

ANNUAL REPORT 2019



JWD Group 40th Anniversary

Thank you for walking together so that
all challenges can always be completed.





THINK EVERYTHING LOGISTICS

JWD, we always BELIEVE and
THINK everything logistics!

HERE, EVERYONE SHARES A
COMMON GOAL & THINK
CRITICALLY, COMPREHENSIVELY
AND INTENSIVELY.

So it is no doubt that all of our
employees put logistics as top
priority. Every breath they take,
every move they make, they THINK
everything logistics.



Content



BUSINESS OPERATION

- 08 Vision Mission and Strategies
- 12 Message form the Chairman
- 14 Audit Committee Report
- 16 Nomination and Remuneration Committee Report
- 17 Corporate Governance Committee Report
- 18 Executive Committee Report
- 19 Risk Management Committee Report
- 20 Financial Highlights
- 25 History
- 26 Shareholding Structure
- 28 Nature of Business and Competitive Policy
- 30 Warehouse and Yard Management Service
- 34 Transportation and Distribution Service
- 35 Domestic and International Moving Services
- 37 Record and Information Management Service
- 37 Other Services
- 38 The Company's Competition and Service Policies
- 40 Factor of Risks

ADMINISTRATION AND CORPORATE GOVERNANCE

- 50 Information of Securities and Shareholders
- 51 Organizational Structure
- 85 Corporate Governance Policy
- 107 Internal Audit and Risk Management
- 110 Related Transactions
- 119 Sustainability Report
- 169 GRI INDEX

FINANCIAL POSITION AND OPERATING PERFORMANCE

- 174 Report of the Board of Director's Accountability to Financial Report
- 175 Management Discussion and Analysis
- 184 Independent Auditor's Report
- 189 Financial Statements







BUSINESS OPERATION

Vision, Mission & Business Strategies

Vision

Our vision is to serve as one of Asean's top specialised logistics and supply chain solutions providers who demonstrates farsightedness, as well as the ability to think differently, act knowledgeably and involve ourselves in all business activities of our long-term partners and enhance their competitiveness.

Mission

- 1** To be a leader in IT development to ensure efficient supply chain management
- 2** To introduce and foster logistics innovations and relentlessly explore opportunities and possibilities to find new solutions to address all logistics and supply chain needs
- 3** To satisfy customer demand in full compliance with international standards
- 4** To present ourselves as a great logistics firm to all stakeholders, including the shareholders, customers, partners, employees and local residents

Strategies

Forecasting adaptations and fiercer competition in the warehousing and transport segments of the logistics market following mergers among global firms and amid the global changes influenced by digital disruption, we aim to add value through total supply chain solutions and act in the earliest stages of the logistics process, with the goal to position ourselves as one of Asean's top specialised logistics and supply chain solutions providers, an important goal for us in year 2020. To reach this goal, we have adopted core strategies as listed below:

- Build strong partnerships with overseas partners in eight Asean countries, including Thailand, Cambodia, Myanmar, Laos, Indonesia and Vietnam. We conduct our business in Singapore and Malaysia through the network of South Korea-based CJ Logistics, one of our partners.
- Upgrade the IT infrastructure and increase the capacity to perform an in-depth analysis to enhance the capability to efficiently respond to logistics needs of the customers in the digital age.
- Form an "Operations Excellence Team" to ensure achievement of common standards of logistics service across the group, both domestically and internationally.
- To exploit our great potential and ensure stable growths, we have restructured our business both vertically and horizontally. We do not limit our areas of operation to business-to-business (B2B) practice, in which we have gained specialised expertise, but also offer business-to-customer (B2C) and food supply chain solutions to tap the high growths fueled by the contemporary lifestyles and global trends.
- Strengthen teams and pursue personnel development to make us an employer of choice, as well as introducing an Executive Leadership Development Programme to promote leadership, improve management skills, organise excellent teams and enhance competitiveness.

[See new structure next page]

Logistics and supply chain segment

- We continue to draw on our strength in the logistics fields that require specialisation (e.g. food and cold storage, dangerous goods and chemicals, automobile and automotive parts), focusing our efforts on adding values, offering satisfactory solutions beyond those available for warehousing and storage and employing cost-saving and efficiency-enhancing technologies (e.g. the Automatic Storage and Retrieval System, or ASRS, at the new Mahachai plant, which stores and retrieves goods automatically using a computerised system).
- Introduce project cargo logistics solutions to explore the opportunity offered by the Thai government's economic development and investment projects. In this connection, we have formed partnership with Bok Seng Logistics Pte Ltd from Singapore, which can provide extensive expertise in the field.

Overseas Logistics

For overseas business expansion, the Company shifted mode of investment from singlehanded investing to entering into partnerships and merging with companies with high potentials. Cambodia, Vietnam and Indonesia have high growth potential and are key cluster for strategic investment. The Company aims to build 'Cambodia' as the second largest import & export hub in Asean apart from Thailand due to complete scope of services and logistics infrastructure as well as investing in supply chain businesses which link to logistics in order to grow the business that covers services within the ASEAN region.

- Enter the B2C market, in which we can apply our penetrating insights about contemporary lifestyles. We, together with Store It! Management Co. from Singapore, have begun providing self-storage service at Siam, Krungthep Kritha, Trimruamit and Ramintra branches. The expansion will be through franchising as it will be faster and offer a handsomer rate of return. Apart from self-storage service, we have operated a 1,365 sq.m. of artworks storage since November 2019. In addition, we are introducing express delivery service for e-commerce activities so that the end-customers benefit from our comprehensive range of services, and to strengthen our group. We have established a joint venture with CJ Logistics, South Korea's leading e-commerce logistics firm.

- Provide logistics infrastructure, e.g. shipping terminals, port management, cargo loading and unloading. We appreciate the importance of this business, which is connected to our core businesses, and are building relevant facilities. We currently handle a monthly average of 8,000 to 10,000 containers from trains and being awarded to operate container lifting and transporting services in and out of coastal Terminal A in Leam Chabang Port.

Food service segment

- Food and connected businesses are growing robustly due to the consumer's changing lifestyles in Thailand and throughout Asean. Recognising the growth potential, we have an ambition to become a regional food supply chain service provider in order to gain competitiveness and reduce risks through the direct availability of goods, which will curb our dependence on cold and frozen storage and transport businesses. That will allow us, among others, to control the process of procuring materials for customers, the processing and production processes and the cargo storage, transport and distribution processes and act as brand representative. We have reached an agreement to buy shares in CSLF, a Taiwan-based food service company with a network of food suppliers around the world, which will enable us to expand the market for customers in Thailand and other Asean countries and use our cold storage plants across Asean as distribution hubs.

IT solutions segment

- Develop computer software to centralise tracking data for the whole supply chain.
- Conduct Big Data analysis to increase the speed, accuracy, precision and timeliness in the decision-making process and forecast customer demand for the whole value chain.

Investment segment

- Invest our capital in affiliated and non-affiliated warehouses, properties and funds to produce returns.

ASEAN TOP SPECIALIZED SUPPLY CHAIN SOLUTIONS

LOGISTICS & SUPPLY CHAIN



FOOD SUPPLY CHAIN

FOOD
PROCUREMENTFOOD TRADING
& DISTRIBUTION

FOOD PROCESSING

IT SOLUTIONS

INVESTMENT

ASSET
MANAGEMENTINVESTMENT
FUND

Message from the Chairman



Mangkorn Dhanasarnsilp

Charvanin Bunditkitsada

To the Shareholders

2019 was one of the most successful and memorable years in which we also shared our 40th anniversary of the Company: our operating results, we have earned a record net profit of THB 362 million, a 62% increase Y-o-Y, the most astounding in the last 5 years (excluding the extraordinary income from sale of assets to Real Estate Investment Trust in 2017). Despite the challenges from the trade war and appreciation of the Baht, we have achieved the operating plans to expand our network and investment into all 8 ASEAN countries, creating value in ways that enhance our efficacy and becoming one of the top “Total Logistics Solution” providers in the ASEAN region with the capacity to fulfill the B2C sector to respond to rising trends. Additionally, the Stock Exchange of Thailand (SET) has included our stock as ‘Sustainability Investment’ or THSI List. We also have received a plaque from the SET as being

selected as the company to vie for the Investor Relations Awards in Business Excellence Category for the year 2019 that reflects our operation which places great importance on the environmental, social, and other corporate governance principles.

Operating Results

As for an overview of the logistics operation in the recent year, we have encountered challenges from economic fluctuations and other factors which have impacted our business. However, we have dramatically grown compared to the industry overall, which indicates our efficient strategic moves and risk management. Therefore, our operation has experienced minimum impact and was able to maintain continuous growth in 2019. Meanwhile, the overseas businesses such as in Cambodia and Vietnam were beneficial from the trade war due to their relocation of manufacturing bases in various industries.

In 2019, JWD has made a net profit of THB 362.8 million, an increase of 62% YoY (based on FY2018's earnings of THB 224.5 million). Compared to our past performance (excluding the extraordinary income from the sale of assets to Real Estate Investment Trust in 2017), it can be said that the performance in 2019 has broken our past records for the last 5 years. The total revenue was THB 3,660.2 million, a 11% YoY a jump from THB 3,297.6 million in 2018.

In 2019 revenue growth factor was from a recognition of the Group's share of the profit of more than THB 114.7 million, the majority of which came from investment in Transimex Corporation and Phnom Penh SEZ Plc. (or PPSEZ), a leading logistic operator in Vietnam and local industrial real estate developer respectively, which reflects our potential to further develop logistics services and our supply chain across ASEAN.

The Company's 2019 gross profit improved from 26.4% in 2018 to 28% due to higher revenue and gross profits of most of the businesses; for example: from (1) warehouse and yard management of 343.4 million Baht, increased by 7.7%, our gross profit improved from 10.2% to 20.6%, (2) dangerous good warehouse management of 556.8 million Baht, increased by 12%, gross profits improved from 41.7% to 45.1%, and (3) automotive yard management of 464.9 million Baht, increased by 6.2%, gross profits improved from 32.8% to 34.9% etc. Growth of the food service business was also satisfactory. Moreover, self-storage services from which we recently earned revenue for the entire year by opening additional storage in the CBD areas of Samyan posted strong growth.

Accordingly, the board of directors has approved an interim dividend payment (based on the results posted in separate financial statements) for FY2019 at 0.25 Baht per share, or 214.2 million Baht, which represents 87.83% of the earnings reported in the separate statements, with the record date of 11 May 2020 and the payment date of 26 May 2020.

Business Restructure

Due to the Company's 40th anniversary, the Company has restructured our business to strengthen our group and sustain our risk management and increase growth within the four following segments:

Segment 1 Logistics Business: More services were added on to provide a complete range of services in order to serve both B2B and B2C; for example: allowing integrated services from the shipment of heavy machinery (project cargo logistics) for investment projects in EEC, e-commerce logistics, and personal self-storage to an integrated art storage service, overseas logistics, and other logistics infrastructures e.g. terminal operation services and train carriage shipment services etc.

Segment 2 Food Business: Food supply chain solutions are offered covering material sourcing, processing, material preparation, storage, and distribution services.

Segment 3 IT Business: Adopting technologies and software development as a core vehicle to lead business development and business operations. Business Intelligence will be implemented to analyze big data to forecast customer demand & trends, shaping new business models and improving operational efficiency along the value chain.

Segment 4 Investment Group: Focus on investments in logistic properties or funds including investment funds and other potential businesses.

Business Expansion

In 2019, the Company has relentlessly explored new investment opportunities in the ASEAN region which are summarized as follows:

- Acquired shares of Transimex Corporation, a leading integrated logistics service provider which is listed on the Hochiminh Stock Exchange in Vietnam, representing 24.77 % of the overall investment amounting to 570 million Baht.
- Become the first operator in Thailand to inaugurate a 'robotic' cold storage facility with a massive storage area of approximately 7,000 square meters, which reduces manpower and electricity by 50% and 30-50% respectively. Investments in the new robotic storage totaled 500 million Baht. Currently, the performance shows a nearly maximum occupancy rate.
- Expanded JWD Store It! to 2 more locations, i.e. Thiam Ruam Mit branch and Ram Inthra branch with the goal to maintain a combined self-storage space of 20,000 square meters as well as launching a safe deposit box business aimed at attracting customers who need to keep their valuables in one of the safest locations available.
- Inaugurated a new 'JWD Art Space' to provide Thailand's first integrated logistics services for artwork by aiming to be the best art storage provider featuring a complete range of services to serve both the local and global contemporary art communities.
- JWD Transport has been granted by the Port Authority of Thailand to operate containers handling services at the Terminal A to support a shift of the mode of transportation from land to water which is connected to railway system. The project value was 590 million Baht.

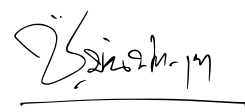
We placed a great importance on operational excellence, personnel development, networking, and efficiency improvements through IT adoption, which led to effective cost-saving and cost control campaigns. Our overall financial condition was very sound, with a debt-to-equity ratio of 1.39.

We are committed to be a good corporate citizen who adheres strictly to all corporate governances, principles, and fair business practices along with anti-corruption policies and fulfill our responsibilities to our stakeholders. In the previous year, we earned a perfect 100 score from the quality of shareholders' meetings of the Thai Investors Association and a four-star (or very good) rating from the Thai Institute of Directors (or IOD). We also won two prestigious awards; firstly, THSI award from the SET, with our stock being selected into the THSI List and secondly received a plaque from the SET as being selected as the company to vie for the Investor Relations Awards in Business Excellence Category.

Throughout the year, we diligently carried our mission as stated to all the stakeholders. Valuable support and cooperation from all parties proved indispensable to our success. On behalf of the board, the management, the employees, and the affiliated companies, I would like to express my grateful and heartfelt thanks to the shareholders, customers, and partners for their unwavering faith and support. I also would like to take this opportunity to give a special thanks to the 1,701 employees of the Company and of its subsidiaries for their total dedication to achieving our goals. We confirm our absolute commitment to good governance and the protection of our stakeholders' interests, which will enable all of us to grow strongly, sustainably, and infinitely.



Mangkorn Dhanasarnsilp
Chairman of the Board of Directors



Charvanin Bunditkitsada
Chairman of Executive Committee /
Chief Executive Officer

AUDIT COMMITTEE REPORT 2019

JWD's Audit Committee consists of three independent directors whose competence, qualifications and independence meet the requirements under SET rules, namely Mr. Vichate Tantiwanich (chairperson), Mr. Mangkon Dhanasarnsilp and Mr. Vichaya Chatikavanij.

In 2019, the Audit Committee performed their roles as provided in the Audit Committee's Charter and as assigned by the board of directors. They held six meetings, which were attended as follows and to which the company's auditor was invited for deliberation of some relevant matters:

Full Name	Role	No of Attendances/No of Meetings
Mr. Vichate Tantiwanich	Chairman	4/4
Mr. Mangkon Dhanasarnsilp	Member	4/4
Mr. Vichaya Chatikavanij	Member	4/4


The Audit Committee's roles and responsibilities are as stated in the Audit Committee's Charter and assigned by the board of directors. They include review of financial statements to ensure proper and adequate reporting, efficient internal control and governance, compliance with the relevant laws and regulations, monitoring of regulatory compliance of transactions that may present conflicts of interests and selection and nomination of auditors. The Audit Committee's notable activities can be summarised below.

Notable activities in 2019

1. At the meeting at which the matter concerning review of financial reports was discussed, reviewed financial statements prior to disclosures to SET and SET Office.
2. Selected and nominated an auditor and proposed his/her remuneration to the board of directors for further approval by the shareholders.
3. Discussed the scope and implementation of audit programmes with internal auditors to ensure internal audit was performed fully in satisfaction of the internal audit standards, assessed and reviewed the overall adequacy and effectiveness of the internal control mechanisms of the company and its subsidiaries, studied audit outcomes and monitored the recommended corrective actions that were taken to improve the efficiency and effectiveness of the internal control system and the company's capacity to respond to issues timely.
4. Reviewed proper, efficient and effective compliance with the good governance and ethical conduct policies, and encouraged whistleblowing in accordance with the corporate governance principles.
5. Reviewed compliance with securities laws and regulations and other applicable laws.
6. Reviewed disclosures of connected transactions and transactions with potential conflicts of interests.
7. Assessed the adequacy and suitability of the internal control mechanisms, including in the areas of risk management organisation and environment, control of management actions, information and communication systems and monitoring, with a focus on availability of adequate and efficient internal control mechanisms for achievement of good corporate governance.
8. Performed an annual self-assessment/evaluation against the good practice guidelines and the Charter (the assessment outcome was that the Audit Committee had performed their roles efficiently and duly in accordance with the Charter).

Audit Committee's opinion on activities in 2019

1. The company's financial statements are reliable and present information fairly and fully in accordance with the general accepted accounting principles, and disclosures of significant data were adequate and timely.
2. The company employed adequate, efficient and effective internal control, supervisory and monitoring mechanisms, and conducted activities adequately, transparently and reliably in line with the good governance practice guidelines.
3. The company committed nothing that could constitute a breach of securities laws or regulations or other applicable laws.
4. The company ensured that connected transactions and transactions with potential conflicts of interests were handled in compliance with securities laws and regulations, reasonable and in its best interests, and that they indicated nothing that could reveal irregularities.
5. The appointed auditor possessed the required knowledge, skills and experience, was independent and trustworthy and had no relationship/transaction that could present a conflict of interests, and was consequently believed to have examined the company's accounts efficiently, transparently and fully in accordance with the applicable audit standards.
6. According to the outcomes of an assessment of the auditor's independence, annual internal audit programme and scope of work as well as the auditor's overall performances, the company's internal control was conducted independently, adequately and effectively.
7. The Audit Committee performed their roles independently, fully and duly in accordance with the Charter, and received full cooperation from all relevant parties.



Vichate Tantiwanich
Audit Committee, Chairperson

Nomination and Remuneration Committee Report 2019

As assigned by the Board of Directors and the charter of the Nomination and Remuneration Committee, the Nomination and Remuneration Committee has duly performed its duties to determine the recruitment procedures and criteria to select the Director and Chief Executive Officer positions, as well as the nomination of potential candidates for the Director position. The Committee is also in charge of regulating the remuneration

procedures and criteria; and other benefits entitled to the Board of Directors and committee members; considering and proposing the annual remuneration policies and other benefits for the Chief Executive Officer, in accordance with the scope of duties, responsibilities and performance criteria based on different indicators.

In 2019, there were 2 meetings involving the Nomination and Remuneration Committee with details as shown in the below table.

Name-Surname	Position	Attendance/Number of meeting
Mr. Vichaya Chatikavanij	Chairman of Nomination and Remuneration Committee	2/2
Mr. Vichate Tantiwanich	Member of Nomination and Remuneration Committee	2/2
Mr. Somboon Prasitjutrakul	Member of Nomination and Remuneration Committee	2/2

The 2019 essence can be summarized as follows:

1. Execute the recruitment and selection activities for the positions of Company Directors after the predecessors' expiring term in office. The consideration was based upon the appropriate qualifications of the individuals as specified in the Securities and Exchange Commission and the Stock Exchange of Thailand regulations. The candidates must not possess characteristics prohibited by law but, instead, shall present competencies, experiences, knowledge and skills that will be of advantages to the Company.
2. Formulate the remuneration procedures and criteria for the directors and sub-committee members.
3. Evaluate the Managing Director's performance with regards to the set target in order to determine an appropriate remuneration.
4. Prepare and review the succession plan of the highest ranking executive of the Company in order to prepare a successor to manage the Company without interruption.



(Mr. Vichaya Chatikavanij)

Chairman of Nomination and Remuneration Committee

Corporate Governance Committee Report 2019

The Corporate Governance Committee is responsible for supporting the Board of Director to supervise the company's policy, regulation and procedure, complying with the good

corporate governance principle and corporate social responsibility and sustainable development.

In 2019, there were 2 meetings involving the Corporate Governance Committee with details as shown in the below table.

Name-Surname	Position	Attendance/Number of meeting
Mr. Jitchai Nimitpanya	Chairman of Corporate Governance Committee	2/2
Mr. Vichate Tantiwanich	Member of Corporate Governance Committee	2/2
Dr. Mangkorn Dhanasarnsilp	Member of Corporate Governance Committee	2/2

The 2019 essence can be summarized as follows:

1. To acknowledge and reconsider suggestions from the Thai Institute of Directors (IOD) in order to improve the company's corporate governance, The Corporate Governance Committee acknowledged and reconsidered the IOD's suggestions to improve the company's corporate governance according to the Corporate Governance Report of Thai Listed Companies.

2. To reconsider the Corporate Governance Policy, Code of Conduct, Charter of Corporate Governance Committee and Anti-Corruption Policy, The Corporate Governance Committee approved an update on the Corporate Governance Policy based on the Corporate Governance Code 2017 by the Securities and Exchange Commission (SEC) and presented to the Board of Director to apply the Code with the company's business.

3. To set the company's development policy for sustainable growth, The Corporate Governance Committee acknowledged and reviewed the Stock Exchange of Thailand suggestions to improve the company's sustainable development according to the THAILAND SUSTAINABILITY INVESTMENT (THSI).

With intention to create business operation according to the good corporate governance principle and sustainable. The Company business supervision was evaluated as follows:

Evaluation result on the corporate governance 2019

The company received a CG Score of Very good or 4 Stars in the evaluation program arranged by the Thai Institute of Directors (IOD). In addition, the company also received a CG Score of Very good in 2018.

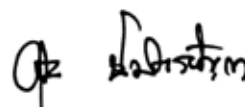
Evaluation result on the quality of the Shareholders' Meeting 2019

The company received 100 points out of 100 points in the evaluation program arranged by the Thai Investors Association. In addition, the company also received a 100 points out of 100 points in 2018.

