- commission revenue: whether the Group acts as an agent in the transaction rather than as a principal;
- whether long-term advances received from customers have significant financing component;

9 Equity-accounted investees: whether the Group has significant influence over an investee

(ii) Assumptions and estimation uncertainties

Information about assumption and estimation uncertainties at 31 December 2020 that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

4(l)	Determining the incremental borrowing rate to measure lease liabilities;
19	Measurement of defined benefit obligations: key actuarial assumptions;
26	Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
24	Measurement of ECL allowance for trade receivables and contract assets: key assumptions in determining the weighted-average loss rate;
21	Recognition of deferred tax assets: availability of future taxable profit against which deductible temporary differences and tax losses carried forward can be utilised.

3 Changes in accounting policies

From 1 January 2020, the Group has initially applied TFRS - Financial instruments standards and TFRS 16.

<i>Impact on changes in accounting policy</i>	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		Retained earnings	Other component of equity (in thousand Baht)	Retained earnings	Other component of equity
At 31 December 2019 - as reported		469,449	-	467,922	-
<i>Increase (decrease) due to:</i>					
Adoption of TFRS - Financial instruments standards					
Classification of financial instruments	(a.1),(a.3)	-	(17,402)	-	(17,402)
Impairment losses on financial assets	(a.2)	(1,480)	-	(1,480)	-
Related tax		296	3,480	296	3,480
At 1 January 2020 - restated		468,265	(13,922)	466,738	(13,922)

(a) TFRS - Financial instruments standards

The Group has adopted TFRS - Financial instruments standards by adjusting the cumulative effects to retained earnings and other components of equity on 1 January 2020. Therefore, the Group did not adjust the information presented for 2019. The disclosure requirements of TFRS for financial instruments have not generally been applied to comparative information.

These TFRS - Financial instruments standards establish requirements related to definition, recognition, measurement, impairment and derecognition of financial assets and financial liabilities, including accounting for derivatives and hedge accounting. The details of accounting policies are disclosed in note 4(d) and 4(m). The impact from adoption of TFRS - Financial instruments standards are as follows:

(a.1) Classification and measurement of financial assets and financial liabilities

TFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value to other comprehensive income (FVOCI) and fair value to profit or loss (FVTPL). The classification under TFRS 9 is based on the cash flow characteristics of the financial asset and the business model in which they are managed. However, the Group may, at initial recognition, irrevocably designate a financial asset as measured at FVTPL. TFRS 9 eliminates the previous classification of held-to-maturity debt securities, available-for-sale securities, trading securities and general investment as specified by TAS 105.

Under TFRS 9, interest income and interest expenses recognised from all financial assets and financial liabilities measured at amortised cost shall be calculated using effective interest rate method. Previously, the Group recognised interest income and interest expenses at the rate specified in the contract.

The following table shows classification and measurement categories under TAS 105 and TFRS 9.

Consolidated/ Separate financial statements					
Classification under TAS 105 at 31 December 2019		Classification under TFRS 9 at 1 January 2020			
	Carrying amounts	FVTPL	FVOCI (in thousand Baht)	Amortised cost - net	Total
Current investment	150,000	-	-	150,000	150,000
Derivative liabilities	-	-	17,402	-	17,402

(a.2) Impairment – Financial assets and contract assets

TFRS 9 introduces the ‘expected credit loss’ (ECL) model whereas previously the Group estimated the allowance for doubtful account by analysing payment histories and future expectation of customer payment. TFRS 9 requires considerable judgement about how changes in economic factors affect ECLs, which are determined on a probability-weighted basis. The new impairment model applies to financial assets measured at amortised cost, contract assets, lease receivables and debt investments measured at FVOCI, except for investments in equity instruments.

The Group has determined that the application of TFRS 9’s impairment requirements at 1 January 2020 results in an additional allowance for impairment loss as follows:

	Consolidated financial statements (in thousand Baht)	Separate financial statements
Allowance for impairment loss at 31 December 2019		
Allowance for doubtful debts – trade accounts receivable	15,007	14,946
	15,007	14,946
<i>Additional impairment loss recognised at 1 January 2020 on:</i>		
- Trade accounts receivable	1,480	1,480
Allowance for impairment loss at 1 January 2020	16,487	16,426

The Group has opted to recognise the increase of impairment loss as an adjustment to retained earnings as at 1 January 2020.

(a.3) Derivatives and hedge accounting

Under TFRS 9, all derivatives are measured at fair value in the statement of financial position.

The Group designates certain derivatives held for risk management as well as certain non-derivative financial instruments as hedging instruments in qualifying hedging relationships. The Group documents the relationship between the hedging instruments and hedged items, including the risk management objective, strategy in undertaking the hedge, together with the method that will be used to assess the effectiveness of the hedging relationship. The Group makes an assessment of the effectiveness, both at inception of the hedge relationship and on an ongoing basis.

These hedging relationships are fair value hedges, cash flow hedges and net investment in a foreign operation hedge.

Previously, TFRS were silent on the requirements of hedge accounting and derivatives held for risk management purposes. In 2019, the Group accounted for these transactions as described in accounting policies in note 4(d.5) and 4(d.6).

<i>Impact of derivative and hedge accounting as at 1 January 2020</i>	Consolidated/ Separate financial statements (in thousand Baht)
Increase in deferred tax assets	3,480
Increase in other non-current financial liabilities	(17,402)
Other components of equity:	
- Increase in hedging reserve – cash flow hedge	(13,922)

(b) TFRS 16 Leases

From 1 January 2020, the Group has initially adopted TFRS 16 on contracts previously identified as leases according to TAS 17 *Leases* and TFRIC 4 *Determining whether an arrangement contains a lease* using the modified retrospective approach.

Previously, the Group, as a lessee, recognised payments made under operating leases in profit or loss on a straight-line basis over the term of the lease. Under TFRS 16, the Group assesses whether a contract is, or contains, a lease. If a contract contains lease and non-lease components, the Group allocates the consideration in the contract based on stand-alone selling price (transaction price). As at 1 January 2020, the Group recognised right-of-use assets and lease liabilities, as a result, the nature of expenses related to those leases was changed because the Group recognised depreciation of right-of-use assets and interest expense on lease liabilities.

On transition, the Group also elected to use the following practical expedients:

- do not recognise right-of-use assets and lease liabilities for leases with less than 12 months of lease term;
- use hindsight when determining the lease term; and
- exclude initial direct costs from measuring the right-of-use asset.

<i>Impact from the adoption of TFRS 16</i>	Consolidated financial statements (in thousand Baht)	Separate financial statements
<i>At 1 January 2020</i>		
Increase in right-of-use assets	152,944	152,944
Increase in lease liabilities	152,944	152,944

<i>Measurement of lease liability</i>	Consolidated financial statements (in thousand Baht)	Separate financial statements
Operating lease commitment as disclosed at 31 December 2019	228,689	228,689
Recognition exemption for short-term leases	(6,544)	(6,544)
Leases which are not within the scope of TFRS 16	(108,142)	(108,142)
Lease prepayments	7,640	7,640
Extension and termination options reasonably certain to be exercised	43,066	43,066
	164,709	164,709
Present value of remaining lease payments, discounted using the incremental borrowing rate at 1 January 2020	152,944	152,944
Lease liabilities recognised at 1 January 2020	152,944	152,944
Weighted-average incremental borrowing rate (% per annum)	3 - 5%	3 - 5%

4 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explained in note 3.

(a) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interests in associates.

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Interests in equity – accounted investees

The Group’s interests in equity-accounted investees comprise interests in associate.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interests in associates are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees, until the date on which significant influence.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) *Investments in subsidiary and associate*

Investments in subsidiary and associate in the separate financial statements of the Company are measured at cost less allowance for impairment losses.

Disposal of investments in the separate financial statements

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

If the Company disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the FIFO method applied to the carrying value of the total holding of the investment.

(c) *Foreign currencies*

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date.

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to the functional currency at the exchange rates at the dates of the transactions.

Foreign currency differences are generally recognised in profit or loss.

(d) *Financial instruments*

Accounting policies applicable from 1 January 2020

(d.1) Recognition and initial measurement

Trade receivables, and trade payables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset and financial liability (unless it is a trade receivable without a significant financing component or measured at FVTPL) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(d.2) Classification and subsequent measurement

Financial assets - classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value to other comprehensive income (FVOCI); or fair value to profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cashflows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets – business model assessment

The Group makes an assessment of the objective of a business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets – assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

Financial assets – subsequent measurement and gains and losses

Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
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Financial liabilities – classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost and are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. See note 4(d.6) for financial liabilities designated as hedging instruments.

(d.3) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(d.4) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(d.5) Derivatives

Derivative are recognised at fair value. At the end of each reporting period the fair value is measured. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss, except where the derivatives qualify for cash flow hedge accounting or hedges of net investment in a foreign operation, in which case recognition of any resultant gain or loss depends on nature of the item being hedged (see note 4(d.6)).

(d.6) Hedging

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in interest rates and non-derivative financial liabilities as hedges of foreign exchange risk on a net investment in a foreign operation.

At inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

For all other hedged forecast transactions, the amount accumulated in the hedging reserve and the cost of hedging reserve is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve remains in equity until, for a hedge of a transaction resulting in the recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve and the cost of hedging reserve are immediately reclassified to profit or loss.