Evaluation result on the THSI 2019

The company has been selected to be listed in Thailand Sustainable Investment (THSI) by the Stock exchange of Thailand. In addition, the company has been selected to be listed in Thailand Sustainable Investment in 2018.

According to the evaluation, the Corporate Governance Committee has focused on the good CG Code and continued to improve the company's CG principle in order to support sustainable growth for benefits of the shareholders and the whole society.



(Mr. Jitchai Nimitpanya)

Chairman of Corporate Governance Committee

EXECUTIVE COMMITTEE REPORT 2019

To: The Shareholders

The company's Executive Committee is tasked with monitoring the company's activities on a monthly basis, analysing competition and reviewing and screening new investments for expansion, to ensure the company's strategic goals are

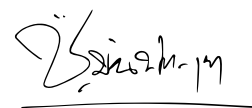
reached. It consists of seven qualified members: Mr. Charvanin Bunditkitsada (chairperson), Mr. Jitchai Nimitpanya, Mr. Tanate Piriyothinkul, Mr. Wichu Sangkorntanakij, Mrs. Achara Nimitpanya, Dr. Eakapong Tungsisanguan and Mr. Nattapume Pavaratn.

In 2019, the Executive Committee held 11 meetings, with attendance details as follows, and regularly reported the company's activities to the board of directors:

Full Name	Role	No of Attendances/No of Meetings
Mr. Charvanin Bunditkitsada	Chairman	10/11
Mr. Jitchai Nimitpanya	Member	11/11
Mr. Tanate Piriyothinkul	Member	8/11
Mr. Wichu Sangkorntanakij	Member	11/11
Mrs. Achara Nimitpanya	Member	9/11
Dr. Eakapong Tungsisanguan	Member	11/11
Mr. Nattapume Pavaratn	Member/Secretary to Executive Committee	10/11

In 2019, the Executive Committee conducted major activities as summarized below:

1. Conducted monthly reviews and monitoring of the company's activities against the stated goals, and performed initial analyses of the company's strategic plans and matters for decision before presentation for review by the board of directors.
2. Reviewed and screened investment projects and annual budget allocations to ensure proper and effective implementation of the company's strategies.
3. Reviewed and conducted feasibility studies of projects and gave management advice to the Chief Executive Officer and the management.
4. Approved other actions as assigned by the board of directors.



Charvanin Bunditkitsada
Executive Committee, Chairperson

RISK MANAGEMENT COMMITTEE REPORT 2019

The Company recognized the importance of risk management as to build the confidence in achieving the goal for stakeholders and possible loss prevention or reduction. The Board of Directors had approved to form the Risk Management Committee with duties and responsibilities of risk management policy, business risk assessment and risk management plan

The Company Risk Management Committee consists of seven directors,

1. Mr. Jitchai Nimitpanya	Chairman of the Risk Management Committee
2. Mrs. Achara Nimitpanya	Risk Committee
3. Mr. Tanate Piriyothinkul	Risk Committee
4. Mr. Wichu Sangkornthanakij	Risk Committee
5. Mr. Eakapong Tungsrisinguan	Risk Committee
6. Ms. Apinya Anektanasarn	Risk Committee
7. Mr. Nattapume Pavaratn	Risk Committee and secretary to the Risk Management Committee

In 2018, the Risk Management Committee performed their roles as provided in the Risk Management Committee's Charter and as assigned by the board of directors by steering and managing corporate risks to keep them manageable under corporate governance. This has kept the Company's risk management efficient and effective for goal achievement while aligning with the corporate vision and strategy, as well as mitigating impacts of business uncertainty. The key is to ensure shareholders that the Company's risk management can indeed handle all risks. The highlights of the committee's performance are captured as follows:

1. To follow up and review the Company's risks and risk management plans for the year 2019. The Risk Management Committee evaluates and prioritizes the specific risk as well as considers the sufficient and appropriate of mitigation plan to be conform to the Company's direction and business plan. The mitigation plan was initiated to control or lessen the risk at the acceptable level and not significantly affect the Company's operations.

2. Monitor and control the procedures of risk management that it was execute as planned.

3. To report the performance of Risk Management Committee to the Board of Directors.

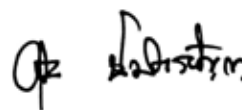
In 2019, the meetings were held 10 times, focused on Enterprise Risk Management that could be summarized as follows.

Monitoring and evaluation by the Risk Committee in 2019

The Risk Committee identified four types of risks:

1. Operation Risk, which involves operational processes/ procedures, the efficiency of vehicles, machinery and tools and information technology management;
2. Financial Risk, which involves billing and collection, currency exposures, ability to meet financial requirements and management of financial documents for communication with tax and other authorities;
3. Strategic & Investment Risk, which concerns the ability to handle industrial uncertainties, customer management (especially in terms of dependence on major customers), customer retention and management of increased competition in the future; and
4. Compliance Risk, which concerns compliance with laws, rules and regulations of the regulators and full availability and validity of legal instruments and contracts.

The Risk Committee highlighted these four risks, determined their indicators and monitored them throughout 2019 to ensure they would not exceed the company's risks tolerance level.



Jitchai Nimitpanya

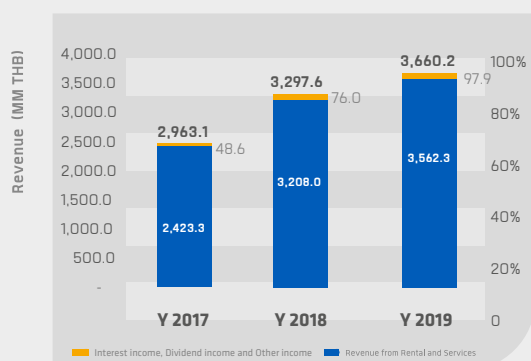
Chairman of the Risk Management Committee

Financial Highlights

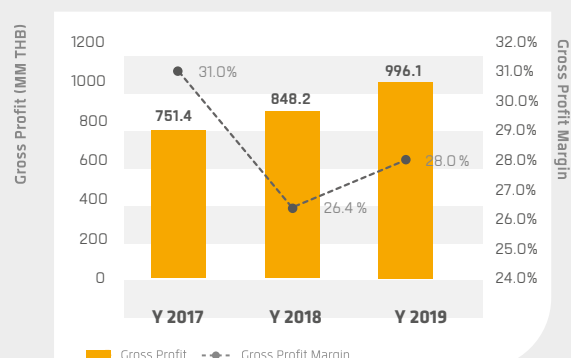
		YEAR 2017	YEAR 2018	YEAR 2019
Statement of comprehensive income	MM THB			
Total revenue		2,963.1	3,297.6	3,660.2
Revenue from rental and rendering of services		2,423.3	3,208.0	3,562.3
Gross profit		751.4	848.2	996.1
Selling and administrative expenses		470.2	572.2	702.7
Net profit*		612.1	224.5	362.8
Statement of financial position	MM THB			
Assets		5,532.5	6,329.9	7,818.9
Liabilities		2,432.8	3,189.9	4,548.8
Equity		3,099.7	3,140.0	3,270.1
Statement of cash flows	MM THB			
Cash flows from / (used in) operating activities		527.3	497.3	452.1
Cash flows from / (used in) investing activities		1,106.0	(1,342.3)	(1,022.3)
Cash flows from / (used in) financing activities		(674.4)	83.9	989.6
Key financial ratios				
Current ratio	Times	11.4	1.2	0.9
Gross profit margin	%	31.0	26.4	28.0
Net profit margin *	%	8.3	6.4	9.9
Return on equity	%	20.1	7.3	11.0
Return on assets	%	11.1	4.0	5.0
Debt to equity ratio	Times	0.8	1.0	1.4
Interes bearing debts to equity	Times	0.5	0.7	1.1

Remark : Net profit attributable to owners of the Company

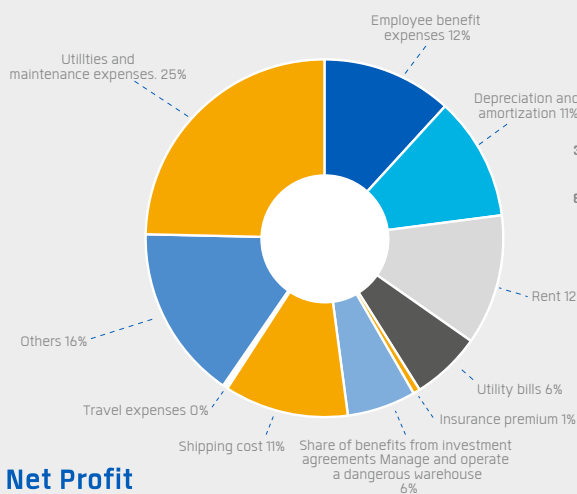
Total Revenue



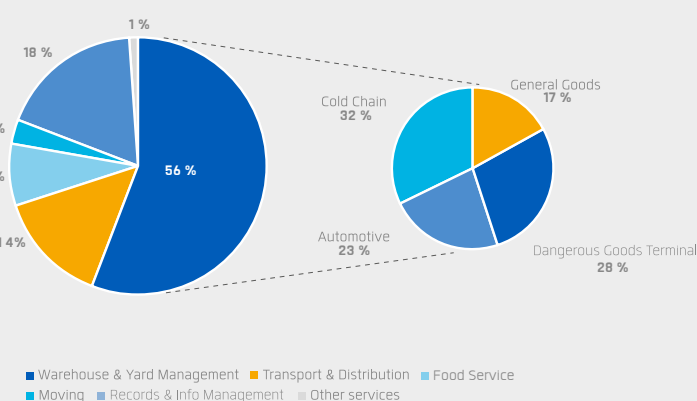
Gross Profit



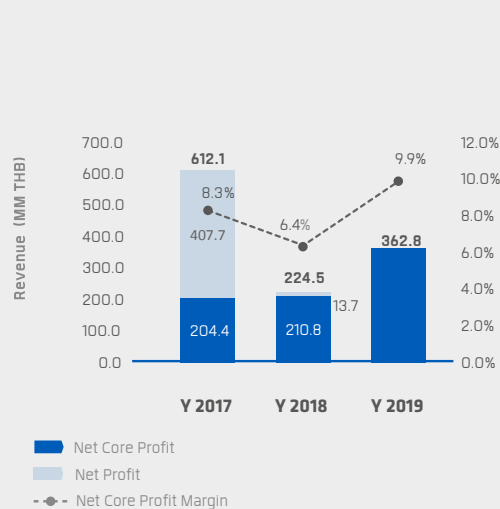
Cost and Expense Structure



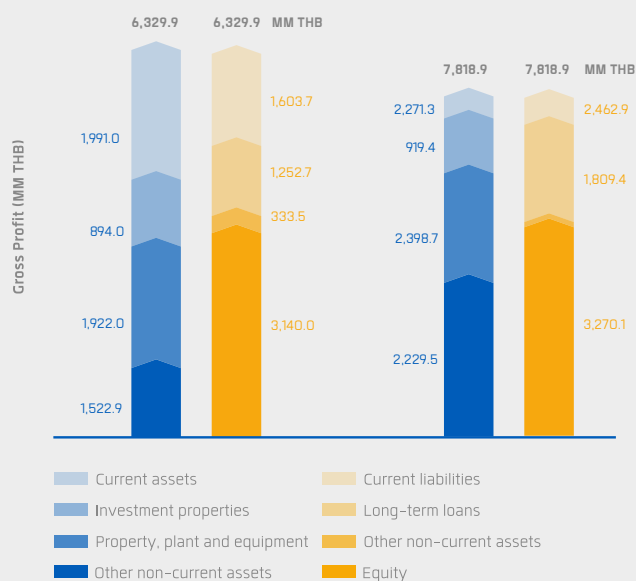
Revenue Breakdown



Net Profit

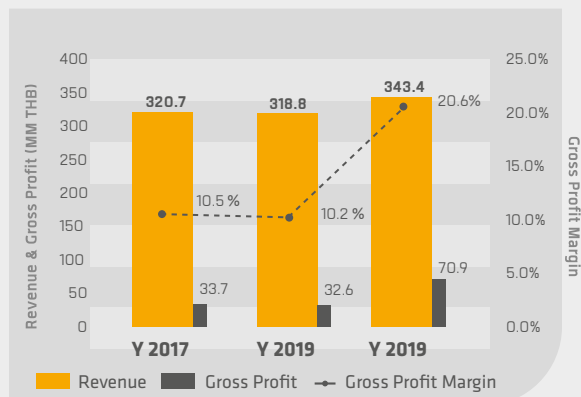


Statement of Financial Position

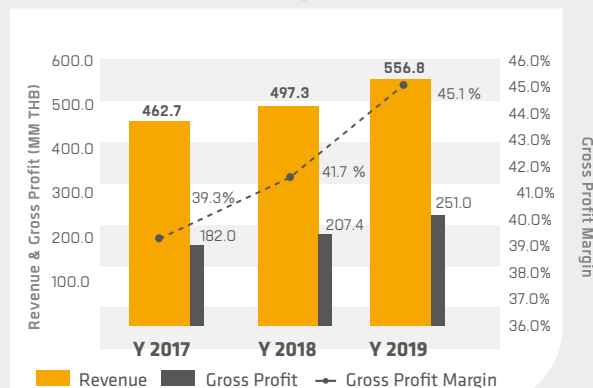


Warehouse and Yard Management

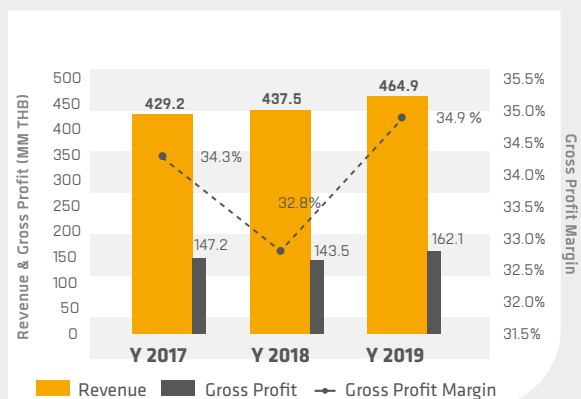
General Goods



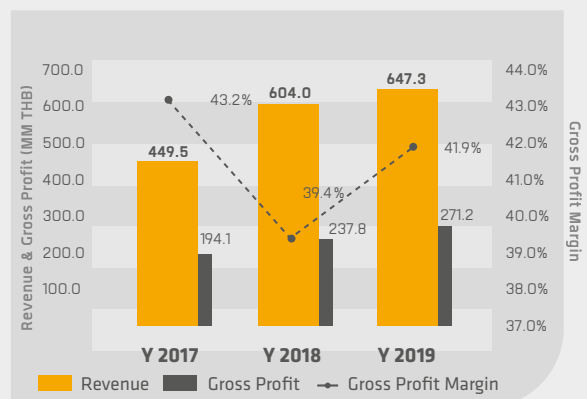
Chemicals and Dangerous Goods



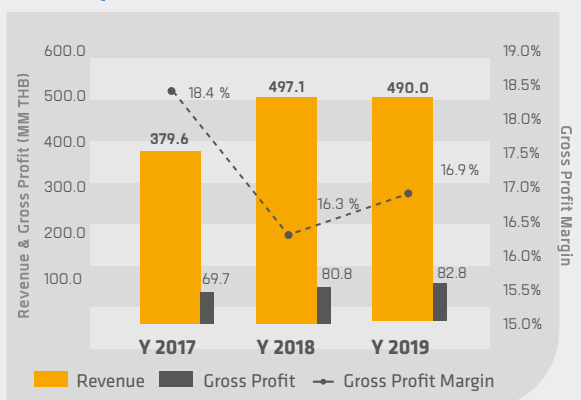
Automotive



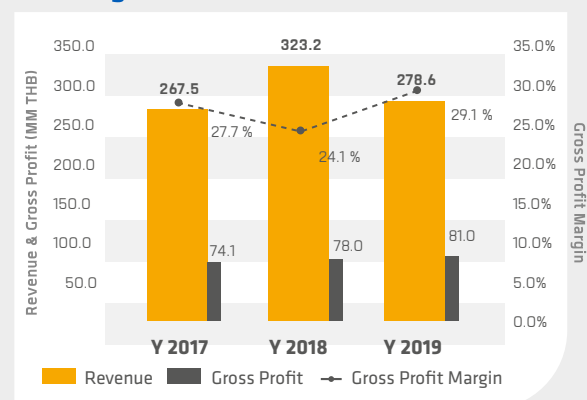
Cold Storage



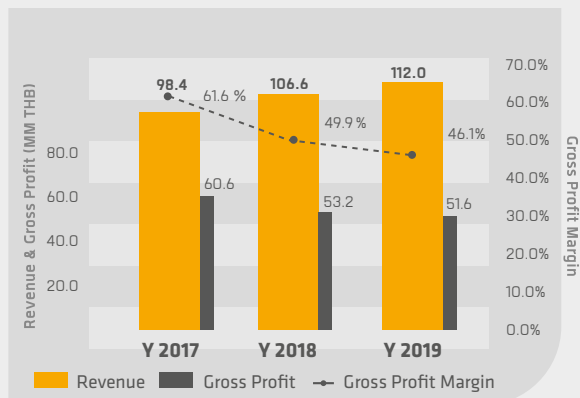
Transportation & Distribution Service



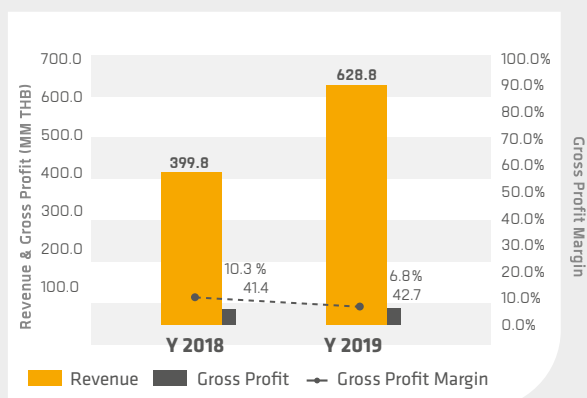
Moving Service



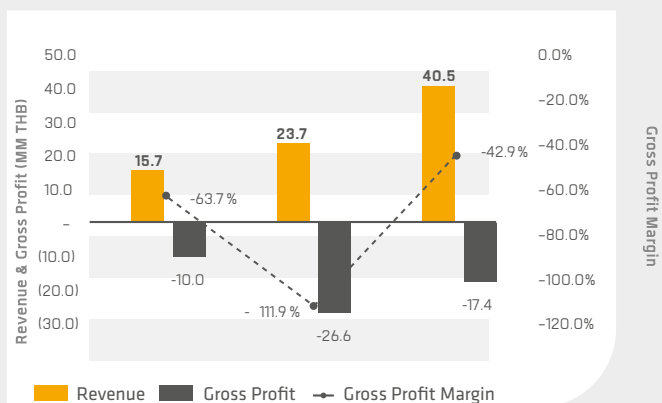
Record & Information Management



Food Service



Other Services





History

STARTS WITH
SPECIALIZED
LOGISTICS
SERVICES

1979

The first company of the Group, JVK International Movers Company Limited, was established by Mr. Wityaya Bunditkitsada. The company was intended to provide household moving services, domestically and internationally.

1989

The Group expanded into the property development business with the establishment of Benjaporn Land Company Limited offering offices and warehouse for rent.

1990

DataSafe Company Limited was founded to provide record and information management – the first company in Thailand to provide a comprehensive range of document management and data storage services.

EXPANDS INTO
INTEGRATED
LOGISTICS AND
SUPPLY CHAIN
MANAGEMENT
SOLUTIONS

1993

JWD InfoLogistics Public Company Limited was founded to provide outsource logistics services (Third Party) of warehouse and supply chain management functions. It was a significant step for the Group in becoming a fully integrated warehouse and yard management service provider.

2002

With a strong commitment to increasing the potential of the Group to become one of Asia's leading logistics service providers through the use of advanced information technology, Dynamic IT Solutions Company Limited was established to offer IT solutions for supply chain management.

2006

JWD Transport (Thailand) Company Limited was founded to provide domestic and cross-border services in the field of transportation and distribution of goods, enabling the company to become an integrated logistics service provider.

2008

Entering into the automotive logistics business, AutoLogic Company Limited was established to offer a range of services intended to serve the automotive industry. The company has been using logistics management solutions developed by Dynamic IT Solutions Company Limited.

2013

The Group entered into the food and cold chain sector by partnering with Pacific Cold Storage Group.

FURTHER DEVELOPS
LOGISTICS SOLUTIONS
THAT SERVES THE
UPCOMING ASEAN
INTEGRATION

2014

Expanding the scope of logistics into ASEAN markets, JWD Asia Company Limited invested in joint ventures.

2016

The Company acquired stake in Phnom Penh SEZ Plc., Developer of Cambodia's Largest Industrial Estate to join 'Logistics Center' Investment Project.

2017

Set up a joint venture company with the group of PT. Samudera Indonesia Tbk, a major shipping line company in Indonesia under the company name of PT. Samudera JWD Logistics to provide integrated logistics solutions in Indonesia.

Invest in self-storage business to provide self-storage solutions using JWD Store It! Brand.

2018

Invest in Food Service business and aim to become a regional food supply Chain service provider.

The Company raised its equity stake in Phnom Penh SEZ Plc. to 14.61% and acquired a 40% stake in Bok Seng PPSEZ Dry Port Co., Ltd for business expansion in Cambodia.

Set up a joint venture company with the group of Bok Seng Logistics Pte Ltd from Singapore under the company name of JWD Bok Seng Logistics (Thailand) to provide project cargo logistics solutions.

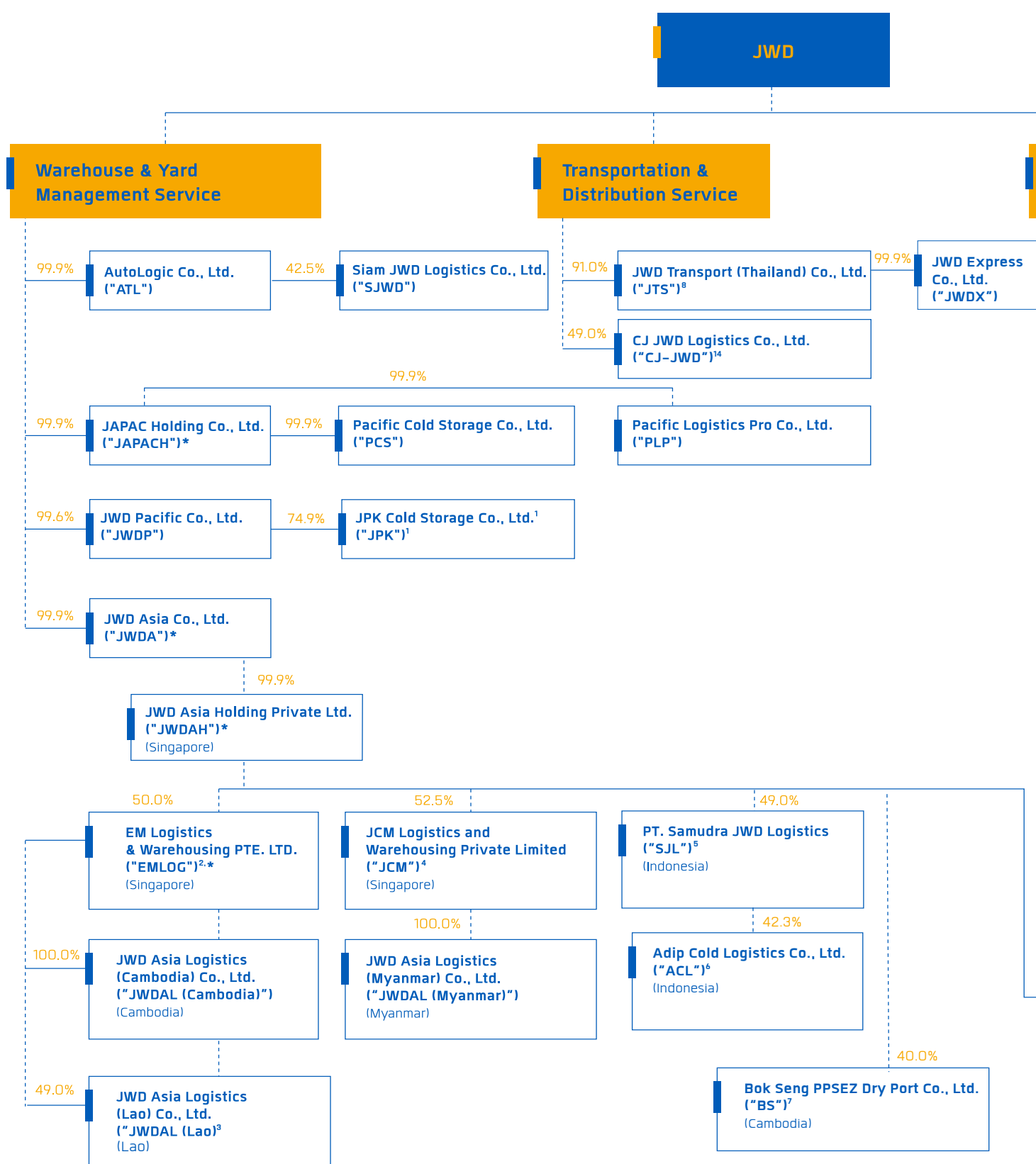
Set up a joint venture company with CJ Logistics, a global logistics player in South Korea to provide logistics services to customers in the booming B2B and e-commerce markets.

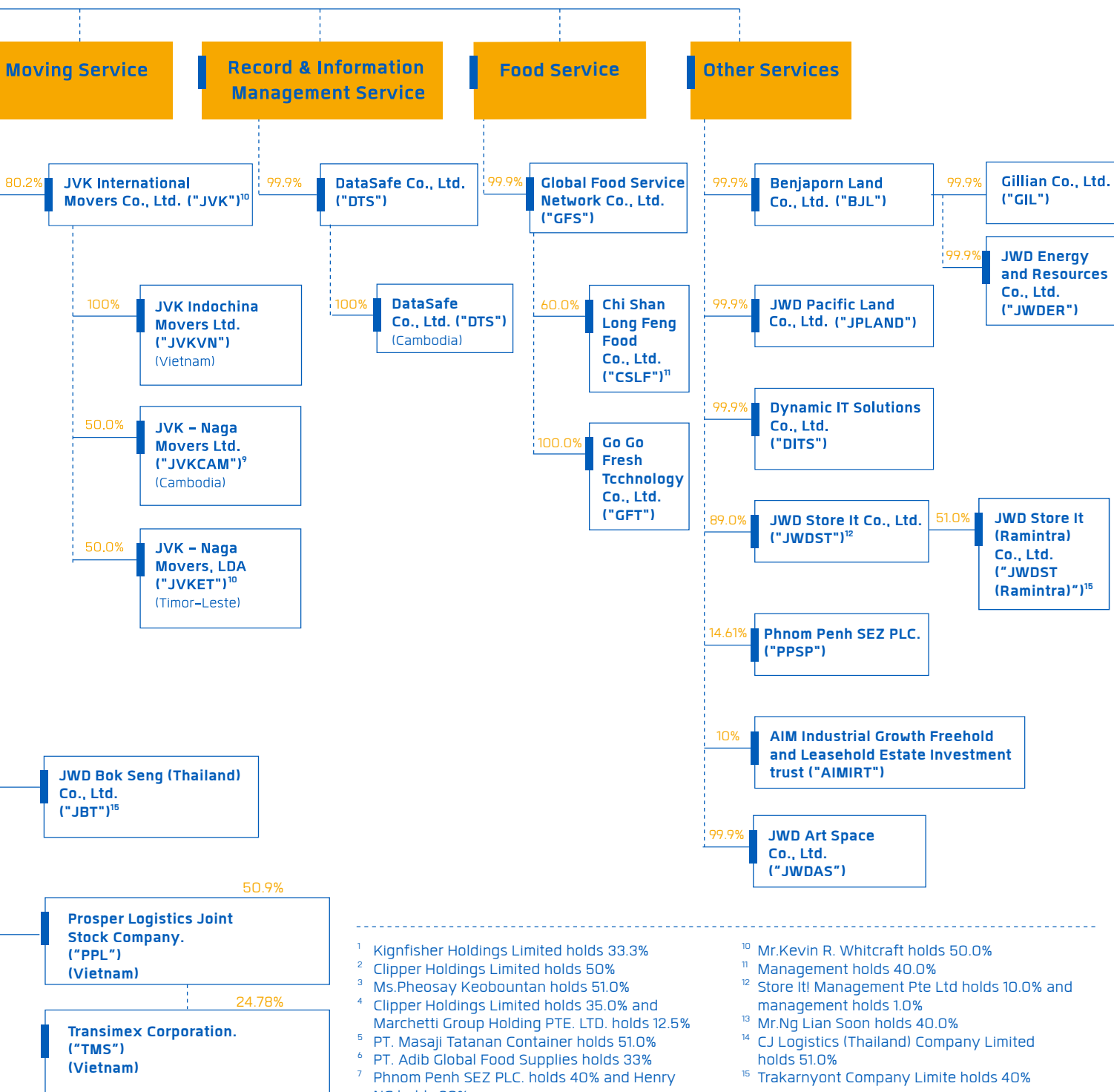
2019

The Company has invested in expanding its logistics business in Vietnam by shares in Transimex Corporation (TMS), a leading integrated logistics solutions provider which is listed on the Ho Chi Minh Stock Exchange.

The Company has launched JWD Art Space as a new business to provide Thailand's first integrated one-stop logistics services for artworks.

Shareholding Structure





¹ Kignfisher Holdings Limited holds 33.3%

² Clipper Holdings Limited holds 50%

³ Ms.Pheosay Keobountan holds 51.0%

⁴ Clipper Holdings Limited holds 35.0% and Marchetti Group Holding PTE. LTD. holds 12.5%

⁵ PT. Masaji Tatanan Container holds 51.0%

⁶ PT. Adib Global Food Supplies holds 33%

⁷ Phnom Penh SEZ PLC. holds 40% and Henry NG holds 20%

⁸ Management holds 9.9%

⁹ Mr.Kevin R. Whitcraft, Mr.Mark L. Whitcraft and Mr.Thomas A. Whitcraft holds 50.0%

¹⁰ Mr.Kevin R. Whitcraft holds 50.0%

¹¹ Management holds 40.0%

¹² Store It! Management Pte Ltd holds 10.0% and management holds 1.0%

¹³ Mr.Ng Lian Soon holds 40.0%

¹⁴ CJ Logistics (Thailand) Company Limited holds 51.0%

¹⁵ Trakarnyont Company Limite holds 40%

¹⁵ Trakarnyont Company Limite holds 40%

* (Holding Company)

Nature of Business and Competition Policy

JWD provides a complete range of services in logistics and supply chain covering diverse fields from warehouse management to transportation. The Company has invested intensively in information technology development in order to maximize its data storage and goods management efficiency, quickly respond to the needs of customers and reduce possible operational errors, which are considered the vital part of logistics. The Company's operations are divided into six core businesses as follows

➤ 1 Warehouse and Yard Management Service



➤ 2 Transportation and Distribution Service



➤ 3 Domestic and International Moving Service



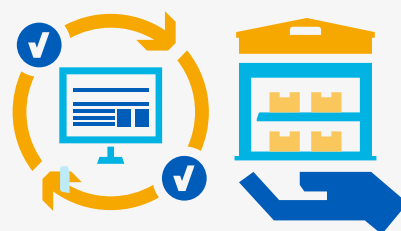
➤ 4 Record and Information Management Service



➤ 5 Food Service



➤ 6 Other Services



Myanmar
4,000 Sq.m.

Vietnam
400,000 Sq.m.

Laos
720 Sq.m.

Thailand
1,003,871 Sq.m.

Cambodia
64,428 Sq.m.

Indonesia
5,000 Sq.m.

1 SAMUT SAKHON
Mahachai



2 BANGKOK
Bangkapi



3 BANGKOK
Minburi - Samwa



4 CHACHOENGSAO
Suwinthawong



5 SAMUT PRAKAN
Bangna-Trad km.19



6 CHONBURI
Laem Chabang



7 MYANMA
Hlaing Thar Yar Industrial Zoe



8 LAOS
Sisattanak District



9 CAMBODIA
jin Yong Chang Industrial Park



10 INDONESIA
Jakarta



11 VIETNAM



The Company's most significant revenue stream comes from warehouse management services, which represented 56.5-68.1 percent of its revenue from rental and rendering of services generated in 2017-2019. Revenue from transportation, Relocation service, document and data storage, food service and supporting services accounted for 13.8-16.2, 7.8-11.0, 12.5-17.7 and 0.7-1.1 percent of the amount respectively.

Warehouse Service Capacity

Unit: sq.m. 2019

	General warehouse space and free zone	117,753
	Warehouse for dangerous goods	10,032
	Cold storage	77,265
	Document and data storage	14,815
	Others	9,951

Total 229.816

Yard Service Capacity

Unit: sq.m. 2019

	Dangerous goods yard	173,968
	Automotive yard	395,287
	On-site automotive yard	204,800

Total 774,055

Total 1,003,871

**Total footprint area of
JWD & Strategic Partners**

1,478,019 sq.m.



Warehouse and Yard Management Service

Warehouse and Yard Management Service

The Company provides both general and free zone warehouse management services, which can be divided into four categories according to the type of goods: general goods, dangerous goods, automotive items as well as temperature controlled goods (chilled and frozen products).

1. General and Free Zone Warehouse Management For General Goods

Warehouse management service for general goods is a core business of the Company. Revenue from warehouse management service for general goods is the second source of the Company's total revenue. In 2017–2019, it represents 9.6 – 13.2 percent of the Company's rental and service revenue, which came from two types of the general warehouse management service including 'per-square-meter per-month' and 'Revenue Ton' (RT) systems, and general goods handling such as goods acceptance/inspection service and merchandising in Thailand Thservice. To date, the Company has a warehouse capacity for general goods (located outside free zone operation) of approximately 80,846square meters, and 72,800 square meters in free zone, making a total warehousing space of

121,260 square meters. The Company is the first entrepreneur in Laem Chabang Port being approved by the Custom Department to use free zone space to build its warehouse facility, allowing the Company's warehouse management customers to receive free zone benefits.

During 2016 the Company has partially renovated general goods warehouse to chemical distribution center called JWD Chemical Supply Chain (JCS) to enhance our chemical warehouse service complying with safety principle of Department of Industrial Works.

Furthermore the Company has expanded our services in neighboring countries such as Laos, Myanmar and Cambodia with a capacity of 5,586 square meters.

All goods stored in the Company's warehouse are well managed using the Warehouse Management System (WMS) which has been developed by its subsidiary Dynamic IT Solution Company Limited (DITS). DITS is responsible for specialized warehouse management with complex and advanced service activities in accordance with the Company's business directions which are focused on specialized services and a variety of in-depth services. The WMS come with an ability to monitor and record movements of the goods, enabling the Company and its customers to track status of the goods on real-time basis, and thus accelerating the speed of service delivery while reducing errors and enhancing warehouse space management efficiency

Nature of Customers and Target Customers

Target customers for the Company's warehouse management service for general goods in general warehouse space and free zone include manufacturers/distributors whose products involve import and export. The reason is that the Company's warehouse facilities are mostly located within the Laem Chabang Port, which is one of Thailand's most important ports for import and export.

Today, most of the Company's target customers are manufacturers importing and exporting large items used in the petrochemical industry as well as key players in automotive tire, consumer products, mineral import and international freight forwarding industries.

Competitive Situation

The Company's competitors in warehouse management service industry, particularly for general goods in general warehouse space and free zone, include Kerry Logistics (Thailand) Company Limited and Yusen Logistics (Thailand) Company Limited for instance. However, each of the companies in this field operates in different

locations: for example, the Company is the sole service provider of warehouse management in such manner in industrial estates and the Laem Chabang Port.

2. Yard Management for Dangerous Goods Terminal

Warehousing for dangerous goods is the primary source of revenue for the Group. It represents 15.5 – 19.1 percent of the Company's total revenue in 2017 – 2019, in which its sources of revenue came from warehousing and handling of dangerous goods: for example, in activities related to opening/closing of dangerous goods containers and custom clearance.

The Company has been granted a 30-year concession by the Port Authority of Thailand, effective 1 October 2003, to provide warehousing and handling services for goods deemed dangerous according to Hazard Substances Act B.E. 2535 (1992), which are transported via the Laem Chabang Port. From the effective date of the concession until today, the Company has been the sole concessionaire granted by the Port Authority of Thailand to provide warehousing and handling of dangerous goods within the Laem Chabang Port.

It currently operates a total dangerous goods warehousing capacity of 184,000 square meters, which include one container yard for dangerous goods of 173,968 square meters and two warehouses for dangerous goods covering 10,032 square meters.

The company's dangerous goods handling services involve many things from dangerous goods receiving at the Laem Chabang Port, data recording of inbound and outbound goods in the network and communications related to import/export, warehousing and transportation of dangerous goods ("DG-NET"), which was invented and developed by DITS to monitor and control incoming and outgoing status of all dangerous goods within the Laem Chabang Port,



handling of dangerous goods between the Laem Chabang Port and the Company's dangerous goods warehouses and/or warehouses operated by importers/exporters of that dangerous goods, to loading and unloading of dangerous goods to and from containers as well as dangerous goods warehousing.

The Company has a team of experienced and specially trained staff being responsible for handling each type of hazardous goods and preparing for dealing with possible incidents caused by the leakage of dangerous goods. The Company's staff takes care of dangerous goods at all stages by allocating dedicated warehouse space according to each type of hazardous goods. The Company's warehousing facility consists of both indoor warehouses and outdoor yards tailored to specific needs of dangerous goods warehousing.

Service agreements concerning warehouse management services for dangerous goods, both in indoor warehouses and outdoor yards, are long-term agreements between the Company and the Port Authority of Thailand. These specify price rates for warehouse management services for dangerous goods in accordance with what announced by the Port Authority of Thailand. Prices are displayed on the website (www.dg-net.org). A portion of revenue from warehousing and handling of dangerous goods will be sent to the Port Authority of Thailand.

The Company has adopted a system called Differential-GPS ("D-GPS"), which has been developed by DITS in cooperation with Symeo GmbH, a German firm specializing in the development and manufacture of modern HF radio sensor technology components. The system is used to facilitate warehousing and searching of all of the Company's dangerous goods containers. The Laem Chabang Port is the first port in SEA and the world's second port that uses the D-GPS in warehousing and searching of dangerous goods. It enables the Company and the Port Authority of Thailand to quickly and precisely track and trace containers for dangerous goods

within the Laem Chabang Port, thus simplifying work process and enhancing safety in the workplace.

Nature of Customers and Target Customers

The Company is the only logistics service provider in Thailand being awarded a concession by the Port Authority of Thailand to handle dangerous goods transported via the Laem Chabang Port. Target customers for the Company's warehousing and storage management services for dangerous goods are all types of logistics service providers transporting dangerous goods through the Laem Chabang Port.

Competitive Situation

The Company is the only logistics service provider being awarded a concession by the Port Authority of Thailand to handle dangerous goods which are transport via the Laem Chabang Port. There is no competitor. However, importer/exporter of dangerous goods may use other channels of transportation such as marine transportation via the Bangkok Port and alternatively air or land transportation.

3. Automotive Yard Management

The Group offers a comprehensive range of automotive logistics services for vehicles intended to be exported or imported. This business is run under the operation of AutoLogic Company Limited (ATL), which is one of its subsidiaries. In 2017 – 2019 the Company earned approximately 13.0 – 17.7 percent of its total revenue from automotive warehousing and yard management, both in general space and free zone. This source of revenue includes that from vehicle storage space in preparation for export/import as well as related vehicle handlings services such as vehicle receiving, vehicle cleaning, pre-delivery inspection, delivery from a storage facility to the Laem Chabang Port, custom clearance and truck sequencing.



ATL has adopted Automotive Yard Management System (AYMS), which was developed by DITS, to control transportation of finished vehicles and manage overall information. The AYMS integrates seamlessly with the existing IT infrastructure of ATL and its customers, providing the customers with an online access to information about their vehicles and enabling them to track the status of their vehicles on a real-time basis.

The Group currently operates vehicle storage space and offers automotive management (general and free zone) covering 395,287 square meters or about 247 rai. This is divided into a 166-rai free zone space and 81 rai for general operations, with a total storage capacity of 22,360 vehicles. Additionally, the Group offers on-site automotive yard and warehouse management services by using the Automotive Yard Management System at customer premises in the same manner as doing it at ATL. Earnings from automotive storage is calculated according to actual space used (size and number of vehicles) or space = provided by the Company on monthly basis.

Nature of Customers and Target Customers

Target customers for automotive warehousing and yard management include local and international leaders in the automotive industry, especially importers/exporters and dealers nationwide.

Today, most of the Company's customers are leading automotive companies such as Nissan Motor (Thailand) Company Limited, Isuzu Motor (Thailand) Company Limited, and Tata Motors (Thailand) Company Limited.

Competitive Situation

Competitors in the automotive warehousing and yard management industry are Namyang Terminal Public Company Limited, Yusen Logistics (Thailand) Company Limited and CEVA

Logistics (Thailand) Company Limited, for instance. Competition in this industry depends on the ability to serve customers who attach a lot of importance to speed and accuracy in the delivery of goods. With this in mind, the Company has adopted innovative IT solutions to help reduce errors and improve operational efficiency.

4. General and Free Zone Warehouse Management for Temperature-Controlled Goods

The Group provides temperature-controlled warehousing for frozen and refrigerated products such as fresh produce waiting for processing or export, including meat, fruits and ice cream for instance. This is operated by Pacific Cold Storage Company Limited (PCS), JWD Pacific Company Limited (JPAC) and JPK Cold Storage Company Limited (JPK), which are the Company's subsidiaries. The Company earned 18.2 – 18.8 percent of its rental and service revenue from temperature-controlled warehousing in 2017 – 2019. Main sources of the income were warehousing and handling of goods, particularly in the field of sorting and packaging. The Company also provides its customers with cheese mixing service in free zone, enabling them to reduce tax burden.

The Group's cold storage facility offers adjustable temperature controls between -40°C and 25°C to meet different storage requirements of each product.

The Group has adopted Cold Chain Management System (CCMS), which was developed by DITS, to improve the efficiency of warehouse and information management. The CCMS monitors the movement of all goods so that the Company and its customers are able to track the status of goods on a real-time basis, thus reducing time and cost of searching goods, improving speed of service and minimizing possible errors on goods.