Accounting policies applicable before 1 January 2020

Derivatives

Derivatives were recognised when they were exercised.

(e) *Cash and cash equivalents*

Cash and cash equivalents in the statements of cash flows comprise cash balances, call deposits and highly liquid short-term investments. Bank overdrafts that are repayable on demand are a component of cash and cash equivalents for the purpose of the statement of cash flows.

(f) *Trade and other accounts receivable and contract assets*

A receivable is recognised when the Group has an unconditional right to receive consideration. If revenue has been recognised before the Group has an unconditional right to receive consideration, the amount is presented as a contract asset.

A receivable is measured at transaction price less allowance for expected credit loss (*2019: allowance for doubtful accounts*) which is determined based on an analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

Contract assets are measured at the amount of consideration that the Group is entitled to, less impairment losses.

(g) *Inventories*

Inventories are measured at the lower of cost and net realisable value.

Cost is calculated using the first in first out principle, and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

(h) *Network equipment, property, plant and equipment*

Recognition and measurement

Owned assets

Network equipment, property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalised borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of network equipment, property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of Network equipment, property, plant and equipment.

Any gains and losses on disposal of item of network equipment, property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of network equipment, property, plant and equipment, and are recognised in profit or loss.

Subsequent costs

The cost of replacing a part of an item of network equipment, property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of network equipment, property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item of network equipment, property, plant and equipment. The estimated useful lives are as follows:

Network equipment	5-20 years
Buildings and other constructions	20 years
Leasehold improvement	5-9 years
Furniture, fixtures and office equipment	5 years
Vehicles	5 years

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(i) Contract cost assets

Contract cost assets such as commission fees and the first-time fees for network connectivity are the incremental costs to obtain a contract with a customer. The Group expects to recover these costs.

Contract cost assets are measured at cost less accumulated amortisation and impairment losses. Amortisation is charged to profit or loss on a straight-line basis over the term of the contract it relates to, consistent with the related revenue recognition.

(j) Intangible assets

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

Amortisation

Amortisation is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, from the date that they are available for use. The estimated useful lives are as follows:

Software licences	5 years
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Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(k) *Deferred front-end fee*

Financial expenses related to borrowings that are typically incurred on or before signing facility agreements and before actual draw down of the loans are recorded as deferred front-end fees. A portion of deferred front-end fees proportionate to the amount of the loan facility already drawn is presented as a deduction against the related loan account and amortised using the effective interest rate method over the term of the loans.

The amortisation of deferred front-end fees is recognised in profit or loss.

(l) *Leases*

Accounting policies applicable from 1 January 2020

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in TFRS 16.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date except for leases of low-value assets and short-term leases which is recognised as an expense on a straight-line basis over the lease term.

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment loss, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease payments included fixed payments less any lease incentive receivable, amount under purchase, extension or termination option if the Group is reasonably certain to exercise option. Variable lease payments that do not depend on index or a rate are recognised as expenses in the accounting period in which they are incurred.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in lease term, change in lease payments, change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of purchase, extension or termination options. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Accounting policies applicable before 1 January 2020

As a lessee, leases in terms of which the Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant and equipment acquired by way of finance leases is capitalised at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the profit or loss.

Assets held under other leases were classified as operating leases and lease payments are recognised in profit or loss on a straight-line basis over the term of the lease.

As a lessor, rental income from investment property is recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rentals are recognised as income in the accounting period in which they are earned.

Determining whether an arrangement contains a lease

At inception of an arrangement, the Group determines whether such an arrangement is or contains a lease. A specific asset is the subject of a lease if fulfilment of the arrangement is dependent on the use of that specified asset. An arrangement conveys the right to use the asset if the arrangement conveys to the Group the right to control the use of the underlying asset.

At inception or upon reassessment of the arrangement, the Group separates payments and other consideration required by such an arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group concludes for a finance lease that it is impracticable to separate the payments reliably, an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. Subsequently the liability is reduced as payments are made and an imputed finance charge on the liability is recognised using the Group's incremental borrowing rate.

(m) Impairment of financial assets

Accounting policies applicable from 1 January 2020

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost (including cash and cash equivalents, trade receivables and other receivables, loans to others and related parties), debt investments measured at FVOCI, contract assets, lease receivables, and loan commitments issued which are not measured at FVTPL.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; or
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of a financial instrument.

Loss allowances for trade receivables, lease receivables and contract assets are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both current and forecast general economic conditions at the reporting date.

Loss allowances for all other financial instruments, the Group recognises ECLs equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

The Group considers a financial asset to have low credit risk when its credit rating is equivalent to the globally understood definition of 'investment grade'.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 90 days past due, significant deterioration in financial instruments' credit rating, significant deterioration in the operating results of the debtor and existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Increased in loss allowance is recognised as an impairment loss in profit or loss. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the Group recognises an impairment loss in profit or loss with the corresponding entry in other comprehensive income.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence of credit-impairment includes significant financial difficulty, a breach of contract such as more than 90 days past due, probable the debtor will enter bankruptcy.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

Accounting policies applicable before 1 January 2020

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised if the carrying amount of an asset exceeds its recoverable amount. The impairment loss is recognised in profit or loss.

Calculation of recoverable amount

The recoverable amount of held-to-maturity securities carried at amortised cost is calculated as the present value of the estimated future cash flows discounted at the original effective interest rate.

The recoverable amount of available-for-sale financial assets is calculated by reference to the fair value.

Reversal of impairment

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised in profit or loss. For financial assets carried at amortised cost and available-for-sale financial assets that are debt securities, the reversal is recognised in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognised in other comprehensive income.

(n) Impairment of non-financial assets

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised if the carrying amount of an asset exceeds its recoverable amount. The impairment loss is recognised in profit or loss unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

Calculation of recoverable amount

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversal of impairment

Impairment losses recognised in prior periods in respect of non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(o) Contract liabilities

A contract liability which comprises revenue from first installation fee is the obligation to transfer goods or services to the customer. A contract liability is recognised when the Group receives or has an unconditional right to receive non-refundable consideration from the customer before the Group recognises the related revenue.

(p) Employee benefits

Defined contribution plan

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in OCI. The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(g) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance cost.

Warranties

A provision for warranties is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities.

Onerous contracts

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting the Group's obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

(r) Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- *Level 1*: quoted prices in active markets for identical assets or liabilities.
- *Level 2*: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- *Level 3*: inputs for the asset or liability that are based on unobservable input.

If the inputs used to measure the fair value of an asset or liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

(s) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

(t) Revenue

Revenue is recognised when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax and is after deduction of any trade discounts.

Sale of goods and services

Revenue from sales of goods is recognised when a customer obtains control of the goods, generally on delivery of the goods to the customers. For contracts that permit the customers to return the goods, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Therefore, the amount of revenue recognised is adjusted for estimated returns, which are estimated based on the historical data.

Revenue for rendering of services is recognised over time as the services are provided.

Revenue from initial installation fee is recognised over the service period. The service period is measured based on historical service usage period of each customer.

Consideration received from customers but there is an obligation to transfer goods or services to the customers is presented as deferred income and advance received in the statement of financial position. Contract liabilities are recognised as revenue when the Group complies with obligations stipulated in the contract.

(u) Other income

Other income comprises dividend, interest income and others. Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established.

(v) Interest

Accounting policies applicable from 1 January 2020

Effective Interest Rate (EIR)

Interest income or expense is recognised using the effective interest method. The EIR is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Accounting policies applicable before 1 January 2020

Interest income is recognised in profit or loss at the rate specified in the contract.

Interest expenses and similar costs are charged to profit or loss for the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial periods of time to be prepared for its intended use or sale.

(w) *Income tax*

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised 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 not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

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 or substantively enacted at the reporting date.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. 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 realised.

(x) *Earnings per share*

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

(y) **Related parties**

A related party is a person or entity that has direct or indirect control, or has significant influence over the financial and managerial decision-making of the Group; a person or entity that are under common control or under the same significant influence as the Group; or the Group has direct or indirect control or has significant influence over the financial and managerial decision-making of a person or entity.