The Group currently operates temperature-controlled warehousing for frozen and refrigerated goods in general zone covering a space of 50,071 square meters in domestic area and 2,562 square meters in neighboring countries totaling area 52,633 square meters. Licensed by the Custom Department, it is also the first provider in Thailand to offer temperature-controlled warehousing for frozen and refrigerated goods in free zone covering a space of 10,994 square meters. There are two types of service agreement between the Group and its clients for the temperature-controlled warehousing for frozen and refrigerated goods: 1) 1-3 year contract between the Group and enterprise customers and 2) non-long-term contract in which details of agreement including service fees are specified in the service proposal

Nature of Customers and Target Customers

Target customers for the Group's temperature-controlled warehousing for frozen and refrigerated goods, in general and free zone, include local food importers and manufacturers (with food products intended to be processed or exported), processed food manufacturers with products waiting for export, electronics suppliers and pharmaceutical companies for instance.

Competitive Situation

Competitors in the temperature-controlled warehousing for frozen and refrigerated goods segment, for example, include Piti Mahachai Cold Storage Company Limited, Thepmanee Cold Storage (Mahachai) Company Limited and MK Cold Storage Company Limited, which are in nearby locations. However, the Company's temperature-controlled warehousing facility for frozen and refrigerated goods is located in the area in which demand for temperature-controlled warehousing services (for frozen and refrigerated goods) is relatively high. Therefore, the Group's competitive situation is in a moderate level.

Transportation and Distribution Service

The Group provides goods transportation services under the operation of its subsidiaries, including JWD Transport (Thailand) Company Limited (JTS) and Pacific Logistics Pro Company Limited (PLP). The main objective is to enable the company to become a comprehensive logistics service provider and bring greater convenience to its customers. In the year 2017 – 2019 the Group's average revenue from goods transportation accounted for approximately 13.8 – 15.7 percent of its total revenue.

The Group provides domestic as well as cross border transportation services such as in Laos, Cambodia and Myanmar, and has a plan to expand its routes to other Asian countries in the near future. Goods transported by the Group can be classified into four categories, including general goods, dangerous goods, automotive and temperature-controlled goods (frozen and refrigerated products). During year 2017 the Group has expanded to B2C transportation service project namely 'JWD Express'. It has installed Real-time GPS Tracking System that enables it to identify the location, status, speed and direction of the fleet. The Group also uses Transportation Management System (TMS) to enhance the efficiency of transportation management and its own data warehouse. The TMS comes with a capability to control overall transportation system, covering all transportation-related activities from vehicle booking to transaction recording. Additionally, the Group has implemented GPS Temperature Reporting System for the transportation of temperature-controlled goods (frozen and refrigerated products). It is equipped with a temperature measuring device that shows the degree of temperature in order to ensure it is not lower or higher than what is required.



Apart from that on 2018, The Company was appointed from Port Authority of Thailand to provide container lifting services onto rail transport at Laem Chabang which will generate increased revenue.

Nature of Customers and Target Customers

The goods transportation business is one of growth drivers for the Group that enable it to become a comprehensive logistics service provider. Therefore, most of the target customers for the Company's transportation service are those using its warehousing service in order to increase the level of convenience and reduce logistics costs.

Competitive Situation

The transportation business is a highly competitive industry because there are a large number of players in the market. Direct competitors, for example, include Kerry Logistics (Thailand) Ltd., Ming Transport Co., Ltd., Yusen Logistics(Thailand) Co.,Ltd. and Nimseeseng Group.

Relocation Services

The Company provides a complete range of moving services to individual and corporate clients, domestically and internationally, under the operation of JVK International Movers Company Limited (JVK). JVK has offices in Thailand and abroad (USA, Cambodia, Vietnam and East Timor acting as points of contact for clients in respective countries). With an objective to respond to growing business opportunities abroad, these international offices do not provide moving services by themselves, but cooperates with the Company's potential and qualified business partners to serve customers. In the year 2017 – 2019 the Group's average revenue from relocation services accounted for approximately 7.8 – 11.0 percent of its rental and service revenue.

In whatever way, each type of moving service requires staff with specialized skills and a uniquely different, but appropriate moving equipment. The company has highly experienced moving staff especially trained to handle each specific item. Moving services by JVK can be classified into five categories, including that for household items, office relocation, factory machines, trade fair exhibits and freight forwarding.

Nature of Customers and Target Customers

Target customers for the Company's moving services intended to relocate household items, office equipment, industrial machines and high-value goods are organizations whose staff are expatriates working in Thailand (e.g. embassies), international independent agencies, real estate firms offering moving services to buyers as well as business companies and factories who need moving support.

Competitive Situation

Direct competitors in both domestic and international services include Asian Tigers Mobility Thailand Company Limited, AGS International Movers Company Limited and Crown Relocations Company Limited. Each player has its own target customer. They mostly concentrate on domestic moving services while the Company focuses on moving services for international organizations such as embassy and now enhance to other moving services such as office and exhibition customers.

Record and Information Management Service

The Group provides a comprehensive range of document/ data storage and management services under the operation of DataSafe Company Limited, whose main sources of revenue come from document storage in the form of individual boxes, files and





cloud, which is a newly introduced service, from managing an individual document box, an individual document file and the latest mission datasafe on cloud service and data handling services covering electronics media storage, document scanning, packing and filling, document destruction, document delivery for instance and on-site storage service by a team of specialists from DataSafe, for instance. In the year 2017 – 2019 the Group's average revenue from record and information management services accounted for approximately 3.1 – 4.2 percent of its rental and service revenue.

Nature of Customers and Target Customs

Target customers for the Company's document/data storage and management services are organizations working with a large number of documents and data sources that need to be securely managed and stored. These include audit firms, banks and insurance companies in particular.

Competitive Situation

Today's document/data storage and management service industry is not highly competitive as there is a relatively small number of service providers in the market. The Company's direct competitors include Recall Enterprise (Thailand) Company Limited, Krungthep Document Company Limited and Sub Sri Thai Public Company Limited.

Food Service

Food and connected businesses are growing robustly due to the consumer's changing lifestyles in Thailand and throughout Asean. Recognising the growth potential, we have an ambition to become a regional food supply chain service provider in order to gain competitiveness and reduce risks through the direct availability of goods, which will curb our dependence on cold and frozen storage and transport businesses. That will allow us, among others,

to control the process of procuring materials for customers, the processing and production processes and the cargo storage, transport and distribution processes and act as brand representative. We have reached an agreement to buy shares in CSLF, a Taiwan-based food service company with a network of food suppliers around the world, which will enable us to expand the market for customers in Thailand and other Asean countries and use our cold storage plants across Asean as distribution hubs.

Other Services

Office and Warehouse Rentals

The Group has offices and warehouses for rent under the operation of Benjaporn Land Company Limited (BJL) and JWD Pacific Land Company Limited (JPLAND). Most of BJL's retail customers are internal customers including the Company and its subsidiaries. Lands, offices and warehouses owned by BJL are located on Krungthep Kreetha Road and Samwa Road in Bangkok, Suwintawong Road in Chachoengsao and within Laem Chabang Port in Chonburi. Targeting at external customers, JPLAND offers for rent lands, offices and warehouses which are mostly located on Bangna Trad Road in Samutprakarn.

IT Solutions for Supply Chain Management

The Group provides software development for diverse areas of logistics to internal and external customers under the operation of Dynamic IT Solutions Company Limited (DITS). Systems and solutions tailored to the needs of the Group and external customers, and successfully generating revenue for DITS, include WMS, CCMS, TMS and AYMS.

Self Storage Service

The Company provides self storage service under JWD Store It Co., Ltd. During the year 2018-2019, we have expanded 4 branches on strategic locations which are Srikreetha, Siam, Thiam Ruam Mit and Ramintra.



The Company's Competition and Service Policies

The Group's competitive strategies are as follows:

Integrated Logistics Service Provider

The Company is committed to enhance the potential of the entire Group of Companies to become an integrated logistics service provider in Asean, covering diverse fields from warehousing and storage services for general goods, dangerous goods, automotive, temperature-controlled goods (frozen and refrigerated products) to document/data storage and management services. Moreover, the Group specializes in warehouse logistics management as well as handling of a variety of goods to ensure greater convenience, improve the efficiency of goods management and help the Group's customers to reduce their warehousing costs. Apart from warehouse management, the Company extends services to offer total logistics service solutions namely freight forwarder, transportation & distribution, relocation and software solutions for logistics.

The Use of Advanced Management Technology

The Company believes that the efficiency of goods management plays a crucial role in determining the success of a logistics business. For that reason the Company has adopted state-of-the-art information technology to assist in managing the Group's warehousing and transportation services as well as data storage activities. This helps accelerate service delivery, reduce errors in the management process within warehouses and transportation activities, simplify operations, lower costs of goods management and bring down dependence on human labour, thus maximizing customer satisfaction.

Advantageous Locations

Strategic location is always on the list of the Company's priorities. The Company has therefore selected the most convenient locations for its warehouses with an easy access to connecting roads and transportation networks as well as public infrastructure, and are situated in close proximity to manufacturing and distribution hubs. The Group also has warehouses situated within the Laem Chabang Port in Choburi, and on Bangna Trad Road (KM19) in Samutprakarn, Suwintawong Road in Chachoengsao, Samwa Road and Krunghthep Kreetha Road in Bangkok as well as in Mahachai in Samut Sakhon. These locations are considered advantageous due to the following reasons:

- Laem Chabang Port, Choburi Province

Around 55% of the Company's total warehousing space is located within the Laem Chabang Port, which is fully equipped with state-of-the-art infrastructure and facilities in compliance with international standards. It can accommodate post-Panamax ships and is the busiest port in Thailand. In 2017 the Laem Chabang Port handled as much as 7.78 million TEU, which represents 84% of all inbound and outbound shipments to/from Thailand in 2017. (Source: The Port Authority of Thailand)

- Bangna Trad Road (KM19), Samutprakarn Province

About 10% of the Company's total warehousing space is situated on Bangna Trad Road (KM19), Samutprakarn Province, near its customers' car assembly plants. Most of the space is used as automotive yard and for storage of temperature controlled goods (frozen and refrigerated products). It connects to road networks and public infrastructure, and is not far from key distribution centers, namely industrial estates, ports and the Suvarnabhumi Airport.

- Samwa Road, Bangkok

About 10% of the Company's total warehousing space is located on Samwa Road near Bang Chan Industrial Estate and East Outer Ring Road. The warehouse rents facility on a daily basis that is best for goods intended to be delivered to inner Bangkok.

- Mahachai, Samut Sakhon Province

Around 13% of the Company's total warehousing space is located in Mahachai area near key facilities offering temperature controlled storage for frozen and refrigerated goods, namely fishing boats and food processing plants which the Company's key customers.

- Suwintawong Road, Chachoengsao Province

About 10% of the Company's total warehousing space is located on Suwintawong Road that is best for document storage and warehousing temperature controlled goods (frozen and refrigerated products). The Company is the first logistics provider to offer warehousing services for temperature controlled goods (frozen and refrigerated products) to serve customers in the Suwintawong area.

- Krunghthep Kreetha Road, Bangkok

About 2% of the Company's total warehousing space is located on Krunghthep Kreetha Road. It is mostly used for warehousing goods intended to be relocated (especially for customers who needs domestic and international moving services). The road is not far from the Suvarnabhumi Airport and Thailand's main ports, making it convenient cross-border transportation.

Order Fulfillment Center

The Company's comprehensive range of services helps simplify complex work process and improve the efficiency in logistics cost management on the customer side. The company looks after goods during the time they are being stored in the Company's warehouses, from the delivery of goods, packaging, handling, sorting and online storage of goods data. Therefore, users of the Company's warehousing services are responsible only for billing. This enable the Company's warehousing customers significantly reduce workload in goods management.

Additionally, optional services like sorting according to specifications set by customers and consumers and re-packaging may add value to products of the Company's warehousing customers

Service Quality Standards

The Group is committed to taking service quality to the next level to ensure maximum customer satisfaction, and also increase competitive advantage. This has enabled the Group to be certified by international standard organizations and win awards from government and private institutions.

- **2002**
JVK
ISO 9001:2008
from MASCI Management System
Certification Institute (Thailand)
- **2004**
The Company
ISO 9001:2000 from BSI Group
(Thailand) Co., Ltd.
- **2004-2006**
The Company
Contractor EH&S Performance
from SCG-DOW
- **2005**
JVK
FIDI Accredited International Move
Standard (FAIM) from FIDI
- **2008**
The Company
ISO 9001:2008 from BSI Group
(Thailand) Co., Ltd.
DTS
ISO 9001:2008
from BSI Group (Thailand) Co., Ltd.
- **2009**
The Company
100% Stock Accuracy Award 2009
from Damco Logistics (Thailand) Co., Ltd.
- **2010**
The Company
Certificate of Membership:
Custom-Trade Partnership Against
Terrorism (C-TPAT)
ATL
ISO 9001:2008
from BSI Group (Thailand) Co., Ltd.
PCS
ISO 9001:2008 from Intertech Group
- **2011**
ATL
Best Performance Achievement:
Yard Operation and Management
from Nissan Motor (Thailand) Co., Ltd.
The Company
Export Logistics Model Award (ELMA) 2011
from the Department of Export Promotion
(DEP), Ministry of Commerce

- **2012**
The Company
 - ▼ Export Logistics Model Award (ELMA)
2012 from the Department of Export
Promotion (DEP), Ministry of Commerce
 - ▼ Prime Minister's Export Award (PM)
2012 from the Department of Export
Promotion (DEP), Ministry of Commerce
 - ▼ ISO 14001:2004
from BSI Group (Thailand) Co., Ltd.
 - ▼ OHSAS 18000:2007
from BSI Group (Thailand) Co., Ltd.
- DITS**
 - ▼ Capability Maturity Model
Integration (CMMI) Level 2
 - ▼ TICTA Awards 2012 from the
Software Industry Promotion
Agency (Public Organization)
and The Association of Thai
ICT Industry (ATCI)
- **2013**
The Company
Business management upgrade in
accordance with logistics service
quality standards specified
ATL and JTS
Under the Project for the Improvement
of Quality Standards and Business
Networking in the Logistics Service
Industry, which was initiated by the
Department of Business Development,
Ministry of Commerce
PCS
5 Stars certificate of temperature-
controlled warehouse from
Department of Internal Trade
of Thailand
DITS
 - ▼ TICTA Awards 2013 from Software
Industry Promotion Agency (Public
Organization) and The Association
of Thai ICT Industry
 - ▼ ICT Excellence Awards from Thailand
Management Association (TMA)
- **2014**
ATL
ISO 14001:2004 from BSI Group
(Thailand) Co., Ltd.
JPAC
ISO 9001:2008 from Intertech Group

- **2015**
DITS
ICT Excellence Awards 2015:
Core Process Improvement Project
for Cold Chain Management System
(CCMS) from Thailand Management
Association (TMA)
- **2016**
The Company
 - ▼ Thailand Excellence Award 2015
จาก Frost & Sullivan
 - ▼ Ethics Awards from The Thai Chamber
of Commerce Year 2016
- JTS**
Thailand Energy Awards from
Department of Alternative Energy
Development and Efficiency,
Ministry of Energy
- ▼ ISO9001:2015, ISO14001:2014,
OHSAS18001:2007, C-TPAT
- JWDP**
Standardized Sanitation Certificate of
temperature-controlled warehousing
from Department of Fisheries, Ministry
of Agriculture and Cooperatives
- JPK**
5 stars certificate of temperature-
controlled warehouse from Department
of Internal Trade of Thailand
- PCS**
Green Industry Level 3 from Ministry
of Industry
- **2017**
The Company
 - ▼ Total Innovation Management
Award Year 2017
 - ▼ Cold Chain Logistics Service Provider
of the Year from Frost & Sullivan
- DITS**
Logistics IT Solution Provider of the
Year from Frost & Sullivan
- **2018**
The Company
 - ▼ Thailand Sustainability Investment
Award 2018
- **2019**
The Company
 - ▼ Thailand Sustainability Investment
Award 2019
 - ▼ Outstanding Investor Relations
Awards 2019
- JPK**
Export Logistics Model Award (ELMA) 2019
from the Department of Export Promotion
(DEP), Ministry of Commerce

Partnership with Freight Forwarding Companies

The Company has developed strong partnership with many leading freight forwarding companies. As a result, it has won the trust of top freight forwarders such as Kuehne + Nagel Limited, DHL Global Forwarding Limited, Panalpina World Transport (Thailand) Limited, Damco Logistics (Thailand) Company Limited and Hitachi Transport The company : Thailand sustainability Investment 2018 System

(Thailand) Limited, who are mostly multinational companies with limited capacity of storage and warehouse management. Therefore, these freight forwarders need a local logistics service provider who has fully-equipped assets and facilities, and compliance with international standards, to serve them in their warehousing and storage management operations.

Factor of Risks

Risk in overall business of the company

The risk of competition in the industry

The company engaged in providing logistics in the transportation and warehousing services. At present, there are similar service providers or same type as the business of the company, so if there is any severe competition or new entrepreneurs, it may affect to the implementation results of the company. The competition may lead to lesser customers, or the company may need to reduce price of services, and it affect to lesser incomes as well as lesser profits.

The company is trying to lift up abilities of services to meet the international standard as it can be seen that the company received standard and various awards. In this case, the company has seen that standard and awards help the company to have advantages to present works to customers and increase abilities to compete with foreign competitors, and the information technology system is also developed to improve the company and present services to customers according to the needs of customer s, including reducing expenses and increasing velocity of response to clients.

Risks to supply customers

The company as fixed costs of providing services whether on warehouse for general goods or controlled goods, cold and freeze temperature, automotive yard such as depreciation cost of warehousing and equipment, capital of land leasing, and interest capital, etc. If the company cannot find customers to take services as it is planned, it may lead to lesser profits and lesser liquidity.

In order to reduce such risks in each investment before or after buying machines and cars to provide service on transportation, the company will make inquiry to the customers related to their needs to take services. In the case that it can be made, the company may sign on contract with major customers before the construction or before ordering machines and equipment as it has to be sure that the company can find adequate customers. In some occasions, the company may consider for implementing project by renting warehouse from the third party or find services from other service providers for the customers to reduce capital that the company has to use for business expansion and reduce risks from such investment.

Supplier-related risks

The company assesses its suppliers' environmental, social and governance risks by conducting analyses of the suppliers in four steps as follows:

- Conduct a spending analysis of every top vendor, including in relation to all categories of their purchase, procurement and spending activities.
- Assess their environmental, social and governance risks, with a focus on identifying those posed to the organisation's sustainability by their procurement processes (eg use of child labour or forced labour, purchase of chemicals with prohibited ingredients).
- Conduct a critical analysis to determine
 - Whether the company is paying extensively for a given supplier's products;
 - Whether the supplier's products are crucial for the company's operations;
 - Whether the supplier's products are not available from other vendors and cannot be easily substituted; and
 - Any special status or relationship (eg being the parent) vis-à-vis the company.
- Introduce appropriate mitigation measures in response to the outcomes of the risk assessment and critical analysis, to make the company prepared to cope with the key suppliers who pose high risks. Major measures include the following:
 - For critical suppliers (ie those with high purchase volumes, high or very high risks and products that are indispensable and cannot be easily substituted), which are categorised as high-risk vendors, annually inspect them, visit their sites, interview their managers and staff and require them to introduce plans and courses of actions to reduce the risks and the impacts, including mechanisms for inspection of compliance with the company's sustainable practice guidelines, to ensure that the risks are limited to levels that they do not have significant impacts on the business, community and environment.
 - For non-critical suppliers (ie those with medium or low purchase volumes or risks), perform supplier evaluations or inspect their compliance with the sustainable practice guidelines and approval by relevant organisations (eg safety-related agencies, user organisations).

The risk of fluctuations in economic conditions that may adversely affect the business of the company

The company has revenue from the deposit services and products management, and the needs of such products shall be complied with the economic situation of Thailand as well as world economic. Therefore, if the economy of Thailand suffered from a slowdown situation, the needs of warehouse to deposit goods may be lesser, so it may affect incomes and profits of the company significantly.

In order to reduce such risks, the company has expanded the service region of the company. To various warehouses such as general goods, automotive, cold and freeze control, etc., and expand it to various types of warehouses, so the company does not need to rely too much on any industry. It also helps to reduce risks from fluctuation of economic situation. However, if the economy of Thailand meets the overall slowdown situation, various types of goods services may not help to reduce such risks.

The risk that the company's customers did not renew contract of service with the company

The incomes of the company for about 25 percent are from customers who entered into the contract with the company for 1 year or more. If the customers did not renew the contract after the expiration, the company may loss incomes, and it may reduce profits of the company. The company is aware of risks in such case, so the company is focused on good services to satisfy customers in order to renew contracts with the company. Moreover, the company has sales department to find more customers to replace existing customers who have no decision to renew contracts with the company.

The risk of fluctuations on interest rates

The operation of the group of the company requires high investment. The Group has a loan balance that is "not meet the expiration" within 1 year from financial institution dated 31 December, 2018 for 352.6 million baht, and dated 31 December 2019 for 572.1 million baht. Most of loans have floating interest rate. Therefore, if market interest rates are increased, the group of the company will have the burden of pay higher interest, so it reduces the profits of the group of company. However, the interest rate of the company's loans from financial institutions currently is Minimum lending rate or MLR for good customers of the financial institution with the financing plan for the development of the project. The group is not dependent on the use of loans from financial institutions alone, but the company also has a group policy, financing and funding from other funding sources, such as balancing a joint venture with other partners. And raise funds through the stock market, which is a major source of funds used to invest in the future, including when the company shares listed on the Stock Exchange of Thailand. Once this has been achieved in Thailand, the group will be able to increase fundraising channels through the capital markets. Risks from the government or related agencies

The risk of political instability

Logistics business is a business that has been directly affected by the policies of the government or related agencies. In this case, government policies may affect the operation of the company, including policies of taxation, such as tax rates, import and export taxes, Laem Chabang Port's policy development, Laem Chabang Port's area investment by the private sector, free zone area, etc. If there is any change occurred to the policy of government or related agencies negatively such as increasing import tax or reducing investment of private sector, terminating leasing contract at Laem Chabang Port, terminating concession, or terminating benefits for free zone, it may lead to the returns of the financial statement and work operation of the company.