(z) **Segment reporting**

Segment results that are reported to the Group's the chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

5 Related parties

Related parties that the Group had significant transactions with during the year were as follows:

Name of entities	Country of incorporation	Nature of relationships
Diamond Line Services Company Limited	Thailand	Subsidiary
AIMS Data Centre (Thailand) Limited	Thailand	Associate
TIME DOTCOM INTERNATIONAL SDN BHD	Malaysia	Major shareholder, 10% or more shareholding, and having a representative as a director of the Company
TIME DOTCOM BERHAD	Malaysia	Parent company of major shareholder
TT dotCom Sdn Bhd	Malaysia	Common shareholders and directors
TIME dotCom (Cambodia) Co., Ltd.	Cambodia	Common shareholders and directors
CMC Telecommunication Infrastructure Corporation	Vietnam	Common shareholders and directors
TIME dotCom Global Services Sdn Bhd	Malaysia	Common shareholders and directors
KIRZ Co., Ltd.	Thailand	Common shareholders

The pricing policies for transactions with related parties are explained further below:

Transactions	Pricing policies
Sale of goods and rendering of services	Contract price/ market price
Receiving of services	Contract price
Disposal of fixed assets and other assets	Contract price
Interest income	Contractually agreed rate
Other income	Contract price
Other expenses	Contract price
Key management personnel compensation	Shareholders and/or Board of Directors approval/or employment contract

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

<i>Year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Major shareholder				
Sale of goods and rendering of services	114	114	114	114
Other expenses	1,789	-	1,789	-
Associate				
Sale of goods and rendering of services	34	-	34	-
Receiving of services	2,275	-	2,275	-
Interest income	845	-	845	-
Other income*	3,581	-	3,581	-
Other related parties				
Sale of goods and rendering of services	31,430	10,021	31,430	10,021
Receiving of services	17,418	11,943	17,418	11,943
Key management personnel				
Key management personnel compensation				
Short-term employee benefits	17,814	13,324	17,814	13,324
Post-employment benefits	1,149	1,941	1,149	1,941
Total key management personnel compensation	<u>18,963</u>	<u>15,265</u>	<u>18,963</u>	<u>15,265</u>

*The Company disposed fixed assets and other assets to the associate, for a total consideration of Baht 151.96 million. There were gain on disposal of the assets of Baht 3.58 million in the consolidated and separate financial statements.

Balances as at 31 December with related parties were as follows:

<i>Trade accounts receivable</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Major shareholder	10	10	10	10
Other related parties	575	1,559	575	1,559
Total	<u>585</u>	<u>1,569</u>	<u>585</u>	<u>1,569</u>

<i>Accrued income</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Associate	34	-	34	-
Other related parties	-	8	-	8
Total	<u>34</u>	<u>8</u>	<u>34</u>	<u>8</u>

<i>Other receivable</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Associate	655	-	655	-
Total	<u>655</u>	<u>-</u>	<u>655</u>	<u>-</u>

<i>Loans to</i>	Interest rate At 31 December (% per annum)	Consolidated financial statements/ Separate financial statements			
		1 January	Increase (in thousand Baht)	Decrease	31 December
2020					
Associate	MLR-2.25+1	-	83,300	-	83,300
Total		-			83,300

The loan to a related party will be fully repaid within 7 years from the first drawdown month. The repayment shall be made starting from August 2022 to July 2027.

<i>Trade accounts payable</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Major shareholder	457	-	457	-
Associate	2,728	-	2,728	-
Other related party	2,199	1,331	2,199	1,331
Total	5,384	1,331	5,384	1,331

<i>Other payables</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Major shareholder	1,789	-	1,789	-
Other related party	3,544	462	3,544	462
Total	5,333	462	5,333	462

6 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Cash on hand	148	176	148	175
Cash at banks – current accounts	85,193	150,698	85,163	150,673
Cash at banks – savings accounts	607,123	156,914	605,891	155,575
Highly liquid short-term investments	-	50,156	-	50,156
Cheques on hand	3,324	4,296	3,324	4,296
Cash and cash equivalents in the statement of financial position / cash flows	695,788	362,240	694,526	360,875

7 Trade and other current receivables

		Consolidated financial statements		Separate financial statements	
	Note	2020	2019	2020	2019
		(in thousand Baht)			
Trade accounts receivable					
Related parties	5	585	1,569	585	1,569
Other parties		232,388	195,717	232,327	195,656
Total		232,973	197,286	232,912	197,225
Less allowance for impairment/ allowance for doubtful accounts		(18,333)	(15,007)	(18,272)	(14,946)
Net		214,640	182,279	214,640	182,279
Accrued income					
Related parties	5	34	8	34	8
Other parties		23,157	11,791	23,157	11,791
Total		23,191	11,799	23,191	11,799
Other current receivables					
Related party	5	655	-	655	-
Other parties		73	893	73	893
Total		728	893	728	893
Total trade and other current receivables		238,559	194,971	238,559	194,971
		2020	2019	2020	2019
		(in thousand Baht)			
Impairment losses (2019: Bad and doubtful debts) for the year		1,846	249	1,846	249

Aging analyses for trade accounts receivable are described in note 24.

8 Investment in subsidiary

		Separate financial statements						
		Type of business	Ownership interest (%)	Paid-up capital	Cost	Impairment	At cost - net	Dividend income for the year
			2020	2020	2020	2020	2020	2020
				2019	2019	(in thousand Baht)	2019	2019
Subsidiary								
Diamond Line Services Company Limited	Network equipment service	100	100	5,000	5,000	(5,000)	-	-

Subsidiary was incorporated and operates in Thailand.

9 Investment in associate

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Associate				
At 1 January	-	-	-	-
Share of net loss	(8,007)	-	-	-
Increase	49,000	-	49,000	-
At 31 December	40,993	-	49,000	-

Type of business	Ownership interest	Consolidated financial statements					
		2020	2019	2020	2019	2020	2019
	(%)			Cost	Equity	Dividend income for the year	
				2020	2019	2020	2019
<i>(in thousand Baht)</i>							
Associate							
AIMS Data Centre (Thailand) Limited	Data Centre Service	49	-	100,000	-	40,993	-
				49,000	-	-	-
Separate financial statements							
Type of business	Ownership interest	Paid-up capital				Dividend income	
		2020	2019	Cost	At cost - net	for the year 2020	for the year 2019
	(%)			2020	2019		
				2020	2019		
<i>(in thousand Baht)</i>							
Associate							
AIMS Data Centre (Thailand) Limited	Data Centre Service	49	-	100,000	-	49,000	-
				49,000	-	-	-

Associate was incorporated and operates in Thailand.

None of the Group's associate is publicly listed and consequently do not have published price quotations.

Acquisitions

At the annual general meeting of the shareholders of the Company held on 31 July 2020, the Company's shareholders approved a resolution to acquire the issued and paid up share capital of AIMS Data Centre (Thailand) Limited, for a total consideration of Baht 49 million, bringing the Company's total interest in AIMS Data Centre (Thailand) Limited to 49% thereby became an associate of the Company. The first consideration of Baht 27 million was paid for the existing 270,039 ordinary shares on 11 August 2020. While, the remaining consideration of Baht 22 million was paid for the new issued 219,961 ordinary shares on 1 September 2020.

The following table summarises the financial information of the associate as included in its own financial statements, adjusted for fair value adjustments at acquisition and differences in accounting policies. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in the associate.

	AIMS Data Centre (Thailand) Limited 2020 <i>(in thousand Baht)</i>
Revenue	2,550
Loss from continuing operations	(16,341)
Total comprehensive income (100%)	(16,341)
Group's share of total comprehensive income	(8,007)
Current assets	38,233
Non-current assets	405,744
Current liabilities	(59,024)
Non-current liabilities	(301,764)
Net assets (100%)	83,189
Group's share of net assets	40,763
Goodwill	230
Carrying amount of interest in associate	40,993

10 Network equipment

	Consolidated financial statements/ Separate financial statements		
	Network equipment	Network equipment under installation <i>(in thousand Baht)</i>	Total
Cost			
At 1 January 2019	5,145,898	197,358	5,343,256
Additions	80,074	119,305	199,379
Transfers	75,945	(75,945)	-
Disposals	(35,230)	(168)	(35,398)
At 31 December 2019 and 1 January 2020	5,266,687	240,550	5,507,237
Additions	68,364	178,605	246,969
Transfers	167,037	(167,037)	-
Disposals	(36,205)	(237)	(36,442)
At 31 December 2020	5,465,883	251,881	5,717,764
Depreciation and impairment losses			
At 1 January 2019	2,392,495	22,673	2,415,168
Depreciation charge for the year	400,995	-	400,995
Reversal of impairment losses	(358)	-	(358)
Disposals	(31,152)	-	(31,152)
At 31 December 2019 and 1 January 2020	2,761,980	22,673	2,784,653
Depreciation charge for the year	365,494	-	365,494
Reversal of impairment losses	(3,099)	-	(3,099)
Disposals	(30,577)	(16)	(30,593)
At 31 December 2020	3,093,798	22,657	3,116,455
Net book value			
At 31 December 2019	2,504,707	217,877	2,722,584
At 31 December 2020	2,372,085	229,224	2,601,309

The gross amount of the Group and the Company's fully depreciated network equipment that was still in use as at 31 December 2020 amounted to Baht 1,255 million (2019: Baht 897 million).

As at 31 December 2020, the Company has network equipment with a net book value of Baht 8 million (2019: Baht 9 million) that is installed on the premises of a counterparty. The ownership of the network equipment will be transferred to the counterparty at the end of the agreement. Moreover, the Company has granted the right to use the equipment to the counterparty and has committed to share revenue generated from some of the equipment at a rate stipulated in the agreement annually, for the term of the agreement. The Company also agrees to provide to the counterparty the minimum guaranteed shared revenue amount stated in the agreement.

During the year 2018, the Company and the counterparty agreed to cancel some services prescribed in the Memorandum of Understanding (MOU) concerning joint construction and management of network equipment. The ownership of the network equipment is to be transferred to the counterparty at the end of the term of the MOU at a mutually agreed price which is under negotiation. As at 31 December 2020, the Company has network equipment under MOU with a net book value of Baht 14 million (2019: Baht 15 million).

11 Property, plant and equipment

		Consolidated financial statements/ Separate financial statements					
	Note	Land	Buildings and leasehold improvement	Furniture, fixtures and office equipment (in thousand Baht)	Vehicles	Assets under construction	Total
Cost							
At 1 January 2019		32,236	328,612	195,359	3,444	-	559,651
Additions		-	210	945	-	71,572	72,727
Disposes		-	-	(4,826)	(1,092)	-	(5,918)
Reclassify	27	-	-	-	-	(21,327)	(21,327)
At 31 December 2019 and 1 January 2020		32,236	328,822	191,478	2,352	50,245	605,133
Additions		-	925	4,329	-	76,095	81,349
Transfers		-	10,670	1,107	-	(11,777)	-
Disposals		-	(21)	(3,392)	-	(111,837)	(115,250)
At 31 December 2020		32,236	340,396	193,522	2,352	2,726	571,232
Depreciation and impairment losses							
At 1 January 2019		-	98,202	167,763	3,372	-	269,337
Depreciation charge for the year		-	19,508	13,463	56	-	33,027
Disposals		-	-	(4,823)	(1,092)	-	(5,915)
At 31 December 2019 and 1 January 2020		-	117,710	176,403	2,336	-	296,449
Depreciation charge for the year		-	16,511	8,773	16	-	25,300
Disposals		-	-	(3,347)	-	-	(3,347)
At 31 December 2020		-	134,221	181,829	2,352	-	318,402
Net book value							
At 31 December 2019		32,236	211,112	15,075	16	50,245	308,684
At 31 December 2020		32,236	206,175	11,693	-	2,726	252,830

The gross amount of the Group and the Company's fully depreciated property and equipment that was still in use as at 31 December 2020 amounted to Baht 206 million (2019: Baht 180 million).

12 Leases

As a lessee

<i>At 31 December 2020</i>	Consolidated/ Separate financial statements (in thousand Baht)
<i>Right-of-use assets</i>	
Rent site	72,024
Office building	30,384
Vehicles	12,797
Land	8,307
Total	123,512

In 2020, additions to the right-of-use assets of the Group were Baht 26 million.

The Group leases a number of assets for 1-30 years, with extension options at the end of lease term. The rental is payable monthly as specified in the contract.

Extension options

Some property leases contain extension options exercisable by the Group up to one year before the end of the non-cancellable contract period. Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

<i>At 31 December</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
<i>Amounts recognised in profit or loss</i>				
Depreciation of right-of-use assets:				
- Rent site	25,848	-	25,848	-
- Office building	18,725	-	18,725	-
- Vehicles	10,048	-	10,048	-
- Land	347	-	347	-
Interest on lease liabilities	4,525	-	4,525	-
Lease expense	16,652	-	16,610	-
Contingent rent expense	-	79,355	-	79,311

In 2020, total cash outflow for leases of the Group was Baht 72 million.

13 Intangible assets

	Consolidated/ Separate financial statements Software licences (in thousand Baht)
Cost	
At 1 January 2019	70,233
Additions	2,626
At 31 December 2019 and 1 January 2020	72,859
Additions	2,369
At 31 December 2020	75,228
Amortisation	
At 1 January 2019	48,984
Amortisation for the year	8,082
At 31 December 2019 and 1 January 2020	57,066
Amortisation for the year	6,490
At 31 December 2020	63,556
Net book value	
At 31 December 2019	15,793
At 31 December 2020	11,672

The gross amount of the Group's and the Company's fully amortised intangible assets that was still in use as at 31 December 2020 amounted to Baht 45 million (2019: Baht 38 million).

14 Interest-bearing liabilities

	Consolidated/ Separate financial statements					
	2020		Total (in thousand Baht)	2019		Total
	Secured	Unsecured		Secured	Unsecured	
Short-term loan from financial institution	-	-	-	-	30,000	30,000
Lease liabilities (2019: Finance lease liabilities)	-	107,167	107,167	-	-	-
Long-term loans from financial institutions	562,894	737,800	1,300,694	764,758	563,400	1,328,158
Less deferred front-end fee	-	(2,960)	(2,960)	-	(2,777)	(2,777)
Total interest-bearing liabilities	562,894	842,007	1,404,901	764,758	590,623	1,355,381

At 31 December 2019, the Company has a short-term loan from a financial institution, amounting to Baht 30.00 million at an interest rate of 2.70% per annum. The loan was fully repaid in July 2020.

At 31 December 2020, the Company has a long-term loan from a financial institution, amounting to Baht 422.89 million (31 December 2019: Baht 504.76 million) at MLR minus certain rate per annum (31 December 2019: 4.25% per annum). The loan is repayable installments starting from March 2018 to February 2026.

At 31 December 2020, the Company has a long-term loan from a financial institution, amounting to Baht 397.80 million (31 December 2019: Baht 563.40 million) at an interest rate of THBFIX plus certain rate per annum (31 December 2019: THBFIX plus certain rate per annum). The loan is repayable installments starting from June 2019 to May 2023. However, the Company entered into an interest rate swap contract with the loan provider to fix interest rate.

At 31 December 2020, the Company has a long-term loan from a financial institution, amounting to Baht 140.00 million (31 December 2019: Baht 260.00 million) at an interest rate of THBFIX plus certain rate per annum (31 December 2019: THBFIX plus certain rate per annum). The loan is repayable installments starting from August 2017 to February 2022. However, the Company entered into an interest rate swap contract with the loan provider to fix interest rate.

At 31 December 2020, the Company has a long-term loan from a financial institution, amounting to Baht 340.00 million (31 December 2019: nil) at MLR minus certain rate per annum. The loan is repayable installments starting from August 2021 to July 2025.

Under the term of long-term loan agreements, the Company is required to follow the financial conditions including the maintenance of debt to equity ratio and debt service coverage ratio at the rate prescribed in the agreements.

As at 31 December 2020, the Company has unutilised credit facilities totaling to Baht 534 million (31 December 2019: Baht 883 million).

Changes in liabilities arising from financing activities

	Consolidated/ Separate financial statements			
	Loans	Debentures	Lease liabilities (2019: Finance lease liabilities) (in thousand Baht)	Total
2020				
At 1 January	1,355,381	-	-	1,355,381
Changes from financing cash flows	(57,464)	-	107,167	49,703
Changes in front-end fee	(183)	-	-	(183)
At 31 December	1,297,734	-	107,167	1,404,901
2019				
At 1 January	1,204,176	659,436	-	1,863,612
Changes from financing cash flows	153,036	(660,000)	-	(506,964)
Changes in front-end fee	(1,831)	564	-	(1,267)
At 31 December	1,355,381	-	-	1,355,381

15 Trade and other current payables

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Trade accounts payable	145,630	133,015	145,630	133,015
Account payables – network equipment	125,276	30,452	125,276	30,452
Accrued expenses	31,910	23,382	31,849	23,321
Account payables - property, plant and equipment	154	-	154	-
Account payables - intangible assets	152	170	152	170
Others	7,715	5,659	7,715	5,659
Total trade and other current payables	310,837	192,678	310,776	192,617

16 Non-current provisions for employee benefits

The Group and the Company operate a defined benefit plan based on the requirement of Thai Labour Protection Act B.E 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plans expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

<i>Present value of the defined benefit obligations</i>	Consolidated/ Separate financial statements	
	2020	2019
	<i>(in thousand Baht)</i>	
At 1 January	31,566	29,553
Include in profit or loss:		
Current service cost	7,155	6,216
Past service cost	-	6,756
Interest on obligation	527	416
	<u>7,682</u>	<u>13,388</u>
Included in other comprehensive income		
Actuarial (gain) loss		
- Demographic assumptions	-	(10,266)
- Financial assumptions	-	1,068
- Experience adjustment	-	(2,177)
	<u>-</u>	<u>(11,375)</u>
Benefit paid	<u>(3,664)</u>	<u>-</u>
At 31 December	35,584	31,566

<i>Principal actuarial assumptions</i>	Consolidated/ Separate financial statements	
	2020	2019
	<i>(%)</i>	
Discount rate	1.67	1.67
Future salary growth	4	4
Employee turnover	0 - 19	0 - 19

Assumptions regarding future mortality have been based on published statistics and mortality tables.

At 31 December 2020, the weighted-average duration of the defined benefit obligation was 13.2 years (2019: 13.2 years).

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

<i>Effect to the defined benefit obligation At 31 December</i>	Consolidated/ Separate financial statements			
	1% increase in assumption		1% decrease in assumption	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Discount rate	(4,537)	(3,745)	5,453	4,508
Future salary growth	5,611	4,321	(4,744)	(3,675)
Employee turnover	(4,848)	(4,003)	2,367	1,971
Future mortality	273	227	(271)	(226)

17 Share premium and reserves

Share premium

Section 51 of the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account ("share premium"). Share premium is not available for dividend distribution.

Equity-settled share-based payment transactions

The Company recognises share-based payment transactions when employees rendered the service, based on the fair value of the share options on the grant date. The expenses are recorded over the vesting period, in accordance with the conditions regarding length of service rendered by employees stipulated in the share-based payment plan, together with a corresponding increase in "Capital reserve for share-based payment transactions" in shareholders' equity.