Moreover, the company is monitoring the policy of government and relevant departments to adjust the plan in order to make it appropriate with present situation to reduce risk from changing policy of the government or related agencies.

Risks associated with concession contracts with state agencies and construction of contracts by parties

The company has a large number of contracts with state agencies and private firms (eg the Contract for Investment in and Management and Operation of Dangerous Goods Warehouse at Laem Chabang Port with Port Authority of Thailand, Laem Chabang Port Space Lease Agreement). Different opinions may arise as to how to apply the contract terms or contractual requirements. In addition, the company cannot guarantee that the government will not change the concession policy or will grant it new concessions in the event of extension of the scope of concessions, as the matter is subject to the relevant state agencies' sole discretions.

In September 2016, Port Authority of Thailand made written demand for payment of additional compensation. The company is negotiating for settlement of issue with the authority. Payment of the said additional fee is required under a 2011 announcement of the authority but not under the 2003 Contract for Investment in and Management and Operation of Dangerous Goods Warehouse, and the demand for the same was unprecedented.

Aware of the associated risks, however, the company has instructed its officers to strictly follow the contracts and monitor policy directions of the government and the relevant agencies to assess possible impacts and mitigate risks.

The risk of political instability

Political stability is one of factors that affect the investment of public and private sector, particularly on the high-value and time-consuming investment on projects. If internal political is instability or any violent incidents, it may affect the confidence of investors. This could result in reducing investment, and the economy is slowing down. Additionally, the political instability will replace the politic power, and it may result in the changes in policies, laws, and regulations of the government and it may affect the business operations of the Company.

The risk of the stability of the information technology system

The company has brought the information technology system to use for warehouse management to optimize operations and reduce capital of the group of the company. Such system will cover the entire process from product to delivery process to the customer. Therefore, If such a system error occurs; for instance, virus is in the system, so the data is lost. In this case, it affects to the implementation of the company as well as financial statement significantly.

On the other hand, the company has provided adequate and effective backup systems to prevent data damage as well as supplying Dynamic IT Solution Company (“DITS”) which is the subsidiary of the company to develop, fix, and maintain information technology system of the groups to have stability, so the company can solve problems occurred to the system quickly.

The labor costs of group of the company may increase steadily

Labor cost is accounted as a capital around 17.0 percent of the cost of services of the company in the past. The wages in Thailand have been rising continuously, so the company cannot guarantee that wages in Thailand will not increase in the future. In the past 5 years (2014-2018), the labor cost capital of the group is increased as per overall increasing of labor cost rate in Thailand. If the wages in Thailand keep rising, the capital of the company will be increased, so the group will not be able to pass on this obligation to customers. Hence, if the wages of the company are increasing continuously, the implementation of the company, opportunity, financial statement, and result of the operation of the company may have negative effect significantly.

However, if the company’s overall labor cost are rising, the company will use controlled policy to control other capitals to maintain profit rate of the company as per plan. Moreover, the company has used the information technology system to manage warehouse and the group’s transportation to reduce the reliance on human resources of the company.

The company may be affected by the loss of tax benefits approved by the The Board of Investment (“BOI”)

The company benefits from foreign investment promotion from the Board of Investment in the business warehouse for chilled and frozen temperature controlled warehousing. The benefits to the company under the conditions are set out in particular.

Under the terms and conditions of the privileges of the BOI requires companies that receive the investment supporting rate from groups of the company which means that JWD Pacific Company (“JPAC”), JPK Cold Storage Company (“JPK”), and. Pacific Cold Storage Company Limited (“PCS”) must comply with the conditions that are critical to maintaining the benefits received by the BOI and to exercise the right to tax exemption as follows:

- Financial reports, shareholders, and other important matters.
- Provide protection and control from any actions causing damages to the environment
- To the people of Thailand shareholders holding shares in the company that receives benefits for not less than 51 percent.

In the future, the company received the promotion certificate of the company may not be able to comply with all the terms and conditions approved by the BOI. This may result in the loss of tax benefits and other incentives that have been approved by the BOI. The loss of such benefits could impact negatively significantly to the business opportunities, financial position and operating results of the company.

However, as of December 31, 2018 the company had not experienced problems and compliance under the terms approved by the BOI in anyway.

The company may be affected by the need to comply with the rules and regulations that may cost high expenses to the company

The business of the company is subject to the laws and regulations of the Environmental Protection Agency, including safety and health at work of its employees. For this reason, the Group must comply with various standards, including providing staff with the expertise to supervise compliance with laws and regulations, maintenance and administrative control as well as governance practices, and other laws and regulations. If there is such change, business of the group and property management of the group will have to be modified to comply with these legal requirements.

The group's expenses and anticipated costs in continuing operations in order to comply with the requirements of the law may increase in the future. In the event of a breach of these terms, the law stipulates fines in high numbers. The regulatory authorities have the power to enforce the order (including discontinued operations) and define measures on criminal breach of these terms. Some legal environmental requirements set to be monitored strictly, including the liability for damages to the environment, the environmental law requirements such as the liability in case of injury to persons or damage to property due to the presence or use of hazardous substances. It is therefore difficult to predict the changes of laws and regulations, and the impact of such changes, which may affect the operations or financial results of the company.

Although management of the company believes that the operations of the group in the current compliance regulations significantly, the company may not be able to guarantee that the regulatory authorities will not impose additional rules or increased fees or penalties arising from failure to comply with conditions. This may cause the increasing amount of group's expenses significantly, and it will negatively affect business opportunity for business, financial condition and results of operations of the company significantly as well.

The protest or strike of the employee that may affect the business and financial results of the company

If employees of the company and / or its subsidiaries join protest or strike, or if the company and / or its subsidiaries cannot negotiate for the arrest of the strike of the employees, the company may experience a business disruption and may pay more expenses for the operation, so it leads to the result of higher wages or benefits that must be paid to the employees. It could impact negatively on the financial statement and results of operations of the company.

Moreover, even if the current employees are not members of the union, and the group of the company has not made any agreement on employment conditions, such information is subject to change in the future. If employees of the company and the group of the company cannot join a union, or cannot negotiate with the union about the conditions that are beneficial to the group successfully, and if the group suffered from a business disruption or having a problem with any of the workers in the company, it may affect the financial position and operating results of the group significantly.

Anyway, from the past until present, the company has never met strikes or protest from the employees because the company has potential development policy and treats the employees equally as well as ensuring that the employees receive good welfare and good working environment.

The risk from overseas investment

The company may be at risk of doing business in a foreign country since conducting business in foreign countries will have additional risks as the company is unfamiliar with transactions, native culture as well as laws, regulations, and climate and natural factors. Moreover, the policy and plan related to marketing expansion on services to foreign countries may lead the company to face with marketing competitors as there are many foreign companies that provide similar or same services as the company does.

The company has focused on investing abroad by applying risk analysis as a part in making the decision on investment. If the cost is high, the investors will find some investors with experiences within the country to reduce the risk that the company has no experience in investing abroad.

The risk from currency exchange

The company has income from providing some services in the form of foreign currency, especially in the transport business, especially on domestic and international relocation services. It will provide risk to the fluctuation of the exchange rate. In the fiscal year 2018, the company has revenues from services in the form of foreign currency, approximately for 1.3 percent of total revenue. The management department of the company manages the risks on currency exchange by considering on matching revenues and expenses in the form of foreign currency to reduce the risk of foreign currency exchange rates.

The risk that the company does not renew the investment and management and dangerous warehouse management contract at Laem Chabang Port

The company had revenues related to the investment management and dangerous warehouse operations at Laem Chabang Port for about 19.3 percent of total revenue. Such agreement will expire on September 30, 2033. After the contract expires, the company may have to seek a contract with the Port Authority of Thailand if the company is unable to renew such agreement, the company may lose revenue and profit related to such agreements. Thus, the company is aware of such risks, as well as the company thereby expanding its services in order to reduce the impact of reliance on revenue from the agreement, except that the company can supervise the operation according to the contract to create confidence to the Port Authority of Thailand in the case that the Port Authority of Thailand must select dangerous warehouse operations when the contract is expired.

The risk of breaching the loan agreement with financial institutions

The company and subsidiaries has borrowed from financial institutions to borrow money for working capital and investment projects. If the company can not be used to pay interest or loans as well as comply with the conditions as specified, the company may have to pay a default interest rate, which is higher than normal or may be forced to mortgage assets to be used as collateral.

However, the company has applied part of the funds raised by the initial public offering (IPO) of capital-increase shares for repayment of bank loans. In FY2018, its debt to equity ratio stood at approximately 1.0. It strives to limit the level to 2.0 and is considering raising funds otherwise than by obtaining loans should additional investment be required.

The risk from goods deposit and management services

The risk of contract, land lease contract, and concession are terminated or not being able to renew contract

Most of the company's warehouses are on the land of third parties or using assets of third parties as per the concession. If contracts expire and the company was unable to negotiate an agreement, or the company canceled the contract, it may lead to negative effect on services of the company as it cannot be provided to customers, so it results in lesser revenue and lesser profits.

To prevent such risk, the company has made most of contract as a long-term contract in order to lead the ability of providing services of the company goes continuously. The short-term contract is limited (less than 3 years) in the case that the company would like to use the area for temporary purpose, or in the case that the company may move the warehouse to new area which has the advantages on logistics in the future only.

The risk to supply land for business expansion

The company has a policy of purchasing land by focusing on supply potential land that can be used to develop project immediately. Therefore, the company has no policy on buying under-development lands to keep in the land bank in order to develop projects in the future. However, there are increasing numbers of competitions, so there are competitions to buy good location of lands between entrepreneurs. In this case, the company has a risk on the rising of land price, or the company may not be able to purchase needed land location with the planned capital, so it leads to the higher capital of the company for developing projects, or the company may make a decision not to invest as the return rates may not meet the criteria of the company.

However, the company is making plans to explore and purchase of land in accordance with the project development of the company continuously, so that the company that can supply quickly for a new project.

The risk that insurance of the company may not cover all losses and/or obligations

Although the company has insurance policies relating to the business operations of the group in order to reduce the risks stemming from the loss, and / or damage to the goods deposits and assets of the group, the company is still having a risk that the policy will not cover disaster losses, and / or all consequential damage such as In the case that the damage caused by war and terrorism, or the damage is cost more than the amount of insurance, the company may be at risk that the insurance company cannot pay for claims as it is stated in the policy. Moreover, the company can have a risk of unable to renew the policy of insurance at the appropriate price if the price of the policy rises. All of these may affect the operating results and financial statement of the company.

In the past, the company is monitoring to determine the amount of insurance to cover the damage to prevent the risk of such conditions, and the company will consider terms and amount of making such insurance.

The risk of being sued by the operation

In the business of the group, it is at risk of being sued by offering services such as the risk of being sued for damages, the risk of being sued by the loss of goods, including the risk of lawsuits from accidents during operation. Major accidents (eg fire, explosion or spill caused by the chemicals or goods stored in the dangerous warehouse) may lead to losses of lives and property of the company, its customers and people within and around the warehouse. The company stores within its dangerous goods warehouse dangerous goods that are flammable as well as chemicals the physical exposure to which (including by inhalation) can cause physical harm. The company has insurance related to the business operations of the group that includes the goods deposit in the warehouse of the group. Nevertheless, the insurance may not cover all potential risks (eg in relation to employees' negligence or carelessness), and the sums insured may be smaller than the amounts of loss. However, insurance may not cover the value of the deposit in the warehouse of the company and the client may sue the company for damages and more than a specified maximum liability under the contract.

Risks associated with regulators' rules

The company's cold and frozen storage business was heavily affected by the unsolved illegal, unreported and unregulated (IUU) fishing issues, which led to the decisions of many frozen seafood producers and exporters, beginning in the second quarter of 2016, to maintain low stock levels, and, consequently, to the company's lower revenue and gross margin figures. To address the situation, the company provided more warehousing services for other products that also required temperature control (eg poultry, processed agricultural products) as substitutes for the reduced input of fishery products. It also controlled variable costs to maintain an acceptable profit level. As a result, it is now enjoying a constant increase of businesses involving warehousing of poultry products and cheese processing at its Free Zone cold storage.

The risk of a transportation service

The risk of fluctuations in the price of fuel

Fuel is a major cost, representing approximately 30 per cent of the cost of providing transportation service of the group. During the past 10 years, the price of crude oil on the world market had high fluctuation and it rises up continuously. In this case, it leads to the increasing price of domestic fuel. The rising price of fuel increases the capital on providing transportation service of the group, and it may affect the profits of the company.

Thus, the group takes the structure of capital of the transportation service of the company into account. In the service agreement between the group and the customer shall be identified clearly to reserves the right to increase rates and charges due to the rising cost of fuel. With this action, it reduces the impact of the rising cost of fuel.

The risk from accident

The responsibility of the company to provide transportation from the reception of the goods, and it will end upon delivery of goods to customers. Thus, there is a risk that the cargo may be crashed, or any accident occurred resulting in product damage. This could cause the cost of the damages affecting reputation, incomes, and profits of the group.

In the past, the group has never suffered from a serious accident that affects operations. In this case, in order to reduce risks occurred from loss and/or damage on goods by accident, the company has policy to have insurance for all company's business operations as well as those of the group of the company. In addition, the company stated in terms of liability explicitly, including the specification on responsibilities of the company if damaged in the service contract between the company and customers to reduce the conflict between the company and customers that may arise in the future.

The risk of not delivering goods to customers on time

The company's logistics contract, generally, will specify the time required to deliver the goods. If the company could not deliver products to customers on time, the company may have to pay a fine to compensate for damage caused by delay. This could affect the revenues and earnings of the company and could adversely affect the reputation and the trust of other customers towards the business opportunities in the future.

The company is aware of the potential damage caused by the delay of delivery, so the company has developed information technology system to track shipments in order to make the company and customers know the status and address that the product will be delivered as well as solving problems that can occur on time. However, the company cannot guarantee that they can deliver the goods on time for every job. The delay may be caused by factors that the company cannot control, such as protest or natural disasters, etc. However, none of JWD companies has ever been imposed penalties for late delivery of products.

The risk of supply vehicles

The company uses cars of the group of the company and supplies contractors to make transportation outside. For the services provided by the group of the company in order to provide wide range of services, the company has risk from supplying transportation contractor that meets the standard defined by the company to satisfy customers.

However, from the past, the company has never met any problems in hiring external standardized contractors to meet the needs of services taking. Additionally, the company has a policy of providing clear external transport contractors with transportation plan, and the company will be an executive to control all shipments.

The risk of management

The risk of votes under control by the major shareholders from shareholders meeting

The group of Mr. Charvanin Bunditkitsada, and the group of Mr. Jitchai Nimitpanya will hold shares of the company with the proportion for the percentage of 62.72 of total paid-up shares. In addition, Mr. Charvanin Bunditkitsada and Mr. Jitchai Nimitpanya as well as Ms. Atchara Nimitpanya are still in the position of executive officers and directors to be able to provide authority on behalf of the company. In this case, the group of Mr. Charvanin Bunditkitsada and Mr. Jitchai Nimitpanya have authorities to control the management of the company as well as to control the votes in the shareholder meeting for almost all of it whether in the director appointment or voting on matters that require a majority in the meeting of shareholders, except the laws and regulations of the company defined to receive 3 out of 4 votes from the shareholder meeting. Therefore, it is difficult that other shareholders will be able to collect votes to check and balance the subject that major shareholders proposed.

The company has established regulations regarding the code of conduct of the business to guide the functioning of the Board and management in accordance with the Code of Conduct for Directors of Listed Companies as per the principle of good corporate governance according to the guideline of the Stock Exchange of Thailand, and it shall have a defined scope and authority providing to the board clearly without providing any conflicts on benefits.

The risk to rely on personnel

Personnel are one factor in the success of the company if the company loses personnel or Chief Executive Officer and / or key personnel of the directors are not being able to maintain the proper position and not a substitute for comparable properties, it may have negative impact significantly to the financial condition, performance and business prospects of the company.

In this case, the company recognizes the importance of maintaining human resources of the company has a plan to develop human resources by focusing on talent development and personnel as well as guiding career path of the personnel in each level clearly, including the allocation of a reasonable return on the capability of the individual, and then compare with other operators in the industry. Moreover, the company has continued to recruit new staff to replace resigned staff in order to have enough staff in accordance with the plans of the company.

Business interruption risk

Risk from business interruption It is a problem that has the highest rating. Because it can lead to significant loss of income For the cause of the disruption There are still new warning signs. Many things happened Especially non-physical damage or intangible dangers such as cyber incidents Political violence Strike Terrorism, natural disasters and epidemics

The company has introduced contingency plans to lessen impacts from any business interruption event and to retain the confidence of customers and other stakeholders in its capacity to tackle major situations involving business interruption.

Internal control-related risk

The company's board of directors has set up a Risk Committee tasked with formulating an organisation-wide risk management policy and monitoring compliance with the policies about risk management system and process to reduce business impacts to an acceptable level. It has also determined the composition and scope of duty and responsibility of the Risk Committee to ensure effective execution of the tasks assigned. The Risk Committee's duty and responsibility include the following:

- Assess potential external and internal risks and their potential impacts on the organisation;
- Formulate a companywide risk management policy that covers the risks associated with the company's operations, introduce risk management action plans to be implemented by the riskmanagement team in line with the risk management policy and report outcomes to the board of directors;
- Develop and review the company's risk management system to ensure its continued efficiency and effectiveness, and regularly evaluate and monitor the implementation activities to ensure policy compliance;
- Report risks and provide recommendations to the board of directors; and
- Perform other tasks as assigned by the board of directors.

Monitoring and evaluation by the Risk Committee in 2019

The Risk Committee identified four types of risks:

- Operation Risk, which involves operational processes/ procedures, the efficiency of vehicles, machinery and tools and information technology management;
- Financial Risk, which involves billing and collection, currency exposures, ability to meet financial requirements and management of financial documents for communication with tax and other authorities;
- Strategic & Investment Risk, which concerns the ability to handle industrial uncertainties, customer management (especially in terms of dependence on major customers), customer retention and management of increased competition in the future; and
- Compliance Risk, which concerns compliance with laws, rules and regulations of the regulators and full availability and validity of legal instruments and contracts.

The Risk Committee highlighted these four risks, determined their indicators and monitored them throughout 2019 to ensure they would not exceed the company's risks tolerance level.

ADMINISTRATION AND CORPORATE GOVERNANCE





Information of Securities and Shareholders

Amount of Authorized Share Capital and Paid-Up Share Capital

- **Authorized Share Capital and Issued and Paid-Up Share Capital**
As of December 31, 2019 the Company had an amount of authorized share capital at the value of Baht 510,000,000 and an amount of paid-up share capital at the value of Baht 509,999,971.50 with a par value of bath 0.50, comprising of 1,019,999,934 common shares.
- **Limitation on the percentage of shares held by foreign shareholders**
Maximum foreign shareholding of the Company's shares is restricted to 49% of the number of shares issued and paid up. As of 30 December 2019, the foreign shareholding ratio in the company was 7.50

Shareholders

The Top 10 Major Shareholders of JWD InfoLogistics Public Company Limited as at the latest Book Closing Date on December 30, 2019

	Shareholder List	Number of Shares	Proportion of Shareholding (%)
1.	Mr. Charvanin Bunditkitsada	213,322,900	20.914
2.	Mrs. Pimolthip Bunditkitsada	128,784,180	12.626
3.	Mr. Jitchai Nimitpanya	96,227,260	9.434
4.	Mrs. Achara Nimitpanya Spouse of Mr. Jitchai Nimitpanya	70,923,660	6.953
5.	Ms. Amrapharn Bunditkitsada	51,653,140	5.064
6.	The Hongkong and Shanghai Banking Corporation Limited	45,885,000	4.499
7.	Ms. Panada Bunditkitsada	43,693,899	4.284
8.	Ms. Orawan Voranj	36,127,950	3.542
9.	Ms. Saowanee Apiwanopat	35,478,149	3.478
10.	Ms. Phenprapha Ruammaitree	34,000,000	3.333
11.	N.C.B.TRUST LIMITED-NORGES BANK 11	24,977,280	2.449
	Total	781,073,418	76.576

Total number of ordinary shares

1,019,999,943

100.000

Other Securities

Debentures

UNSUBORDINATED AND UNSECURED DEBENTURES								
No.	Terms	Issue Date	Maturity Date	Number (Units)	Issue Size (Million Baht)	Interest Rate	Credit Rating	Covenantss
1/2018 No.1	2 years	8 Nov 18	8 Nov 20	386,000	386	3.65	BBB+(tha)	Quarterly review to remain debts to equity level not exceeding 2.5:1 times
1/2018 No.2	3 years	8 Nov 18	8 Nov 21	514,000	514	4.00	BBB+(tha)	

Dividend Policy

The Company has established a dividend policy for shareholders at a rate of not lower than 40% of net profit from the Company's separate financial statements after the deduction of corporate income tax and legal reserve requirements. However, the Company may consider paying the dividend differently from that specified in the policy under the conditions that such action shall produce the highest returns for the shareholders of the Company while increasing business profits, enhancing financial stability and liquidity, and supporting necessary spending for business operations and expansion in all economic conditions.

The subsidiary companies have established a dividend policy for shareholders at a rate of not lower than 40% of net profit from the subsidiary companies' separate financial statements after the deduction of corporate income tax and legal reserve requirements. However, the Company may consider paying the dividend differently from that specified in the policy under the conditions that such action shall produce the highest returns for the shareholders of the Company while increasing business profits, enhancing financial stability and liquidity, and supporting necessary spending for business operations and expansion in all economic conditions.

Details of the Company's Dividend Payment for the past five operating years

Details of Dividend Payment	2015	2016	2017	2018	2019
1. Net profit (THB Million)	501.26	102.98	329.50	271.47	290.35
2. Number of shares ¹ (THB Million)	600.00	1,020.00	1,020.00	1,020.00	1,020.00
3. Dividend per share ² (THB per share)	0.83 3 ²	0.08	0.25	0.21	0.25
4. Total dividend paid (THB Million)	497.34 3 ²	81.60	255.00	214.20	255.00
5. Payout ratio	99.22%	79.24%	77.39%	78.90%	87.83%

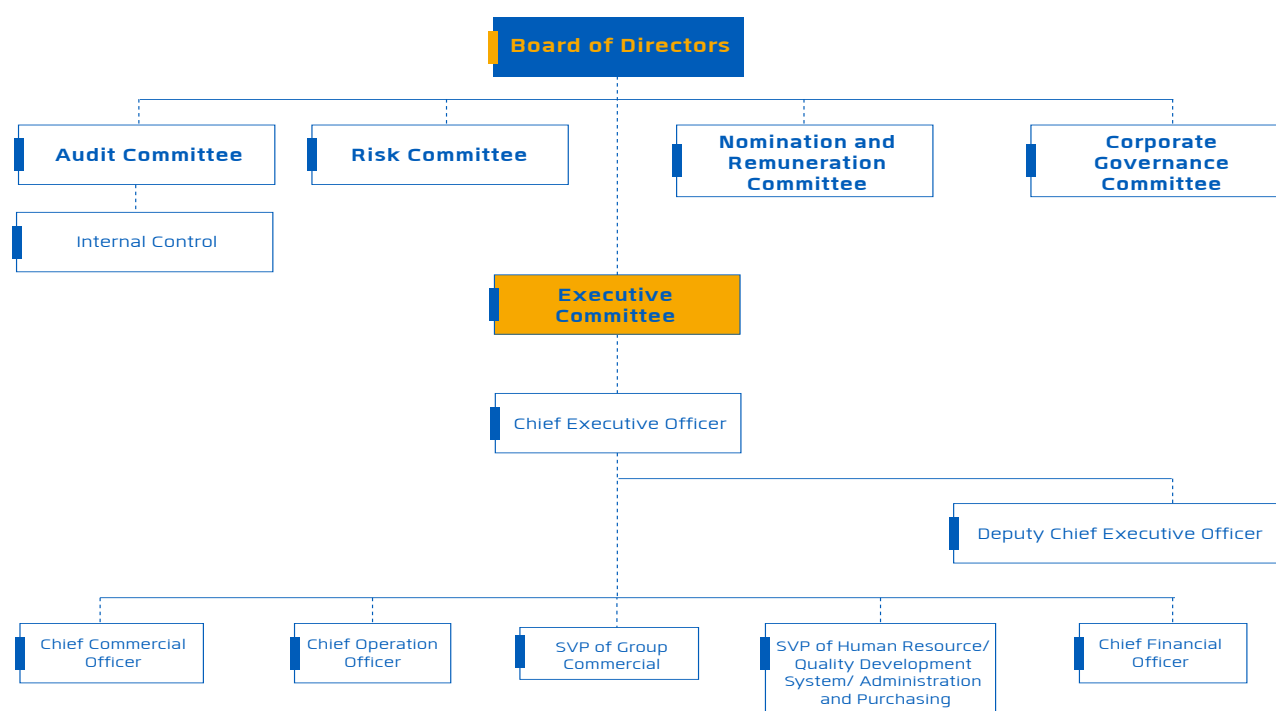
¹Number of shares refers to number of shares at the end of the accounting period ending 31 December of that year.

²During 2015, interim dividend payment on performance of January-August 2015 paid at THB 0.55 per share or in amount of THB 264 million. In addition, Annual General Meeting of Shareholders (AGM) Year 2016 has approved stock dividend payment on ordinary shares in the ratio of 10 current shares to 7 dividend shares which can be converted to THB 0.35 per share plus cash dividend payment at the rate of THB 0.0388888889 per share, totaling dividend payment THB 0.388888889 per share or approximately THB 233.334 million.

Organizational Structure

The Company's Administrative Structure

The Organization Chart of JWD InfoLogistics Public Company Limited (AS of 1 March 2020)



BOARD OF DIRECTORS



1. Dr. Mangkorn Dhanasarnsilp

Chairman / Independent Director /
Audit Committee / Corporate Governance
Committee

2. Mr. Vichate Tantiwanich

Independent Director /
Chairman of Audit Committee /
Nomination and Remuneration Committee /
Corporate Governance Committee

3. Mr. Somboon Prasitjutrakul

Director / Nomination and
Remuneration Committee

4. Mr. Vichaya Chatikavanij

Independent Director /
Audit Committee / Chairman of Nomination and
Remuneration Committee



5. Mr. Charvanin Bunditkitsada
Director

6. Ms. Amrapharn Bunditkitsada
Director

7. Mr. Jitchai Nimitpanya
Director / Chairman of Corporate
Governance Committee

8. Mrs. Achara Nimitpanya
Director

9. Mr. Tanate Piriyothinkul
Director

Executive Committee



1

1. Mr. Charvanin Bunditkitsada

Chairman of Executive Committee /
Chief Executive Officer

2

2. Mr. Jitchai Nimitpanya

Executive Committee /
Deputy Chief Executive Officer

3

3. Mr. Tanate Piriyothinkul

Executive Committee /
Chief Commercial Officer



4. Mrs. Achara Nimitpanya

Executive Committee /
Managing Director of Cold Chain
Business

5. Mr. Wichu Sangkorntanakij

Executive Committee /
Chief Operation officer

6. Dr. Eakapong Tungsrisanguan

Executive Committee /
Chief Financial Officer

7. Mr. Nattapume Pavaratn

Executive Committee /
SVP of Group Commercial



Dr. Mangkorn Dhanasarnsilp

67 years

Chairman / Independent Director / Audit Committee /
Corporate Governance Committee

Education / Seminar / Training programs attended



- Ph.D. in Sport and Health Science Kasetsart University
- MA in Industrial Engineering, Lamar University Texas (USA)
- MBA, North Texas State University (USA)
- BE in Industrial Engineering, Chulalongkorn University
- Advance Audit Committee Program (AAP) (16th/2014)
- 12th Government-Private Sector Joint Training Program, Thailand National Defense College
- 9th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute
- 12th Certificate Course in Management for Executives, Thailand Capital Market Academy
- 1st Urban Development Program for Executives, Urban Green Development Institute Bangkok
- Role of the Chairman Program 45/2019, IOD

Work Experience



- Business Consultant, Lion (Thailand) Co., Ltd.
- Board of Directors, Toyo Seikan (Thailand) Co.,Ltd
- Board of Directors, Molten (Thailand) Co., Ltd.
- Board of Directors, Molten Asia Polymer Products Co.,Ltd
- Board of Directors,Thai Cubic Technology Co.,Ltd
- Chairman, Thai Silicate Chemical Co., Ltd.
- Board of Directors, Likitomi (Thailand) Co., Ltd.
- Chairman, Eastern Silicate Co., Ltd
- Board of Directors, Sombatthana Co.,Ltd

Shareholding as of 30 December 2019



0.005% (Spouse)

Board directorship at other listed companies



-None-

Date of appointment as Board Director



25 February 2014



Mr. Charvanin Bunditkitsada

44 years

Director / Chairman of Executive Committee /

Chief Executive Committee

Education / Seminar / Training programs attended



- MS in Engineering and Technology Management, George Washington University (USA)
- BS in Computer and Network Engineering, Assumption University
- DCP: Directors Certification Program (86th/2007)
- CEDI Babson Entrepreneurial Leadership Program, Babson College (Massachusetts, USA)
- 4th Certificate Course in Thailand and AEC, King Prajadhipok's Institute
- 9th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute
- 22th Certificate Course in Management for Executive, Thailand Capital Market Academy
- Future Entrepreneurs Forum (FEF #1) Creative Entrepreneurship Development Institute (CEDI), Bangkok university
- New Strategy of Transport & Supply Chain Management, The Chartered Institute of Logistics and Transport, Bangkok, Thailand
- Certificate in Logistics: Strategy and Management, Chulalongkorn University, Bangkok, Thailand
- Ultra Wealth - UW # 3 Economic association, Chulalongkorn University, Bangkok, Thailand
- YPO Stanford Graduate School of Business Program 2018, Stanford University, USA
- Role of Chairman Program 45/2019, IOD
- Chief Transformation Officer (CTO#1), MAI Corporate
- Wine and Finance Education Class, Wine and Finance Education Trust
- 2019 YPO Scaling Your Business Program 2019, London Business School

Work Experience



- Chairman of the Board of Directors, Independent Director, Member of Audit Committee and Member of Nomination and Remuneration Committee at CPanel Co., Ltd.
- Member of the Board of Directors and Chairman of the Executive Committee at SBANG Sustainable Energies Co., Ltd.
- Member of the Board of Director at Transimex Corporation (TMS)
- Member of the Board of Directors at AutoLogics Co., Ltd.
- Member of the Board of Directors at Benjabhorn Land Co., Ltd.
- Member of the Board of Directors at DataSafe Co., Ltd.
- Member of the Board of Directors at Dynamic IT Solutions Co., Ltd.
- Member of the Board of Directors at JVK International Movers Co., Ltd.
- Member of the Board of Directors at JWD Transport (Thailand) Co., Ltd.
- Member of the Board of Directors at JWD Asia Co., Ltd.
- Member of the Board of Directors at JWD Pacific Land Co., Ltd.
- Member of the Board of Directors at Global Food service Network Co., Ltd.
- Member of the Board of Directors at JPK Cold Storage Co., Ltd.
- Member of the Board of Directors at JVK Indochina Movers Co., Ltd.
- Member of the Board of Directors at JWD Asia Holding (Singapore) Pte., Ltd.
- Member of the Board of Directors at JCM Logistics and Warehousing (Singapore) Pte. Ltd.
- Member of the Board of Directors at EM Logistics & Warehousing (Singapore) Pte., Ltd.
- Member of the Board of Directors at JWD Asia Logistics (Cambodia) Co., Ltd.
- Member of the Board of Directors at JWD Store It Co., Ltd.
- Member of the Board of Directors at CJ JWD Logistics Co., Ltd.
- Member of the Board of Director at JVK international Movers (U.S.A.) Co., Ltd

Shareholding as of 30 December 2019



20.914%

Board directorship at other listed companies



-None-

Date of appointment as Board Director



18 February 2006



Ms. Amrapharn Bunditkitsada

44 years

Director / SVP of Human Resource / Quality Development System /
Administration and Purchasing

Education / Seminar / Training programs attended



- MA in Entrepreneurship Management, Mahidol University International College
- BBA (Finance and Banking), Assumption University
- DCP : Directors Certification Program (75/2006)
- Smart Disclosure Program (SDP) 2015
- 2 Morrow Scaler 2018

Work Experience



- Member of the Board of Directors at AutoLogic Co., Ltd.
- Member of the Board of Directors at Benjabhorn Land Co., Ltd.
- Member of the Board of Directors at DataSafe Co., Ltd.
- Member of the Board of Directors at Dynamic IT Solutions Co., Ltd.
- Member of the Board of Directors at JVK International Movers Co., Ltd.
- Member of the Board of Directors at JWD Transport Co., Ltd.
- Member of the Board of Directors at JWD Asia Co., Ltd.
- Member of the Board of Directors at JWD Pacific Land Co., Ltd.
- Member of the Board of Directors at JPK Cold Storage Co., Ltd.

Shareholding as of 30 December 2019



5.064%

Board directorship at other listed companies



-None-

Date of appointment as Board Director



26 November 2010



Mr. Jitchai Nimitpanya

54 years

Director / Chairman of the Risk Management Committee /

Chairman of Corporate Governance Committee /

Deputy Chief Executive Officer

Education / Seminar / Training programs attended



- BBA, Prince of Songkla University
- DCP: Directors Certification Program (195th/2014)
- DAP: Directors Accreditation Program (107th/2014)
- 8th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute
- 10th Advanced Certificate Course in Public Administration and Law for Executives, King Prajadhipok's Institute
- 16th Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives, King Prajadhipok's Institute
- 20th Training Course on Administrative Justice for Executives, Thailand Institute of Judge Administration Development

Work Experience



- Chairman at Pacific Cold Storage Co., Ltd.
- Deputy Managing Director at Chocksamut Marine Co., Ltd.
- Member of the Board of Directors at JCM Logistics and Warehousing (Singapore) Pte., Ltd.
- Member of the Board of Directors at EM Logistics & Warehousing (Singapore) Pte., Ltd.
- Member of the Board of Directors at In-point Vision Co., Ltd.
- Member of the Board of Directors at JWD Pacific Co., Ltd.
- Member of the Board of Directors at JPK Cold Storage Co., Ltd.
- Chairman at Pacific Logistics Pro Co., Ltd.
- Board of Directors, JWD Asia Logistics (Cambodia) Co., Ltd.
- Board of Directors, JWD Pacific Land Co., Ltd.
- Board of Directors, Japac Holding Co., Ltd.

Shareholding as of 30 December 2019



9.434%
6.953% (spouse)

Board directorship at other listed companies



-None-

Date of appointment as Board Director



19 April 2014



Mrs. Achara Nimitpanya

54 years

Director / Executive Committee / Managing Director of Cold Chain Business

Education / Seminar / Training programs attended



- MBA, Chiang Mai University
- BBA, Prince of Songkla University
- DAP : Directors Accreditation Program (107th/2014)
- DCP : Directors Certification Program (226th/2016)
- 9th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute
- 18th Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives, King Prajadhipok's Institute
- 7th Advanced Security Management Program, Thailand National Defence College
- 61 st National Defence College of Thailand

Work Experience



- Member of the Board of Directors at Pacific Cold Storage Co., Ltd.
- Deputy Managing Director at Chocksamut Marine Co., Ltd.
- Member of the Board of Directors at Pacific Logistics Pro Co., Ltd.
- Member of the Board of Directors at In-point Vision Co., Ltd.
- Member of the Board of Directors at JWD Pacific Co., Ltd.
- Member of the Board of Directors at JPK Cold Storage Co., Ltd.
- Board of Directors, JWD Pacific Land Co., Ltd.
- Board of Directors, Japac Holding Co.,Ltd
- Board of Directors, Power Freeze Service Co., Ltd.

Shareholding as of 30 December 2019



6.953%
9.434% (spouse)

Board directorship at other listed companies



-None-

Date of appointment as Board Director



19 April 2014



Mr. Somboon Prasitjutrakul

61 years

Director / Nomination and Remuneration Committee

Education / Seminar / Training programs attended



- Certificate Senior Executive Management, Stanford, USA
- Master of Business Administration, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Certificate Marketing Management, Thammasat University
- Bachelor Degrees of Marketing San Jose State University, USA
- DCP: Directors Certification Program (54th/2005)

Work Experience



- Director, Riverpro Pulp and Paper Co., Ltd.
- Director, Thanatarn Paper Co., Ltd.
- Director, Devakamosod Co., Ltd.
- Director, V Foods Group Co., Ltd.
- Director, T.A.C. Consumer PLC.

Shareholding as of 30 December 2019



-

Board directorship at other listed companies



Director, Member of the Executive Committee and Nomination and Remuneration Committee, Taokaenoi Food & Marketing PLC.

Date of appointment as Board Director



23 February 2017



Mr. Tanate Piriyothinkul

45 years

Director/ Executive Committee / Risk Committee / Chief Commercial officer

Education / Seminar / Training programs attended



- Master of Engineering In Logistics & Supply Chain, Massachusetts Institute of Technology, USA.
- Master of Executive Management, Sasin Graduate School of Management, Chulalongkorn University
- Certificate of Supply Chain Management, Cranfield University, UK
- Master of Economics & Finance, The Wharton School Of University Of Pennsylvania, USA
- Certificate of Maritime & Logistics, Logistics and Transportation Institute, UK
- Bachelor of Business Administration in Finance & International Business Management Assumption University
- Intermediate Certificate Course Thailand and The Asean Community (AEC 5), King Prajadhipok's Institute
- Advanced Certificate Course in Public Economic Management for Executives (PSS 14), King Prajadhipok's Institute
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives (PPR 21), King Prajadhipok's Institute
- Director Certificate Program (DCP) No.191/2014, Thai Institute of Directors
- Finance of Directors (FSD) No.4/2018, Thai Institute of Directors
- Certificate of Making the CEOS of Thailand No.2/2019, MCOT

Work Experience



- Independent Director, Charoensin Asset Co.,Ltd.
- Independent Director, NRS Technology Group
- Chairman of the Board of Directors, Global Lifestyle Innovation & Solution Group
- Member of the Board of Directors, Phnom Penh Special Economic Zone PLC.
- Managing Director JWD Asia Co., Ltd.
- Member of the Board of Directors at JWD Asia Holding (Singapore) Pte., Ltd.
- Member of the Board of Directors at JCM Logistics and Warehousing (Singapore) Pte. Ltd.
- Member of the Board of Directors at EM Logistics & Warehousing (Singapore) Pte. Ltd.
- Member of the Board of Directors at JWD Asia Logistics (Cambodia) Co., Ltd.
- Chairman of the Board of Directors at JWD Bok Seng (Thailand) Co., Ltd.
- Member of the Board of Directors at CJ JWD Logistics Co., Ltd.
- Chairman of the Board of Directors at Bok Seng Logistics Cambodia
- Member of the Board of Directors at Samudera JWD Logistics Indonesia
- Member of the Board of Directors at Adib Cold Storage Indonesia
- Managing Director at Damco Logistics Malaysia Sdn Bhd.

Shareholding as of 30 December 2019



0.117%

Board directorship at other listed companies



-None-

Date of appointment as Board Director



24 February 2015



Mr. Vichate Tantiwanich

58 years

Independent Director / Chairman of Audit Committee / Nomination and Remuneration Committee / Corporate Governance Committee

Education / Seminar / Training programs attended



- MA in Finance and Marketing, University of Hartford Connecticut, USA
- BA in Monetary and Public Finance Economics, Chulalongkorn University
- Vajiravudh College
- DCP: Directors Certification Program (2nd/2000)
- CFP: 1st Certified Financial Planner Program, Thai Finance Planners Association
- CED: Babson Entrepreneurial Leadership Program
- TEPCoT: 3rd Top Executive Program in Commerce and Trade, Commerce Academy
- 1st Certificate Course in Management for Executives, Thailand Capital Market Academy
- 56th National Defence College, The National Defence Course

Work Experience



- Chairman of the Executive Committee, CAC Company Limited (C asean)
- Chairman of the Executive Committee, The Signature Brand Co.,Ltd.
- Chairman of the independent directors, Chairman of the Audit Committee, Chairman of the Corporate Governance and Sustainability Committee and Member of the Nomination and Remuneration Committee, Thai AirAsia Company Limited
- Independent Director and Member of the Audit Committee, Wind Energy Holding Company Limited
- Independent Director, KPN Academy Company Limited
- Advisor to Directors, PMG Corporation Company Limited
- Member of the National Cybersecurity Committee (NCSC), Ministry of Digital Economy and Society
- Advisor to Directors, Biotechnology Industry Group, The Federation of Thai Industries
- Advisor to Directors, Capital Market Academy

Shareholding as of 30 December 2019



-None-

Board directorship at other listed companies



- Chairman of the Board of Directors and Audit Committee ay ASIA Aviation Public Company Limited
- Independent Director at Phatra Leasing Public Company Limited
- Independent Director and Member of the Audit Committee, Buriram Sugar Public Company Limited
- Independent Director and Chairman of the Audit Committee, Thai Enger Holding Public Company Limited

Date of appointment as Board Director



25 February 2014



Mr. Vichaya Chatikavanij

55 years

Independent Director / Audit Committee / Chairman of Nomination and Remuneration Committee

Education / Seminar / Training programs attended



- Bachelor Degree in Marketing University of Tennessee (USA)
- Directors Certification Program Australian Institute of Company Directors 2003
- DCP : Directors Certification Program 2554, IOD
- ACCP: Advanced Audit Committee Program (16th/2014)
- 9th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute

Work Experience



- Director and Managing Director, Loxley Property Development Co., Ltd
- Advisor, Loxley Plc
- Director, Zin Suapah Co., Ltd.
- Director, Loxley Infra Co., Ltd
- Director, Parinda Plc.

Shareholding as of 30 December 2019



-None-

Board directorship at other listed companies



Director and Member of CG Committee, Sansiri PLC.

Date of appointment as Board Director



25 February 2014

The Company's administrative structure is comprised of Board of Directors, Sub-committees and management team. There are five sub-committees including Executive Committee, Audit Committee Nomination and Remuneration Committee, Corporate Governance Committee and Risk Management Committee.

Board of Director

Structure of Board of Directors

As of 1 March 2020, there were 9 members of the Board of Directors as follows:

- 5 executive directors
- 4 non-executive directors

The structure of Board of Directors allows for an adequate check and balance system. This can be achieved through

- 3 independent directors (one third of the entire Board of Directors) who are independent from management and major shareholders
- 3 members of the Audit Committee, all of which are independent directors. All of these members of the Audit Committee have essential knowledge and experience to review the reliability of financial statement, and perform other duties assigned to members of the Audit Committee.
- Power of attorney is clearly given between directors and administrative function
- Over the last two years, no member of the Board of Directors has ever been an employee, shareholder or partner of KPMG Phoomchai Audit Co. Ltd., which is an internal audit firm examining financial statements of the Company and its subsidiaries.