Estimating fair value for share-based payment transactions requires management to exercise judgement, and to apply assumptions, including as to the expected life of the share options, share price volatility and dividend yield.

Reserves comprise:

Appropriations of profit and/or retained earnings

Legal reserve

Section 116 of the Public Companies Act B.E. 2535 Section 116 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account ("legal reserve"), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

Other components of equity

Hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments used in cash flow hedges pending subsequent recognition in profit or loss or directly included in the initial cost or other carrying amount of a non-financial asset or non-financial liability.

18 Segment information and disaggregation of revenue

Management considers that the Group operates in a single line of business, namely Provision of communication high speed circuit services, and has, therefore, only one reportable segment.

The segment's performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Group's CODM. Segment profit before tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

<i>For the year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Information about reportable segment				
External revenues	1,303,228	1,291,958	1,303,228	1,291,958
Inter-segment revenue	-	-	-	-
Total revenue	1,303,228	1,291,958	1,303,228	1,291,958
Disaggregation of revenue				
Primary geographical markets				
Thailand	1,136,658	1,170,486	1,136,658	1,170,486
Southeast Asia countries	133,289	93,823	133,289	93,823
Others	33,281	27,649	33,281	27,649
Total revenue	1,303,228	1,291,958	1,303,228	1,291,958
Major products/service lines				
Connectivity Service	1,198,206	1,220,468	1,198,206	1,220,468
Network equipment	85,213	51,526	85,213	51,526
Installation of network equipment	12,649	9,741	12,649	9,741
Maintenance service of network equipment	7,160	10,223	7,160	10,223
Total revenue	1,303,228	1,291,958	1,303,228	1,291,958
Timing of revenue recognition				
At a point in time	85,213	51,526	85,213	51,526
Over time	1,218,015	1,240,432	1,218,015	1,240,432
Total revenue	1,303,228	1,291,958	1,303,228	1,291,958
Segment profit before income tax	118,598	55,921	126,876	56,026

(a) Reconciliations of reportable segment revenues, profit or loss, assets and liabilities and other material items

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	(in thousand Baht)			
Profit or loss				
Reportable segments	463,305	425,351	463,305	425,351
Unallocated amounts:				
- Other income	18,311	16,530	18,306	16,525
- Distribution costs	(84,327)	(77,879)	(84,327)	(77,879)
- Administrative expenses	(213,937)	(232,138)	(213,661)	(232,028)
- Finance costs	(56,747)	(75,943)	(56,747)	(75,943)
- Share of loss of investment in associate	(8,007)	-	-	-
Profit before income tax	118,598	55,921	126,876	56,026
Reportable assets	4,229,918	3,975,706	4,236,606	3,974,112
Reportable liabilities	1,797,571	1,618,494	1,797,507	1,618,426

(b) Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers.

	Consolidated/ Separate financial statements	
	2020	2019
	(in thousand Baht)	
Thailand	1,136,658	1,170,486
Southeast Asia countries	133,289	93,823
Others	33,281	27,649
Total	1,303,228	1,291,958

(c) Major customer

During the year 2020 and 2019, the Group has no major customer with revenue of 10 percent or more of the Group's total revenue.

(d) Telecom Operation Licenses

In presenting information on a basis of services provided under Telecom Operation Licenses which is prescribed by NBTC, revenue is presented as follows:

	Consolidated financial statements/ Separate financial statements	
	2020	2019
	(in thousand Baht)	
Telecom Operation License Type 1	278,043	76,689
Telecom Operation License Type 2	791,246	1,071,551
Telecom Operation License Type 3	128,156	71,548
Total	1,197,445	1,219,788

(e) Promotional privileges

The Group has been granted a promotional certificate by the Office of the Board of Investment for international high-speed submarine cable service. The Group has been granted several privileges including exemption and/or reduction from payment of income tax on the net profit derived from promoted operation with certain terms and conditions prescribed in the promotional certificate.

At 31 December 2020, the Group has not activated such promotional certificate.

(f) Contract liabilities

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
At 1 January	16,730	19,711	16,730	19,711
Recognised as revenue during the year	(15,546)	(26,745)	(15,546)	(26,745)
Advance received	12,464	16,357	12,464	16,357
Adoption of new accounting standard (TFRS 15)	-	7,407	-	7,407
At 31 December	13,648	16,730	13,648	16,730

(g) Contract cost assets

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
At 31 December				
Costs to obtain a contract	9,770	10,741	9,770	10,741

19 Employee benefit expenses

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Salaries wages overtime and bonus	253,305	237,071	253,305	237,071
Commission	8,904	6,098	8,904	6,098
Defined benefit plans	7,682	13,388	7,682	13,388
Defined contribution plans	4,746	4,476	4,746	4,476
Others	24,387	26,658	24,387	26,658
Total	299,024	287,691	299,024	287,691

Defined contribution plans

The defined contribution plans comprise provident funds established by the Group for its employees. Membership to the funds is on a voluntary basis. Contributions are made monthly by the employees at rates ranging from 3% to 15% of their basic salaries and by the Group at rates 3% of the employees' basic salaries. The provident funds are registered with the Ministry of Finance as juristic entities and are managed by a licensed Fund Manager.

20 Expenses by nature

		Consolidated financial statements		Separate financial statements	
	Note	2020	2019	2020	2019
		(in thousand Baht)			
Depreciation and amortisation		452,251	442,104	452,251	442,104
Employee benefit expenses	19	299,024	287,691	299,024	287,691
Connectivity costs		169,442	166,184	169,442	166,184
Site expenses		45,648	38,088	45,648	38,088
Recognised first time fees		36,621	36,447	36,621	36,447
Regulatory fee for telecommunication business license		28,587	29,421	28,587	29,421
Utilities and service fees		24,548	29,142	24,548	29,139
Cost of sale of goods		21,548	20,446	21,548	20,446
Lease-related expenses (2019: Lease payment)		16,652	79,355	16,610	79,311
Transportation expenses		5,613	6,028	5,613	6,028
Professional fees		5,186	3,034	5,126	2,974
Net foreign exchange differences		-	8,965	-	8,965
Others		33,068	29,719	32,893	29,717
Total cost of sale of goods and rendering of services, distribution costs and administrative expenses		1,138,188	1,176,624	1,137,911	1,176,515

21 Income tax

<i>Income tax recognised in profit or loss</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
<i>(in thousand Baht)</i>				
Current tax expense				
Current year	19,456	4,774	19,456	4,774
Adjustment for prior years	-	2,278	-	2,278
	19,456	7,052	19,456	7,052
Deferred tax expense				
Movements in temporary differences	3,905	4,158	3,905	4,158
	3,905	4,158	3,905	4,158
Total income tax expense	23,361	11,210	23,361	11,210

Consolidated/ Separate financial statements						
	Before tax	2020 Tax expense	Net of tax	Before tax	2019 Tax expense	Net of tax
<i>Income tax</i>						
<i>(in thousand Baht)</i>						
<i>Recognised in other comprehensive income</i>						
Cash flow hedges reserve	5,137	(1,027)	4,110	-	-	-
Defined benefit plan actuarial gains	-	-	-	11,375	(2,275)	9,100
Total	5,137	(1,027)	4,110	11,375	(2,275)	9,100

Reconciliation of effective tax rate	Consolidated financial statements			
	2020		2019	
	<i>Rate</i> (%)	<i>(in thousand Baht)</i>	<i>Rate</i> (%)	<i>(in thousand Baht)</i>
Profit before income tax expense		118,598		55,921
Income tax using the Thai corporation tax rate	20	23,720	20	11,184
Non-deductible expenses		(8,048)		(6,272)
Expenses not deductible for tax purposes		7,689		4,020
Under provided in prior years		-		2,278
Total	20	23,361	20	11,210

Reconciliation of effective tax rate	Separate financial statements			
	2020		2019	
	<i>Rate</i> (%)	<i>(in thousand Baht)</i>	<i>Rate</i> (%)	<i>(in thousand Baht)</i>
Profit before income tax expense		126,876		56,026
Income tax using the Thai corporation tax rate	20	25,375	20	11,205
Non-deductible expenses		(8,048)		(6,272)
Expenses not deductible for tax purposes		6,034		3,999
Under provided in prior years		-		2,278
Total	18	23,361	20	11,210

Deferred tax At 31 December	Consolidated/ Separate financial statements			
	Assets		Liabilities	
	2020	2019	2020	2019
		<i>(in thousand Baht)</i>		
Total	33,530	34,379	(1,789)	(1,482)
Set off of tax	(1,789)	(1,482)	1,789	1,482
Net deferred tax assets	31,741	32,897	-	-

Deferred tax	Consolidated/ Separate financial statements			
	At 1 January (Restated)	(Charged) / Credited to		At 31 December
		Profit or loss	Other comprehensive income	
		<i>(in thousand Baht)</i>		
2020				
Deferred tax assets				
Network equipment	23,162	(4,989)	-	18,173
Accounts receivable	3,264	369	-	3,633
Inventories	258	-	-	258
Provision for employee benefits	6,313	807	-	7,120
Contract liabilities	1,678	215	-	1,893
Derivatives	3,480	-	(1,027)	2,453
Total	38,155	(3,598)	(1,027)	33,530
Deferred tax liabilities				
Right-of-use assets	-	(612)	-	(612)
Contract assets	(1,482)	305	-	(1,177)
Total	(1,482)	(307)	-	(1,789)