The Board of Directors consists of 9 members as follows:

Name List		Position
1.	Mr. Mangkorn Dhanasarnsilp	Chairman of the Board of Directors, Independent Director, Member of Audit Committee and Member of Corporate Governance Committee
2.	Mr. Vichate Tantiwanich	Independent Director, Chairman of Audit Committee, Member of Nomination and Remuneration Committee and Member of Corporate Governance Committee
3.	Mr. Vichaya Chatikavanij	Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee
4.	Mr. Charvanin Bunditkitsada	Director
5.	Ms. Amrapharn Bunditkitsada	Director
6.	Mr. Jitchai Nimitpanya	Director and Chairman of the Corporate Governance Committee
7.	Mrs. Achara Nimitpanya	Director
8.	Mr. Somboon Prasitjutrakul	Director
9.	Mr. Tanate Piriyothinkul	Director

Remarks:

- Mr. Nattapume Pavaratn (SVP of Group Commercial) as a company secretary

Authorized signatory directors are (1) Mr.Charvanin Bunditkitsada to cosign with (2) Ms. Amrapharn Bunditkitsada or Mr. Jitchai Nimitpanya or Mrs. Achara Nimitpanya as two directors and the seal of the Company shall be affixed.

Roles and Responsibilities and Term of office of the Board of Directors appeared in the agenda of Corporate Governance, item 5 Director's Responsibilities pages [95] - [98]

Independent Directors

“Independent directors” mean the directors who have independence to express their opinions concerning the Company’s operations. They must not have any association with or a conflict of interest with respect to the Company’s operations, directly and indirectly.

As of 1 March 2020, there were three independent directors including:

1. Mr. Vichate Tantiwanich
2. Mr. Mangkorn Dhanasarnsilp
3. Mr. Vichaya Chatikavanij

The qualifications of independent director appeared in the agenda of Corporate Governance, item 5 Director’s Responsibilities page [95] - [96]

Sub-committees

There were 5 sub-committees including Executive Committee, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee and Corporate Governance Committee

Executive Committee

As of 1 March 2020 the Executive Committee consists of 7 members as follows:

Name List		Position
1.	Mr. Charvanin Bunditkitsada	Chairman of Executive committee
2.	Mr. Jitchai Nimitpanya	Member of Executive committee
3.	Mr. Tanate Piriyothinkul	Member of Executive committee
4.	Mr. Wichu Sangkorntanakij	Member of Executive committee
5.	Mrs. Achara Nimitpanya	Member of Executive committee
6.	Mr. Nattapume Pavaratn	Member of Executive committee
7.	Dr. Eakapong Tungsrisanguan	Member of Executive committee

Authority of the Executive Committee

The Executive Committee shall have the authority, recorded in writing, in accordance with the Charter of the Executive committee, which has been approved by the Board of Directors, as follows:

1. Executive directorship can be terminated due to the follow 1. The Executive Committee shall conduct the business operations of the Company in accordance with the objectives, rules, policies, orders, regulations and resolutions of the Directors’ Meeting and/or the resolutions of the Shareholders’ Meetings of the Company.
2. The Executive Committee shall screen the proposals of the Executives and present policies, goals, strategies, business operations, investments, business expansions, and budgets to the Directors’ Meeting for consideration and approval.
3. The Executive Committee shall consider and approve transactions which are normal business practices in accordance with the investment budgets or budgets approved by the Board of Directors. The financial amount for each transaction shall be in accordance with that

specified in the authority limit table which has been approved by the Board of Directors, but not exceeding the annual budget approved by the Board of Directors. Contracts in relation to those transactions shall also be included.

4. The Executive Committee shall monitor the operating performance of the Company to comply with the policies of the Board of Directors and the specified goals and shall supervise the operations for best quality and effectiveness.

5. The Executive Committee shall have the authority to consider and approve expenses for operations of the Company which are normal business practices in compliance with the budget approved by the Board of Directors under the authority approved by the Board of Directors of the Company.

6. The Executive Committee shall set up the structure of the organization, delegate the authority in organization management and review and adjust monthly incomes and bonuses of personnel from the Chief Executive Officer downward. The Executive Committee shall also consider and approve manpower not included in the annual budget.

7. The Executive Committee shall be authorized to grant authority to any individual or individuals to carry out any operation under the supervision of the Board of Directors or may authorize such individual(s) as deemed appropriate by the Executive Committee within a time frame deemed appropriate by the Executive Committee, on the basis that such authorization may be cancelled, withdrawn, alternated or revised by the Board of Directors if deemed appropriate.

8. The Executive Committee shall consider and approve the opening/closing of bank accounts and the use of services of related banks and shall assign authorized signatories for the bank accounts of the Company.

9. The Executive Committee shall conduct any other operations as periodically assigned by the Board of Directors.

Nevertheless, the Executive Committee's authorization and responsibilities shall not be in the manner of authorization or sub delegation that allows the individual(s) authorized by the Executive Committee to approve transactions of the authorized, individuals with conflict or interest (as defined by the Notification of Capital Market Supervisory Board and/or the Stock Exchange of Thailand

and/or related agencies), interested persons or those with any other conflict of interest against the Company or the subsidiary companies and/or related companies. The Executive Committee shall have no authority to approve such operations. Such operations shall be presented to the Directors' Meetings and/or the Shareholders' Meeting (as the case may be) for further approvals except for approvals on transactions which are normal business practices under normal business and commercial conditions in compliance with the Notifications of Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies.

The Board of Directors has thus resolved to allow the Executive Committee to consider and approve ad hoc transactions or other transactions under an amount as follows:

- (a) Approval of Investment and Construction Transactions No

No Budget Transactions

- Approval for investments in fixed assets such as land, buildings or edifice with a value of not more than Baht 300,000,000
- Approval for other investments such as joint ventures, loans with a value of not more than Baht 300,000,000
- Approval for loans from financial institutions with a purpose for construction, warehousing with a value of not more than Baht 300,000,000
- Approval for loans from related companies or other companies with a purpose for construction, warehousing with a value of not more than Baht 100,000,000

Term of service of Executive Directors

1. Executive directorship can be terminated due to the following reasons:

- Death
- Resignation
- Removal as indicated in the resolution by the Board of Directors
- Having forbidden qualifications and being disqualified by law

2. In case of the resignation of an executive director, it is required to provide the Company with a notice, in written form, at least one month in advance along with the reason for such resignation.

Audit Committee

As of 1 March 2020 the Audit Committee consists of 3 members as follows:

	Name List	Position
1.	Mr. Vichate Tantiwanich ¹	Chairman of Audit Committee
2.	Mr. Mangkorn Dhanasarnsilp	Member of Audit Committee
3.	Mr. Vichaya Chatikavanij	Member of Audit Committee

Remark: ¹ The Audit Committee Members are sufficiently knowledgeable and experienced to re-examine the credibility of the financial statements of the Company.
Dr. Eakapong Tungsrirangan (CFO) as an Audit Committee Secretary

Authority of the Audit Committee

The Audit Committee has the Authority, recorded in writing, in accordance with the Charter of the Audit Committee, approved by the Board of Directors, which has been annually re-examined and improved as follows:

1. The Audit Committee shall re-examine the Company's financial reports for accuracy and sufficient disclosure by coordinating with external auditors and executives who are responsible for the preparation of the financial reports, including the quarterly financial reports and the annual financial report. The Audit Committee may suggest the auditors to re-examine or verify any transaction as deemed necessary and important during the financial audit of the Company.
2. The Audit Committee shall re-examine the Company's internal control system and internal audit for suitability and effectiveness and shall review the independence of the internal audit units and approve appointments, removals, terminations of the chief of the internal audit units or other units responsible for internal audit or any other organizations being responsible for matters related to internal audit.
3. The Audit Committee shall re-examine the operations of the Company to comply with the law on securities and exchange, the requirements of the Stock Exchange and the laws related to the business of the Company
4. The Audit Committee shall consider, select and nominate individuals who are independent to carry out the duties of auditor of the Company and propose the remuneration of such individuals by considering credibility, resource sufficiency, audit quantity of such audit office and the experience of the appointed auditors of the Company. The Audit Committee shall attend meetings with the auditors without attendance of the administration department at least once a year.
5. The Audit Committee shall review connected transactions or transactions with conflict of interest to comply with the laws and requirements of the Stock Exchange to ensure that such transactions are reasonable and provide maximum benefits for the Company.
6. The Audit Committee shall prepare the Audit Committee Reports through disclosure in the Company's Annual Report. Such reports shall be signed by the Chairman of the Audit Committee and shall consist of the following information:
 - Opinions on the accuracy, completeness, credibility of the Company's financial reports
 - Opinions on the sufficiency of the Company's internal control system
 - Opinions on the operations in accordance with the law on securities and exchange, the requirements of the Stock Exchange or laws related to the business of the Company
 - Opinions on the suitability of the auditors
 - Opinions on transactions which may cause conflict of interest.
 - The number of the Audit Committee meetings and the attendance of each Audit Committee Member
 - Opinions or observances given to the Audit Committee for performing the duties in accordance with the charter
 - Other transactions for the shareholders and the investors to be aware of, under the roles and responsibilities granted by the Board of Directors

7. The Audit Committee shall conduct any other operations as assigned by the Board of Directors with approval from the Audit Committee.

8. The Audit Committee shall have the authority to audit and investigate, when deemed necessary, all transactions which may significantly affect the financial position and the operating performance of the Company as follows:

- Transactions with conflict of interest
- Frauds or irregularities or defects which are significant to the internal control system
- Violations of the law on securities and exchange, the requirements of the Stock Exchange of Thailand

Term of service of Audit Committee members

1. The term of service of the Audit Committee members is equivalent to that of members of the Board of Directors. The members who complete the term of service may be reappointed as the Board of Directors or shareholders' meeting may consider appropriated.

2. In case of vacancy(ies) within the Audit Committee due to other reasons apart from the regular expiration of the term of service, the Company's Board of Directors or the Shareholders' Meeting must appoint a qualified person to fill up the vacancy(ies) to ensure the Audit Committee has the number of members as required by law or applicable regulations. The appointment of the new Audit Committee member(s) must be filled up no later than 3 months from the date of incomplete composition of the Audit Committee.

3. The position as member of the Audit Committee can be terminated in the following circumstances:

- Vacating from the position as member of the Company's Board of Directors
- Completed tenure
- Death
- Resignation
- Being removed from the position

4. In case that any committee member wishes to resign before the expiration of his/her term of service, he/she should give a notice thereof to the Company 1 month in advance together with reason therefor so that the Board of Directors' or shareholders' meeting can consider appointing another director who is fully qualified to replace the resigning member.

Risk Management Committee

As of 1 March 2020 the Risk Management Committee consists of 8 members as follows:

Name List		Position
1.	Mr. Jitchai Nimitpanya	Chairman of Risk Management Committee
2.	Mr. Tanate Piriyothinkul	Member of Risk Management Committee
3.	Mr. Wichu Sangkorntanakij	Member of Risk Management Committee
4.	Dr. Eakapong Tungsrisanguan	Member of Risk Management Committee
5.	Mr. Nattapume Pavaratn	Member of Risk Management Committee
6.	Mr. Kittimate Sakulleelarasmi	Member of Risk Management Committee
7.	Ms. Nartravee Piyapatanagool	Member of Risk Management Committee
8.	Mr. Songkiat Assabumrungrat	Member of Risk Management Committee

Remark: ¹ Mr. Kittimate Sakulleelarasmi (VP IT) as a Risk Management Secretary

Authority of the Risk Management Committee

The Risk Management Committee shall have the authority, recorded in writing, in accordance with the Appointment of Risk Management Committee, which has been approved by the Board of Directors. The resolution of the Board of Directors has specified the authority of the Risk Management Committee as follows:

1. The Risk Management Committee shall assess potential risks and the effects towards the organization, including internal and external risks.
2. The Risk Management Committee shall specify the Risk Management Policy for the Company to include risks related to the operations of the Company and shall specify risk management plans to comply with the Risk Management Policy to be carried out by the Executives and shall report the operation results to the Risk Management Committee.
3. The Risk Management Committee shall develop and review the risk management system of the Company for consistent efficiency and effectiveness by regularly assessing and monitoring the risk management process in compliance with the specified policy.
4. The Risk Management Committee shall report risks and make proposals to the Board of Directors.
5. The Risk Management Committee shall carry out other duties assigned by the Board of Directors.

Term of service of Risk Management Committee members

1. Term of service of the Risk Management Committee members takes 3 years. The committee members whose position may be re-appointed for another term by the Company's Board of Directors.

Nomination and Remuneration Committee

As of 1 March 2020 the Nomination and Remuneration Committee consists of 3 members as follows:

Name List	Position ¹
1. Mr. Vichaya Chatikavanij	Chairman of Nomination and Remuneration Committee
2. Mr. Vichate Tantiwanich	Member of Nomination and Remuneration Committee
3. Mr. Somboon Prasitjutrakul	Member of Nomination and Remuneration Committee

Remark: ¹ Ms. Nartravee Piyapatnagool (VP HR) as a Nomination and Remuneration Committee Secretary

Scope of Duties and Responsibilities of the Nomination and Remuneration Committee

The Risk Management Committee shall have the authority, recorded in writing, in accordance with the Appointment of Risk Management Committee, which has been approved by the Board of Directors. The resolution of the Board of Directors has specified the authority of the Risk Management Committee as follows:

Nomination

1. Consider the composition and qualifications of the Board of Directors as a whole and individual directors suitable for the size, type, and complexity of the business of the Company, in terms of education, knowledge, expertise, skills, experience, specializations related to the business of the Company, and independence in accordance with the rules set by the Company.
2. Consider the qualifications of the highest ranking executive appropriate for the business management of the Company to achieve the predefined vision, in terms of education, experience, knowledge, expertise, taking into consideration important and relevant business environment factors such as conditions and trends of the economy and industry and business competition.
3. Determine the process and rules for nomination that are in consistence with the predetermined structure and qualifications in compliance with the principles of good corporate governance.

4. Select a director with appropriate qualifications to serve as a committee member to propose to the Board of Directors' meeting for appointment when there is a vacancy.

5. Oversee to ensure that the Company provides orientation and documents beneficial to the performance of duties for newly appointed directors.

6. Prepare and review the succession plan of the highest ranking executive of the Company in order to prepare a successor to manage the Company without interruption.

7. Encourage the Company to allow minority shareholders to nominate candidates to be appointed as directors.

Remuneration

1. Review and propose the format and rules for determining remuneration appropriate with the duties and responsibilities of the directors, taking into consideration the overall operating results of the Company in order to attract and retain capable and qualified directors. The remuneration shall be consented by the Board of Directors before being submitted to the annual general meeting of shareholders for approval.

2. Assess the annual performance and consider adjusting the appropriate remuneration rate of the highest ranking executive of the Company to propose to the Board of Directors for approval.

Term of Office of the Nomination and Remuneration Committee

1. The term of office of members of the Nomination and Remuneration Committee shall cover the period of their directorship.

2. In the case that the position of a members of the Nomination and Remuneration Committee is vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint a new members of the Nomination and Remuneration Committee to fill the vacancy within the appropriate time period.

3. Members of the Nomination and Remuneration Committee shall retire from the office immediately upon:

- death,
- resignation,
- retirement from the director position,
- being removed by a resolution of a Board's meeting,
- lack of qualifications to serve in the Nomination and Remuneration Committee.

4. A member of the Nomination and Remuneration Committee resigning from the position shall submit a resignation letter to the Chairman of the Board or Company Secretary.

Corporate Governance Committee

As of 1 March 2020 the Corporate Governance Committee consists of 3 members as follows:

Name List		Position ¹
1.	Mr. Jitchai Nimitpanya	Chairman of Corporate Governance Committee
2.	Mr. Mangkorn Dhanasarnsilp	Member of Corporate Governance Committee
3.	Mr. Vichate Tantiwanich	Member of Corporate Governance Committee

Remark: ¹Mr. Nattapume Pavaratn (SVP of Group Commercial) as a Corporate Governance Committee Secretary.

Scope of Duties and Responsibilities of the Corporate Governance Committee

1. Set corporate governance policies and guidelines to be in line with the principles, standards, and requirements of listed company regulatory agencies, including the Stock Exchange of Thailand and Office Securities and Exchange Commission, as well as nationally and internationally recognized agencies or organizations, to support the strategies and goals of the Company and review such policies and guidelines on a regular basis.
2. Set guidelines as well as supervise and monitor to ensure that the Company complies with the policies and guidelines in order to continuously develop and improve the corporate governance of the Company.
3. Promote understanding of good corporate governance culture among executives and employees at all levels and implement corporate governance practices both in the Company and affiliated companies.
4. Support and advise the Company in the corporate governance assessment or ranking in order to continuously develop and raise the standards of corporate governance of the Company.
5. Consider and approve the performance assessment form for the Board of Directors to be submit to the Board of Directors

6. Regularly review the Corporate Governance Committee Charter.

7. Responsible for any other matters assigned by the Board of Directors.

Term of Office of the Corporate Governance Committee

1. The term of office of members of the Corporate Governance Committee shall cover the period of their directorship.
2. In the case that the position of a member of the Corporate Governance Committee is vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint a new member of the Corporate Governance Committee to fill the vacancy within the appropriate time period.
3. Members of the Corporate Governance Committee shall retire from the office immediately upon:
 - death,
 - resignation,
 - retirement from the director position,
 - being removed by a resolution of a Board's meeting,
 - lack of qualifications to serve in the Corporate Governance Committee.
4. A member of the Corporate Governance Committee resigning from the position shall submit a resignation letter to the Chairman of the Board or Company Secretary.

Executive Management

As described by Securities and Exchange Commission (SEC), members of the Company's management team consists of 7 persons as of 1 March 2020.

Name List		Position
1.	Mr. Charvanin Bunditkitsada	Chief Executive Officer
2.	Mr. Jitchai Nimitpanya	Deputy Chief Executive officer
3.	Dr. Eakapong Tungsrisanguan	Chief Financial Officer
4.	Ms. Amrapharn Bunditkitsada ¹	SVP of Human Resource / Quality Development System / Administration and Purchasing
5.	Mr. Tanate Piriyothinkul	Chief Commercial Officer
6.	Mr. Nattapume Pavaratn	SVP of Group Commercial
7.	Mr. Wichu Sangkorntanakij	Chief Operation Officer

Records of training attendance of directors and management

The Company has a policy to provide directors and members of the management team with opportunities to attend training courses on a continuous basis in order to increase knowledge concerning the Company's operations. These include training courses organized by the Thai Institute of Directors (IOD) and other curriculums provided by other institutes.

Directors and members of the management team attending courses in 2019 are as follows:

Name	Course
Dr. Mangkorn Dhanasarnsilp	1. Role Of the Chairman Program 45/2019, IOD
Mr. Charvanin Bunditkitsada	1. Integrated management system for quality, environment, occupational health and safety for senior management 2. Role Of the Chairman Program 45/2019, IOD 3. Chief Transformation Officer (CTO#1), MAI corporate 4. Wine and Finance Education Class, Wine and Finance Education Trust
Ms. Amrapharn Bunditkitsada	1. Decoding HR 4.0 Challenges When the World Changes 2. Learn on The Road 12: Singapore 3. Safety, Occupational health and working environment Committee 4. Corporate Innovation Bootcamp Batch 16 5. 1 st First aid and basic life saving practice
Mr. Jitchai Nimitpanya	1. Corporate Governance for Executives (CGE) 14/2019, IOD
Mr. Tanate Piriyothinkul	1. Executive Leadership Development Program 2. Breakthrough to Prime Workshop 3. Making The CEOs of Thailand No. 2 4. Safety officer at management level 5. Integrated management system for quality, environment, occupational health and safety for senior management
Dr. Eakapong Tungsriranguan	1. Executive Leadership Development Program 2. Safety officer at management level 3. Integrated management system for quality, environment, occupational health and safety for senior management 4. Statement of Cash Flows, Federation of Accounting Professions 5. Ethics and financial reporting standards for businesses without public interest, the Federation of Accounting Professions 6. Accounting Information 1, Federation of Accounting Professions 7. Training course on accounting for wealthy, Federation of Accounting Professions 8. Training course in applying information technology in business management, Federation of Accounting Professions 9. Training course on business analysis and preparation for AEC, Federation of Accounting Professions
Mr. Nattapume Pavaratn	1. Executive Leadership Development Program 2. Safety officer at management level 3. Integrated management system for quality, environment, occupational health and safety for senior management
Mr. Wichu Sangkorntanakij	1. Merger & Acquisition in practice 2. Board of Safety, Occupational health and working environment

Nomination and Appointment of Directors and Chief Executive Officer

Nomination and Appointment of Directors

In the process of nominating individuals for this position, the Company attaches a lot of importance to persons who have extensive knowledge and experience, with practical skills and proven track record of professional achievements. They must also be visionary thinkers with leadership, ethics and morals as well as positive attitude toward the organization. They must have a strong commitment and dedication to the Company's business, and be fully evaluated to make sure they meet criteria in terms of general qualifications, knowledge, skills (Board Skill Matrix) and professional experience relevant and necessary to the Company's strategy development and board diversity: for example, educational background, professional experience and gender. For appropriateness of the composition of the Board of Directors, board members must have no forbidden qualifications as specified by Securities and Exchange Commission (SEC) as well as other applicable laws, related rules and regulations.