<i>Deferred tax</i>	Consolidated/ Separate financial statements			At 31 December
	At 1 January (Restated)	<u>(Charged) / Credited to</u>		
		Profit or loss	Other	
			comprehensive income	
		<i>(in thousand Baht)</i>		
Net	36,673	(3,905)	(1,027)	31,741

Deferred tax	Consolidated/ Separate financial statements			At 31 December
	At 1 January	(Charged) / Credited to		
		Profit or loss	Other comprehensive income	
		(in thousand Baht)		
2019				
Deferred tax assets				
Network equipment	29,492	(6,330)	-	23,162
Accounts receivable	2,918	50	-	2,968
Inventories	258	-	-	258
Provision for employee benefit	5,910	2,678	(2,275)	6,313
Contract liabilities	1,475	203	-	1,678
Total	40,053	(3,399)	(2,275)	34,379
Deferred tax liabilities				
Contract assets	(723)	(759)	-	(1,482)
Total	(723)	(759)	-	(1,482)
Net	39,330	(4,158)	(2,275)	32,897

22 Earnings per share

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Profit attributable to ordinary shareholders of the Company (basic)	95,236	44,710	103,515	44,815
Weighted average number of ordinary shares outstanding (basic) at 31 December	433,655	433,655	433,655	433,655
Earnings per share (basic) (in Baht)	0.22	0.10	0.24	0.10

23 Dividends

The shareholders/ board of directors of the Company have approved dividends as follows:

	Approval date	Payment schedule	Dividend rate per share (Baht)	Amount (in million Baht)
2020				
Interim dividend	14 April 2020	May 2020	0.021	9.11

	Approval date	Payment schedule	Dividend rate per share (Baht)	Amount (in million Baht)
2019				
Annual dividend	29 April 2019	May 2019	<u>0.030</u>	<u>13.01</u>

24 Financial instruments

(a) *Carrying amounts and fair values*

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities measured at amortised cost if the carrying amount is a reasonable approximation of fair value.

		Carrying amount Financial instruments measured at amortised cost	Hedging instruments	Consolidated/ Separate financial statements					Fair value
				Total	Level 1	Level 2	Level 3	Total	
At 31 December 2020									
Financial asset									
Loan to related party	5	83,300	-	83,300	-	83,300	-	83,300	
Financial liabilities									
Loans from financial institutions		(1,297,734)	-	(1,297,734)	-	(1,297,734)	-	(1,297,734)	
Other financial liability: Interest rate swaps used for hedging		-	(12,265)	(12,265)	-	(12,265)	-	(12,265)	

		Consolidated/ Separate financial statements			
	Carrying amount	Fair value			
		Level 1	Level 2	Level 3	Total
		(in thousand Baht)			
31 December 2019					
Financial liability not measured at fair value					
Loans from financial institutions	(1,355,381)	-	(1,355,381)	-	(1,355,381)

Financial instruments measured at fair value

Interest rate swaps

Swap models: The fair value is calculated as the present value of estimated future cash flows. Estimated of future floating-rate cash flows are based on quoted swap rates, futures prices and interbank borrowing rates. Estimated cash flows are discounted using a yield curve constructed from similar sources and which reflects the relevant benchmark interbank rate used by market participants for this purpose when pricing interest rate swaps. The fair value estimate is subject to a credit risk adjustment that reflects the credit risk of the Group and of the counterparty; this is calculated based on credit spreads derived from current credit default swap or bond prices.

(b) *Financial risk management policies*

Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

(b.1) *Credit risk*

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers.

(b.1.1) Trade accounts receivable

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Detail of concentration of revenue are included in note 19(b).

The risk management committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references. Sale limits are established for each customer and reviewed annually. Any sales exceeding those limits require approval from the Group's authorised person.

The Group limits its exposure to credit risk from trade accounts receivables by establishing a maximum payment period of 60 days.

The following table provides information about the exposure to credit risk and ECLs for trade accounts receivables.

<i>At 31 December 2020</i>	Consolidated financial statements		
	Trade accounts receivables	Total carrying amounts	Allowance for expected credit loss
	<i>(in thousand Baht)</i>		
Within credit terms	126,312	126,312	-
Overdue:			
1-90 days	72,480	72,480	(288)
91-180 days	10,800	10,800	(418)
181-360 days	5,802	5,802	(474)
More than 360 days	17,579	17,579	(17,153)
Total	232,973	232,973	(18,333)
<i>Less allowance for expected credit loss</i>	<i>(18,333)</i>	<i>(18,333)</i>	
Net	214,640	214,640	

<i>At 31 December 2020</i>	Separate financial statements		
	Trade accounts receivables	Total carrying amounts	Allowance for expected credit loss
	<i>(in thousand Baht)</i>		
Within credit terms	126,312	126,312	-
Overdue:			
1-90 days	72,480	72,480	(288)
91-180 days	10,800	10,800	(418)
181-360 days	5,802	5,802	(474)
More than 360 days	17,518	17,518	(17,092)
Total	232,912	232,912	(18,272)
<i>Less allowance for expected credit loss</i>	<i>(18,272)</i>	<i>(18,272)</i>	
Net	214,640	214,640	

Loss rates are based on actual credit loss experience over the past three years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

<i>Trade accounts receivable</i>	Consolidated financial statements (in thousand Baht)	Separate financial statements
<i>At 31 December 2019</i>		
Within credit terms	132,787	132,787
Overdue:		
Less than 3 months	39,229	39,229
3 - 6 months	6,304	6,304
6 - 12 months	3,669	3,669
Over 12 months	15,297	15,236
Total	197,286	197,225
Less allowance for doubtful accounts	(15,007)	(14,946)
Net	182,279	182,279

The normal credit term granted by the Group ranges from 30 days to 60 days.

<i>Allowance for impairment - simplified approach</i>	<i>Note</i>	Consolidated financial statements (in thousand Baht)	Separate financial statements
At 1 January 2020 - restated	3	16,487	16,426
Additions	7	1,846	1,846
At 31 December 2020		18,333	18,272

(b.2) Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

The following table are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.

		Consolidated/ Separate financial statements				
		Contractual cash flows				
		More than 1 year but less than 2 years		More than 2 years but less than 5 years		Total
At 31 December 2020	Carrying amount	1 year or less	More than 5 years			
(in thousand Baht)						
Non-derivative financial liabilities						
Loans from financial institutions	1,297,734	427,205	371,825	570,572	-	1,369,602
Lease liabilities	107,167	56,893	51,832	3,854	-	112,579
	1,404,901	794,935	423,657	574,426	-	1,793,018

At 31 December 2020	Consolidated/ Separate financial statements					
	Carrying amount	1 year or less	Contractual cash flows			Total
			More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	
			(in thousand Baht)			
Derivative financial liability						
Interest rate swaps used for hedging						
- Cash outflow	24,375	17,099	6,361	915	-	24,375
	<u>24,375</u>	<u>17,099</u>	<u>6,361</u>	<u>915</u>	<u>-</u>	<u>24,375</u>

(b.3) Market risk

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivatives for speculative or trading purposes.

(b.3.1) Foreign currency risk

The Group is exposed to foreign currency risk relating to purchases and sales which are denominated in foreign currencies.

<i>Exposure to foreign currency at 31 December 2020</i>	Consolidated/ Separate financial statements						
	USD	EUR	SGD	AUD (in thousand Baht)	GSB	HKD	Total
Cash and cash equivalents	85,493	-	-	-	-	-	85,493
Trade and other current receivables	42,550	16	-	-	-	-	42,566
Trade and other current liabilities	(23,095)	-	(1,104)	(88)	(134)	(6)	(24,427)
Net statement of financial position exposure	98,948	16	(1,104)	(88)	(134)	(6)	103,622

<i>Exposure to foreign currency at 31 December 2019</i>	Consolidated/ Separate financial statements						
	USD	EUR	SGD	AUD (in thousand Baht)	GSB	HKD	Total
Cash and cash equivalents	160,912	-	-	-	-	-	160,912
Trade and other current receivables	24,058	7	-	-	-	-	24,065
Trade and other current liabilities	(18,030)	-	-	-	-	(6)	(18,036)
Net statement of financial position exposure	166,940	7	-	-	-	(6)	166,941

Sensitivity analysis

A reasonably possible strengthening (weakening) of the US dollar against Thai Baht at 31 December 2020 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

At 31 December 2020	Movement (%)	Consolidated/ Separate financial statements			
		Profit or loss		Equity, net of tax	
		Strengthening	Weakening	Strengthening	Weakening
			(in thousand Baht)		
USD	10	9,895	(9,895)	-	-

(b.3.2) Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows because loan interest rates are mainly fixed. The Group is primarily exposed to interest rate risk from its borrowings (see note 14). The Group mitigates this risk by ensuring that the majority of its debt securities and borrowings are at fixed interest rates and uses derivatives, principally interest rate swaps, to manage exposure to fluctuations in interest rates on specific debt securities and borrowings.

Exposure to interest rate risk at 31 December	Consolidated/ Separate financial statements	
	2020	2019
	(in thousand Baht)	
Financial instruments with variable interest rates		
Financial liabilities	(1,297,734)	(1,355,381)
Interest rate swaps	(12,265)	-
	<u>(1,309,999)</u>	<u>(1,355,381)</u>

Interest rate swap contract

During the year 2019, the Group entered into an interest rate swap agreement for a long-term loan amounted of Baht 660 million and Baht 675 million swapping a floating interest rate of THBFIX plus certain rate per annum, to a fixed interest rate of 4% - 5% per annum, with settlement every months starting on 17 June 2019 until 31 May 2023 and 29 September 2019 until 28 February 2022, respectively.

Cash flow sensitivity analysis for variable-rate instruments

A reasonable possible change of 1 % in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

<i>At 31 December 2020</i>	Consolidated/ Separate financial statements			
	Profit or loss		Equity, net of tax	
	1% increase	1% decrease	1% increase	1% decrease
	in interest rate	in interest rate	in interest rate	in interest rate
	<i>(in thousand Baht)</i>			
Financial instruments with variable interest rate	(12,977)	12,977	-	-
Interest rate swaps	-	-	98	(98)
Cash flow sensitivity (net)	(12,977)	12,977	98	(98)

25 Commitments with non-related parties

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
<i>Capital commitments</i>				
Network equipment	34,651	51,408	34,651	51,408
Buildings and other constructions	12,819	1,383	12,819	1,383
Computer programs	2,046	1,200	2,046	1,200
Total	49,516	53,991	49,516	53,991
<i>Non-cancellable service commitments</i>				
Within 1 year	6,888	58,089	6,888	58,089
1 - 5 years	21,342	88,507	21,342	88,507
After 5 years	79,727	87,498	79,727	87,498
Total	107,957	234,094	107,957	234,094
<i>Other commitments</i>				
Purchase orders for goods and supplies	138	65	138	65
Bank guarantees	39,751	38,350	39,751	38,350
Total	39,889	38,415	39,889	38,415

Bank guarantees

At 31 December 2020, the Company had bank guarantees in respect of the usage of fiber optic network, space rental and facilities.

Service agreements

The Company has entered into several service agreements in respect of the lease of equipment and other service agreements. The term of the agreements is generally between 1 and 30 years.

26 Contingent liabilities

- a) In 2011, a company transferred a quantity of fiber optic cable to the Company. The cable was already installed and in use in an underground cable conduit in Bangkok, belonging to the operator of a telecommunication business. Subsequently, in the first quarter of 2012, the Company received a notification of the new rental rate for the underground cable conduit stipulated by the telecom operator, but no invoice has been issued to collect the rental fee. Nevertheless, the Company has recorded a liability in respect of its rental obligations, estimated on the basis of the rental that was previously notified to the transferor of the fiber optic cable, which is lower than the new rental rate stipulated by the telecom operator. The Company's management believes that since the new rental rate for the underground cable conduit is considerably higher than the former rate, it is a rate stipulated by the telecom operator that is not in line with the principles and methods of determining network usage charges for licensees under the notification of the National Broadcasting and Telecommunications Commission (NBTC) on the use and interconnection of telecommunications networks B.E. 2549 ("IC notice"), since, in fact, these underground cable conduits were built and used by that telecom operator and had been used by the company that transferred the fiber optic cable to the Company for least 10 years. They are thus existing assets of the telecom operator and have not required additional investment expenditure. The Company therefore believes that the new rental rate stipulated by the telecom operator is not in line with cost - based principles ("IC notice No.19") and the method of calculating the rental charge may not reflect the cost, as approved by NBTC ("IC Notice No.20"). In addition, if there is to be any change in the rental rate the telecom operator, as the licensed network operator, is required to provide the Company, as a licensee requesting use of the network, with at least 90 days' notice, and evidence or reasons showing why the rate change is needed ("IC note No.21"). The telecom operator has not done this. Therefore, in order to move forward in accordance with legal principals and procedures, the Company submitted a letter asking the telecom operator to clarify the reasons for setting a new rental rate for the network and to provide the Company with evidence and the calculation method used to determine that rate. The Company also asked to exercise its right to negotiate a reduced, reasonable and fair, and legal rate with the telecom operator.

Subsequently, in July 2012, that telecom operator replied to the Company, confirming that the rental rate for the underground cable conduit stipulated by the telecom operator is the appropriate and notifying the Company to confirm the payment of rental fees for the underground cable conduit by 15 August 2012 so that it can proceed with collection of fees from the Company, and that there would be no adjustment of the rental rate disputed by the Company.

However, the Company announced that it would reduce usage of the underground cable conduit as from 1 April 2012 as necessary, and the telecom operator reviewed the information in August 2012 claimed additional rental for the underground cable conduit at a rate equal to the new rental rate.

As the rental rate has been confirmed by the telecom operator, the Company's management believe that the Company and the telecom operator remain in dispute over rights under the agreement for use of underground cable conduit. The Company therefore submitted a letter reserving its right to refuse to accept the amount specified by the telecom operator because they believe that is has been calculated based on an unfair rental rate that is unlawful in accordance with the IC notice, and its right to request time to verify the amount notified. In addition, the Company has the right to request that NBTC to accept the dispute for dispute settlement procedures in accordance with the IC notice.

Subsequently, while the Company was preparing to request that NBTC intervene to provide a fair resolution, the management of the Company and the telecom operator entered into negotiations to resolve this issue. However, the telecom operator sued the Company as the second defendant through the Civil Courts, claiming payment for use of the conduit together with interest to the date of the lawsuit amounting to Baht 39.2 million, as well as interest at the rate of 7.5% per annum on principal of Baht 36.8 million. The Company received a copy of the lawsuit on 24 July 2013. Since the management of the telecom operator has never provided any notification, it will be necessary for the Company to settle the dispute through court proceedings. The Company's management believe that the Company will win the case, since it should be resolved through dispute settlement procedures in accordance with the IC notice and is not within the authority of the Civil Courts. Moreover, the telecom operator did not proceed in compliance with the notification of the NBTC (IC notice).

The Company subsequently had the opportunity to negotiate with the management of the telecom operator to resolve the disputes. The initial results of these negotiations suggest that a resolution is possible, and the Company has submitted a compromise proposal to the telecom operator. Under this proposal the Company has requested the telecom operator to charge for underground cable conduit rental at the old rate from the date following the expiration date of the service contract between the telecom operator and the company that transferred the fiber optic cable to the Company, and the date that the Company received notification of the new rental rate. After that, the new rental rate will be applied. This proposed compromise would significantly reduce rental liabilities. However, the telecom operator decided not to enter into a compromise agreement as proposed by the Company, because legal proceedings were already underway. The Company therefore proceeded with two courses of action.

The first course of action was to submit a petition to the NBTC in order to request a fair resolution bestowed upon it by telecoms law and the IC Notice to set of a correct rate for the underground cable conduit, and to provide protection to the Company to use the fiber optic cable from such conduit. The Company then followed its second course of action, which was to submit a statement of defense to the Civil Court that provides grounds to dispute both legal and factual aspects of the case, showing that the telecom operator had acted illegally and the Company had no legal obligation at all to pay the telecom operator the amounts being claimed under the lawsuit. The Company also filed a petition with the Court challenging the Court's jurisdiction over the case. Therefore, the Court issued an order to suspend the court proceedings, and pass the case to the Administrative Court. The Administrative Court was of the opinion that it has jurisdiction over the case, meaning there is a difference of opinion over the issue of court jurisdiction. Therefore, the matter was forwarded to the Court Jurisdiction Commission for determining court jurisdiction, and on 29 April 2015, the Commission decided that this case is under the jurisdiction of the Administrative Court. The Civil Court therefore struck the case from its case list and it can be construed that there are no longer any lawsuits that the telecom operator brought against the Company in the Civil Court.

Subsequently, the Administrative Court has announced the Court order dated 26 June 2015 to the Company that the Administrative Court has received the case from the Civil Court. However, the Company has determined that it does not agree with the order of the Court; therefore, the Company fled a rebuttal statement to the Court on 13 August 2015. The Court considered the rebuttal statement of the Company and ordered on 28 August 2015 to reject the statement although the Civil Court had struck the case out of the case list. The Civil Court had already summarised the statements and sent all the documents to the Administrative Court. It means that the case had been transferred to the Administrative Court. Although, the Company still disagrees with the Court's order, such order is an interlocutory order by law. An appeal against an interlocutory order shall be fled at the same time when an appeal against a judgement is fled. In this regard, the Company has to wait till the Administrative Court reaches its judgement on this case so that it can lodge an appeal. Subsequently, the Administrative Court has rendered order to specify that 30 March 2018 would be the last day to end up with the process of finding the evidences.

On 31 July 2019, the Central Administrative Court rendered a judgement ordering that the Company pay the cable conduit rental fee, based on its minimum reference rate, of Baht 7 million together with interest at a rate of 7.5% per annum of the total principal amount to the telecom operator. On 21 August 2019, the Company paid the rental fee together with interest totaling Baht 16 million to the telecom operator.

The telecom operator filed an appeal against the judgement of the Central Administrative Court on 28 August 2019. The Company has therefore filed a petition to such appeal with the Central Administrative Court on 17 December 2019. The Company is currently awaiting for a judgement ordering from the Supreme Administrative Court.

The Company has recorded monthly rental fee for cable conduit from August 2019 onwards in accordance with the order of the Central Administrative Court. As at 31 December 2020, the Company recorded the accrued rental fee for cable conduit by Baht 0.05 million in the financial statements.

- b) In 2012, the Company entered into agreement with a contractor to build a backup network operation center. The contractor agreed to provide a warranty against any defect arising from the construction for a period of 5 years from the completion date. After the construction was completed, there was a defect during the warranty period, resulting in the damage to the backup network system of the Company. The Company notified the contractor of the defect. However, after several times of rectification by the contractor, the defect remains unchanged and later the contractor ignored the Company's request to rectify the defect. The Company then decided to file a lawsuit against the contractor on 13 January 2017.

On 21 October 2019, the court rendered the judgment to dismiss the case. The court opined that there is no defect resulting from the construction and there is no evidence to support that the contractor breaches the contract. In addition, the court ordered the Company to pay Baht 1.3 million together with the interest at a rate of 7.5% per annum from 20 April 2018 to the contractor until full payment for return of the guarantee received from contractor is made. However, the Company determines that there are other facts to prove the defect is as a result of the construction. Therefore, the Company then filed an appeal against the judgement of the Court of First Instance to the Court of Appeal on 17 February 2020. On January 20, 2021, the Court of Appeal upheld the judgment of the Court of First Instance.

In this case, the Company will continue to seek justice in the Supreme Court as the Company do not agree with the order of the Court; therefore the Company filed for an extension of the period of submission of the petition to the Court on February 17, 2021. The Court has considered our commitment to the petition and allows the Company to extend the petition period until March 22, 2021. The Company will prepare the petition to submit to the Supreme Court within the extended period. The Company's management believes that the outcome of the case in the Supreme Court will have no significant impact on the Company's financial position.

- c) At 31 December 2020, the Company has a dispute with NBTC in relation with the profit sharing of USO fee during 1 January 2011 to 30 May 2012. The case is in the process of Central Administrative Court and the outcome is yet to be determined. However, the certain amount of liabilities has been included in the financial statements. The management believes that no matter the outcome of the litigation, it will have no significant impact on the Company's financial position.

27 Reclassification of accounts

Certain accounts in the statement of financial position as at 31 December 2019, which are included in the 2020 financial statements for comparative purposes, have been reclassified to conform to the presentation in the 2020 interim financial statements. Significant reclassifications were as follows:

	2019					
	Consolidated financial statements			Separate financial statements		
	Before reclass	Reclass	After reclass (in thousand Baht)	Before reclass	Reclass	After reclass
Statement of financial position as at 31 December 2019						
Other current assets	17,791	21,327	39,118	17,743	21,327	39,070
Property, plant and equipment	330,011	(21,327)	308,684	330,011	(21,327)	308,684
		<u>-</u>			<u>-</u>	

The reclassifications have been made because, in the opinion of management, the new classification is more appropriate to the Group's business.

28 Events after the reporting period

On 25 February 2021, the meeting of the Board of Directors of the Company passed a resolution to propose to the Annual General Meeting of shareholders to be held in April 2021 to approve the Company to pay dividend of Baht 0.055 per share to ordinary shareholders of the 433,654,887 ordinary shares, or a total of Baht 23.9 million, in respect of the operating results for the year 2020.

However, the dividend payment is subject to change upon approval of the Annual General Shareholder's Meeting in April 2021. Such dividend will be paid and recorded after being approved by the Annual General Meeting of the Company's shareholders.

General Information and Other Significant Information



Corporate Information

Company name	:	Symphony Communication Public Company Limited
Trading symbol	:	SYMC (Industry: Technology)
Type of business	:	Provide fiber optic connectivity service including internet service, data center and IT solution management
Registration no.	:	0107553000107
Registered date on the SET	:	26 November 2010
Registered capital	:	Baht 433,654,887
Issued and paid-Up capital	:	Baht 433,654,887
Number of ordinary shares	:	433,654,887 shares
Par value	:	Baht 1 per share
Free float	:	30.13% (as at 29 June 2020)
Head office	:	No. 123 Suntowers Building B, 35 th -37 th Floor, Vibhavadee Rangsit Road, Chomphon Sub-District, Chatuchak District, Bangkok 10900
Corporate Website	:	www.symphony.net.th
Telephone	:	+66 (0) 2101 1111
Contact	:	Investor Relations Tel. : +66 (0) 2101 1111 ext. 36305 E-mail : ir@symphony.net.th Company Secretary Tel. : +66 (0) 2101 1111 ext. 36010

Branch Offices and Services Centers

1. **Amata Nakorn Branch Office**
700/640, Moo 7, Donhwaror, Muang Chonburi, Chonburi 20000
2. **Kabin Buri Service Center**
103, Moo 16, Muang Kao, Kabin Buri, Prachin Buri 25240
3. **Hat Yai Service Center**
1173 Moo 3, Bypass (Asia) Road, Khuanlang, Hat Yai, Songkhla 90110
4. **Laemchabang Service Center**
31/73, Moo 9, Thung sukhla, Sri Racha, Chonburi 20230
5. **Nakorn Ratchasima Service Center**
19/47, Lampru 2, Nai Muang, Muang Nakorn Ratchasima, Nakorn Ratchasima 30000
6. **Phuket Service Center**
46/125, Moo 6, Ratsada, Muang Phuket, Phuket 83000
7. **Khon Kaen Service Center**
108/138, Moo 14, Nai Muang, Muang Khon Kean, Khon Kean 40000
8. **Phitsanulok Service Center**
362/5, Moo 3, Aranyik, Muang Phitsanulok, Phitsanulok 65000
9. **Chiang Mai Service Center**
39/7, Tippanate Road, Haiya, Muang Chiang Mai, Chiang Mai 50100
10. **Samutsakhon Service Center**
88/304, Moo 1, Tha Sai, Muang Samutsakhon, Samutsakhon 74000
11. **Phra Nakorn Sri Ayuttaya Service Center**
89/5-6, Moo 3, Klong Suan Plu, Muang Phra Nakorn Sri Ayuttaya, Phra Nakorn Sri Ayuttaya 13000
12. **Prachuap Khiri Khan Service Center**
208, Phachuapsiri Road, Muang Prachuap Khiri Khan, Prachuap Khiri Khan 77000
13. **Mae Sot Service Center**
1086/3, Moo 1, Tha Sai Luat, Mae Sot, Tak 63110
14. **Surat Thani Service Center**
17/53-54, Moo 1, Watphobangyai Road, Makham Tia, Muang Surat Thani, Surat Thani 84000
15. **Ubon Ratchathani Service Center**
48/10, Moo 23, Kham Yai, Muang Ubon Ratchathani, Ubon Ratchathani 34000
16. **Nong Khai Service Center**
149/3, Moo 4, Meechai, Muang Nong Khai 43000
17. **Tak Service Center**
64/27, Moo 6, Mai Ngam, Mueang Tak, Tak 63000
18. **Chiangrai Service Center**
624/6, Wiset Wiang Road, Tambon Wiang, Mueang Chiang Rai, Chiang Rai 57000

Warehouses

1. Min Buri Warehouse

51, 53, Soi Srihaburanukit 6, Min Buri, Min Buri, Bangkok 10510

2. Samutsakhon Warehouse

88/298, Baansuan Thasai Village, Moo 1, Thasai, Muang Samutsakhon, Samutsakhon 74000

3. Kamphaeng Phet Warehouse

99/8, Room 1, Moo 3, Nakhon Chum, Muang Kamphaeng Phet, Kamphaeng Phet 62000

4. Khao Suan Kwang Warehouse

199/26, Moo 11, Kham Muang, Muang Khao Suan Kwang, Khon Kaen 40280

5. Lop Buri Warehouse

89/10, Sida Road, Thale Chup Son, Muang Lop Buri, Lop Buri 15000

6. Sing Buri Warehouse

186/3, Moo 1, Bang Man, Muang Sing Buri, Sing Buri 16000

7. Lamphun Warehouse

193/21, Moo 6, Ban Klang, Mueang Lamphun, Lamphun 51000

Cable Landing Station

95, Moo 9, Tapong, Muang Rayong, Rayong 21000

Subsidiary and Associated Company

Subsidiary

Diamond Line Services Company Limited

Location : Empire Tower, 47th Floor, Unit 4703, River 25 Room, 1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120

Associated Company

AIMS Data Centre (Thailand) Limited

Location : 11th Floor, Smooth Life Tower, 44 North Sathorn Road, Silom, Bangrak, Bangkok 10500

Other Reference

Ordinary Share Registrar : Thailand Securities Depository Company Limited
The Stock Exchange of Thailand Building
93, Ratchadapisek Road, Dindang, Dindang, Bangkok 10400
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Fax : +66 (0) 2009-9991

Auditor : Ms. Marisa Tharathornbunpakul,
Certified Public Accountant Registration No. 5752
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The Position of the Items Specified in Form 56-2

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Investors can obtain additional information about the securities issuer in the Company's Annual Information Statement (Form 56 - 1) via the Company's website (www.symphony.net.th), the SET's website (www.set.or.th) or the SEC's website (www.sec.or.th)



SYMPHONY

Excellent Experience



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