The process of nominating new candidates for this position must be in line with transparency requirements. The shortlist can be taken from existing board members, persons nominated by shareholders and a list of qualified persons submitted by the Thai Institute of Directors (IOD) to the Company's Board of Directors for further nomination and appointment under the resolution of shareholders' meeting in accordance with applicable rules and regulations. The submission must have detailed information sufficient for decision making, which results in the confidence of shareholders.

Voting Rules for Appointment of Directors at the Shareholders' Meeting

1. Each shareholder shall have a number of votes equal to the amount of shares held by the shareholder.
2. Each shareholder shall use his/her vote(s) to vote for one candidate or several candidates to hold the position of director. In the case of voting for several candidates, the votes shall not be variably divided among the candidates.
3. As directors, at the same amount of directors the Company may have or may elect. In the case where the numbers of votes for the candidates in descending order are tied, exceeding the number of directors the Company may have or may elect, the Chairman shall have a casting vote.

Nomination and Appointment of Chief Executive Officer

In the process of nominating an individual for this position, the Company's Board of Directors nominates candidates from a list of qualified persons whose knowledge, skills and experience are advantageous to the Company's business. The successful candidate must be able to operate and achieve objectives and goals as set by the Company's Board of Directors.

Company's Secretary, Highest Responsibility in Finance and Accounting and Supervising Accounting Company's Secretary

The Company's Board of Directors has approved the appointment of Mr. Nattapume Pavaratn as the Company's Secretary. The Company has already provided the Securities and Exchange Commission (SEC) with the Company's names and locations of document filing.

Roles and Responsibilities of the Company's Secretary

1. Provide initial advice to directors on the conduct of business in accordance with applicable laws and requirements as well as the Company's rules and regulations, and monitor their operations to ensure accuracy and consistency.
2. Supervise on the assigned information disclosure and dissemination that fall under his/her responsibility to ensure compliance with rules and regulations set by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).
3. Manage and file the following documents:
 - 3.1 Register of directors
 - 3.2 Invitation letter to the Board of Directors' Meeting and minutes of the Board of Directors' Meeting
 - 3.3 Invitation letter to shareholders' meeting(s) and minutes of shareholders' meeting(s)
 - 3.4 The Company's annual report
 - 3.5 Report of conflict of interest of directors and executives

The highest responsibility in finance and accounting and supervising accounting

The person taking the highest responsibility in finance and accounting: Dr. Eakapong Tungsrangan, Chief Financial Officer

The person supervising accounting: Miss Suwimol Limwarangkul, Account Manager

Remuneration to Board Members, Chief Executive Officer and Management Team

Remuneration to Board Members

Remuneration to board members is resolved upon by the Company's Board of Directors. This is submitted to the shareholders' meeting for consideration. The remuneration to board members is based on the following criteria: making, which results in the

1. The Company's performance and size of business that can be compared with remuneration of companies of similar type and size, which are listed in the Stock Exchange of Thailand (SET)
2. Experience, roles and responsibilities, and scope of work assigned to each board member
3. Benefits the Company expects to receive from each board member
4. The remuneration package should attract and motivate persons whose qualifications are fit to the Company's necessities and situations to join the board or secure the management position.

On 25 April 2019, the ordinary general meeting of shareholders agreed to approve the remuneration to the Company's board members in the form of meeting allowance and annual bonus as follows:

(1) Monetary Compensation

(a) Directors' Attendance Fees

Position	Directors' Attendance Fee (Baht Per Meeting)
Chairman of the Board of Director	25,000/Person
Director	20,000/Person

(b) Audit Committee Members' Attendance Fees

Position	Directors' Attendance Fee (Baht Per Meeting)
Chairman of the Audit Committee	25,000/Person
Member of the Audit Committee	20,000/Person

(C) Bonus

The bonus is not more than 0.5 percent of the dividend paid out to shareholders. The Company's Board of Directors is responsible to specifying the appropriate amount to be paid and manage payments of the bonus.

The remuneration to be paid to the Company's Board of Directors, Audit Committee, Nomination and Remuneration Committee and Corporate Governance Committee in 2019 is as follows:

Director List	2019 Attendance Fees (THB)				Bonus of Director 2018	Total
	Board of Directors ¹	Audit Committee	NR Committee	CG Committee		
Mr. Mangkorn Dhanasarnsilp	225,000	80,000	40,000	40,000	315,000	700,000
Mr. Vichate Tantiwanich	180,000	100,000	40,000	40,000	252,000	612,000
Mr. Vichaya Chatikavanij	180,000	80,000	50,000	-	252,000	562,000
Mr. Somboon Prasitjutrakul	180,000	-	-	-	252,000	432,000
Mr. Charvanin Bunditkitsada	180,000	-	-	-	-	180,000
Ms. Amrapharn Bunditkitsada	160,000	-	-	-	-	160,000
Mr. Jitchai Nimitpanya	180,000	-	-	50,000	-	230,000
Mrs. Achara Nimitpanya	180,000	-	-	-	-	180,000
Mr. Tanate Piriyothinkul	180,000	-	-	-	-	180,000
Total	1,645,000	260,000	130,000	130,000	1,071,000	3,236,000

Remark: ¹ Meeting allowance for the Company's Board of Directors includes the meeting allowance for directors attending the 2019 annual general meeting of shareholders, which is equivalent to the meeting allowance paid to the Company's Board of Directors.

NR = Nomination and remuneration Committee

CG = Corporate Governance Committee

(2) Other Compensation

- None -

Executive Compensation

The Company has the criteria of remuneration to management team. The structure of the remuneration corresponds to their knowledge, competency, experience and past performance. This is considered and calculated in comparison with other companies in the same industry.

In 2019 the monetary compensation of the Executive Committee, consisting of 7 members, totaled at 47,328,120 Baht, comprising of monthly incomes, total bonuses and other compensation. Such compensation shall be connected to and based on the business operations of the Company and the operating performance of the executives.

(1) Monetary Compensation

Unit : Baht

	2018	2019
Total monthly salaries	39,504,000	40,566,960
Bonuses	6,584,000	6,761,160
Total	46,088,000	47,328,120

(2) Other Compensation

Unit : Baht

	2018	2019
Provident fund	2,407,185	2,566,788

Personnel**Number of Personnel (Excluding the Executives)**

As of 31 December 2019 the Company and the subsidiary companies consisted of 1,701 employees (excluding the executives). The details are as follows

Number of Employees	As of December 31, 2019
Storage and Warehousing Services	995
Logistics Services	326
Domestic and International Removal Services	158
Document and Information Management Services	164
Others	58
Total	1,701

Employee Compensation (Excluding the Executives)

In 2019 the Company and the subsidiary companies provided compensation to employees (excluding the executives) at a total of 590,719,825 Baht, comprising of monthly incomes, overtime payments, cost of living allowances, bonuses, social security and provident fund and the like.

(1) Monetary Compensation

	2018	2019
Total monthly salaries	495,683,916	533,847,388
Bonuses	50,816,973	56,872,437
Total	546,500,889	590,719,825

(2) Other Compensation

	2018	2019
Provident fund	7,898,137	7,223,484

Significant labor disputes in the last three year

The Company has no labor disputes that might cause any significant impact on its operations.

Accidental Rate during year 2019

- None fatal accident

- Fatal accident death at work has 1 person who fell from a forklift hit the concrete floor died at the Sam Wa warehouse of the company. As for the healing, the Company assists relatives and family totaling approximately 1,321,753 baht, which does not include scholarships for the daughter of the deceased to a bachelor's degree.

After the incident, The Board of Directors and CEO reviewed the work safety measures of the company by referring to the requirements following the Occupational Safety, Health and Environment Act 2011 and the company has introduced additional measures in the field of occupational safety such as safety measures in the use of forklifts, safety measures in operating at high altitudes and measures to report serious incidents of experiencing danger from work which the Sam Wa warehouse has strictly complied with the said measures and providing training and explanations for employees to be aware of the practice in the workplace safety regulations work times.

Human Resource Development Policy

The Company believes that all employees are valuable assets, which help push forward the Company to provide the most effective and efficient services to our clients in a sustainable manner thus the Company has established a policy to develop the Company's human resources to improve their knowledge and understanding while properly enhancing their attitudes to meet the needs of the employees in each department by providing consistent knowledge and competence development plans for the employees to be trained as planned.

Table shows the number of hours of training sorted by levels of employees

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Staff	18	To provide staff with relevant knowledge and skills in diverse aspects that can be advantageous to their operations. The knowledge gained through these trainings can be adapted for better performance and better understanding of their roles and responsibilities. This also helps building a good organizational culture, resulting in the best possible work results and achievement of goals as assigned.
Middle management	51	These trainings are designed to provide Middle management with knowledge, skills and understanding of team management, strategic planning and effective execution of assignments in line with the policy specified by the Company.
Senior Management	26	These trainings are designed to empower senior executives to manage their workload and subordinates in compliance with assignments and the policy set by the Company. However, executives can build up new management perspectives to enable a better level of development and visionary thinking for the Company's future growth

Training courses attended in 2019

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Staff	1. New staff orientation	The objective is to inform newly recruited staff of the organization's background, and to provide them with knowledge and understanding of the organization's vision, mission and policy. The orientation also equip new staff with an ability to adapt to the new work environment, enabling them to build positive attitude towards the organization, promote ethical values, and instill good professional habit – with better understanding of the organizational culture. With these, the new staff can be able to quickly learn the new job and begin contributing more and more to the organization.
	2. Fire protection and management, fire drills and evacuation in case of fire	The objective is to equip staff with knowledge of emergency and fire management principles and procedures. The Company therefore organizes regularly supervised fire management and evacuation drills by complying with applicable laws. Fire management plan is revised on a regular basis to make sure it is fit to the organization's current environment. Staff is also fully informed so that they receive essential information and understand their roles and responsibilities in the event of fire and emergency evacuation, and then be able to perform in compliance with the fire management regulations – with accuracy and safety.

Training courses attended in 2019

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Staff	3. First aid and life saving	The objective is to provide staff with basic knowledge and skills of first aid, life saving and recovery. They are also trained to perform first aid and life- saving in order to save lives and prevent further injury for persons having an injury or occupational accidents which are caused by possible errors in the organization.
	4. Safety, Occupational Health and Working Environment Committee	To provide participants with knowledge and understanding of the occupational health and safety management system and working environment can consider work plan, work safety and work safety plan report and recommend measures or guidelines to improve the legality of work safety of the employees. Contractors and outside people who come to work or come to use the service in the establishment.
	5. Accurate and safe operation of forklifts	The objective is to enhance staff knowledge and skills in operating forklifts with accuracy and safety. It also helps prevent occupational accidents and equip users with the knowledge of forklift maintenance, which results in prolonged service life, reduced risk of accidents and less maintenance costs.
	6. Tips and techniques for using RSK & RTG (forklifts and cranes)	The objective is to enhance knowledge and skills for operating RSK & RTG with accuracy and safety. With this, staff has an ability to prevent occupational accidents and practical knowledge of RSK and RTG maintenance. Moreover, risk of accidents can be reduced and maintenance costs can be minimized.
	7. Work safety regulations according to legal requirements	To increase knowledge and safety for employees in the field of safety regulations in the workplace, introduction to work safety and wearing personal protective equipment and basic knowledge about dangerous goods according to IMDG CODE and the Department of Factory.
	8. Risk identification and environmental assessment for warehouse business	To provide employees with knowledge about risk identification and environmental assessment for warehouse business review risk assessment procedures and processes.
	9. Merger & Acquisition in practice	For participants to understand the merger acquisitions, tools, step by step, advantages, benefits of mergers and acquisitions.
	10. Business Simulation Workshop	In order to bring the practitioners into various environmental, ethical and social responsibility problems that may occur in the company and show the results of the decision throughout the business model helps to develop rational decision-making skills, leadership, and interpersonal communication skills.

Training courses attended in 2019

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Staff	11. Good to Great CRM	In order to support the CRM system, focusing on the development of knowledgeable and capable personnel to better utilize their work potential. By training incorporating knowledge, thinking methods, activity patterns to stimulate learning, focusing on CRM systems, providing services beyond expectations Including learning through case studies so that participants can apply to work.
	12. Review of laws and evaluation of risk and environment	This is destined to provide employees with understanding of the principle for evaluation of risk impact on the quality and environment in order that they could properly adapt for their use in a specific department/section and organization.
	13. Workshop Consolidation Financial Statement	In order to participants to understand the consolidated financial statements workshops with relevant parties.
	14. Fire Fighting Training Project According to the Emergency Team Structure of the Year 2019	For the participants to understand and practice firefighting skills according to the emergency team structure correctly and safely by inviting the speaker of the fire team Laem Chabang Port to train the theory and practice training for firefighting teams at the DGC and the L-Complex.
	15. Security Awareness Training	To be aware of the concepts of international security standards, which are based on the C-TPAT (Customs Trade Partnership Against Terrorism) guidelines for the establishment to apply for the determination of security practices. Effective Including the supply chain network has operational capabilities to reduce the risk of loss, theft and smuggling of prohibited products and upgrade security measures to be equivalent to international standards.
	16. Thailand Post Open House	To learn exchange experiences from visiting see external organization work Thailand Post, the postal service provider and complete e-Commerce Logistics service with international standards.
	17. Safety Day, Safety Week Activity Exhibition Project Year 2019	To allow employees / agencies to participate in safety operations and activities that are organized with more knowledge, understanding and awareness of safety and implemented with safety, care for the environment.
	18. Care and maintenance/safe driving/troubleshooting RSK and RTG applications	For employees to gain knowledge about safe care and maintenance / safe driving / solutions for the use of RSK and RTG so that they can be used safely.
	19. Internal Audit	In order to the middle management who has been selected to be an internal quality inspection team in the quality system (ISO) to review and increase their knowledge and understanding of the roles and responsibilities of the internal quality auditors and maintain the quality standards of the organization.

Training courses attended in 2019

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Staff	20. Safety officer at supervisor level	In order to middle managers (supervisors) gain knowledge and understanding about work safety Roles and responsibilities of supervisors Searching for work hazards Including prevention and control of hazards that may arise from operations.
Middle Management	1. Internal Audit	The objective is to provide members of the middle management, who have been appointed as the internal audit team for ISO certification, with an opportunity to review and develop their knowledge and understanding of roles and responsibilities of an internal quality audit within the organization, and maintain quality standards set by the organization.
	2. Safety officer at management level	In order to executives to gain knowledge, understanding and enhance safety concepts for executives at each level Which will enable executives to set policies and The direction of the organization's safety management.
	3. Safety, Occupational Health and Working Environment Committee	To provide participants with knowledge and understanding of the occupational health and safety management system and working environment can consider work plan, work safety and work safety plan report and recommend measures or guidelines to improve the legality of work safety of the employees. Contractors and outside people who come to work or come to use the service in the establishment.
	4. Safety Management	In order to the participants to have knowledge and understanding of risk management that is occurring in the work area Raise awareness of safety by adhering to the principles Going to see and analyze problems in the workplace. And is aware of work safety In order to control the loss that will occur in the operation.
	5. Merger & Acquisition in practice	For participants to understand the merger acquisitions, tools, step by step, advantages, benefits of mergers and acquisitions.
	6. Business Simulation Workshop	In order to bring the practitioners into various environmental, ethical and social responsibility problems that may occur in the company and show the results of the decision throughout the business model helps to develop rational decision-making skills, leadership, and interpersonal communication skills.
	7. Workshop consolidation financial statement	In order to participants to understand the consolidated financial statements workshops with relevant parties.

Training courses attended in 2019

Levels of employees	Average number of hours (hours/person/year)	Human Resources Development Goal
Middle Management	8. Risk identification and environmental assessment for warehouse business	To provide employees with knowledge about risk identification and environmental assessment for warehouse business review risk assessment procedures and processes.
	9. Thailand Post Open House	To learn exchange experiences from visiting see external organization work Thailand Post, the postal service provider and complete e-Commerce Logistics service with international standards.
	10. Techniques for interviewing and selecting staff	In order to participants to have a better understanding of the qualifications and roles of the interviewer principle of competency based interview evaluation of candidates and systematic selection decisions able to interview and select suitable people for the job and organization.
	11. English Online Program by DynEd International	To develop the knowledge and skills in using English of the participants to be adapted for use in today's work that requires greater communication, including speaking, reading and writing English with outsiders.
	12. Good to Great CRM	In order to support the CRM system, focusing on the development of knowledgeable and capable personnel to better utilize their work potential. By training incorporating knowledge, thinking methods, activity patterns to stimulate learning, focusing on CRM systems, providing services beyond expectations Including learning through case studies so that participants can apply to work.
	13. Internal Audit	In order to review and increase knowledge and understanding for the staff who are internal quality auditors and to maintain the inspection standards.
	14. Executive Leadership Development Program	In order to participants know the key to leadership, management skills and managing colleagues for cooperation able to apply in routine work appropriately and efficiently in order to create a positive attitude towards supervisors Subordinates and organizations.
Senior Management	1. Executive Leadership Development Program	In order to participants know the key to leadership, management skills and managing colleagues for cooperation able to apply in routine work appropriately and efficiently in order to create a positive attitude towards supervisors Subordinates and organizations.
	2. Integrated management system for quality, environment, occupational health and safety for senior management	In order to increase knowledge and understanding of the integrated specification structure of the management system Concepts of determining organizational context and its application to business systems.

Detailed Changes in Shareholding of Directors and Management

No.	Full Name	Position	Shares held as of 28 December 2018	Change	Shares held as of 30 December 2019	Shareholding (%)
1	Mr. Mangkorn Dhanasarnsilp	Chairman/ Independent Director	-	-	-	-
	Spouse and underage son/daughter	-	45,900	-	45,900	0.005
2	Mr. Vichate Tantiwanich	Independent Director	-	-	-	-
	Spouse and underage son/daughter	-	-	-	-	-
3	Mr. Vichaya Chatikavanij	Independent Director	-	-	-	-
	Spouse and underage son/daughter	-	-	-	-	-
4	Mr. Somboon Prasitjutrakul	Director	-	-	-	-
	Spouse and underage son/daughter	-	-	-	-	-
5	Mr. Charvanin Bunditkitsada	Director	213,322,900	248,300	213,322,900	20.914
	Spouse and underage son/daughter	-	-	-	-	-
6	Ms. Amrapharn Bunditkitsada	Director	51,653,140	-	51,653,140	5.064
	Spouse and underage son/daughter	-	-	-	-	-
7	Mr. Jitchai Nimitpanya	Director	95,826,160	2,838,500	96,227,260	9.434
	Spouse and underage son/daughter	-	70,923,660	-	70,923,660	6.953
8	Mrs. Achara Nimitpanya	Director	70,923,660	-	70,923,660	6.953
	Spouse and underage son/daughter	-	95,826,160	2,838,500	96,177,260	9.434
9	Mr. Tanate Piriyothinkul	Director	1,195,440	-	1,195,440	0.117
	Spouse and underage son/daughter	-	-	-	-	-
10	Dr. Eakapong Tungsrisanguan	Chief Financial Officer	-	-	-	-
	Spouse and underage son/daughter	-	-	-	-	-
11	Mr. Wichu Sagkorntahakij	Chief Operation Officer	-	-	-	-
	Spouse and underage son/daughter	-	-	-	-	-
12	Mr. Nattapue Pararatn	SVP of Corporate Strategy	1,178,440	-	1,178,440	0.116
	Spouse and underage son/daughter	-	-	-	-	-

Corporate Governance Policy

Corporate Governance Policy

The Company realizes the importance of good corporate governance as a significant contribution to the Company's operations for best effectiveness and sustainable growth which will lead to maximum benefits to all related parties, including the employees, the investors, the shareholders and other stakeholders thus the Board of Directors has approved the establishment of a corporate governance policy to cover all important contents, from the structure, the roles and responsibilities of the Board of Directors to the executive management concepts for transparency, clarity and auditability to pave the way for good corporate management to ensure that the Company's operations will be carried out on a basis of fairness while regarding the maximum benefits to the shareholders and all stakeholders.

Furthermore, the Board of Directors and the Executive Committee are committed to conducting all business with integrity while setting up a vision, policies and regulations which the

directors, the executives and the employees adhere to in order to carry out their operations to help push forward a good corporate governance culture in a consistent manner and to build a foundation for sustainable growth while generating values for all stakeholders to meet the objectives of the Board of Directors and setting up an organization structure for transparency, auditability and clarity in accordance with the principles of good corporate governance under the regulations of the Stock Exchange of Thailand.

The Board of Directors Meeting No. 6/2019, held on 10 October 2019, reviewed and approved the improvement of the corporate governance policy which adopting the corporate governance code 2017 (CG Code) of the Securities and Exchange Commission and the criteria for surveying the corporate governance of Thai listed companies of the Thai Institute of Directors Association to adapt as appropriate to the company's business.

Corporate Governance Policy

1. Rights of the Shareholders

The Company recognizes and places importance on the rights of its shareholders as owners of the Company and avoids any action that violates or undermines those rights including protecting the benefits of the shareholders and encourages all shareholders, both domestically and internationally, majority shareholders, minority shareholders, and institutional shareholders, to exercise their rights which cover the basic legal rights e.g. right to purchase, sell and transfer shares, right to receive a proportion of the profit of the company, right to receive sufficient information, right to appoint and remove directors at shareholders' meetings, right to appoint Company Auditors, right to vote on material matters of the Company such as; dividend payment, amendment of regulations, memorandums, capital increases, or reductions etc.

Other than the aforementioned fundamental rights, the Company has a policy to facilitate matters in relation to supporting shareholders to exercise their rights and attend the meeting as follows:

■ Shareholders' Meeting

The Company schedules the annual general meeting of shareholders within 4 months after the end of the fiscal year. If there is an emergency agenda to be submitted as a special acceptance which effects or is related to the benefit of our shareholders or related to the conditions or regulations and enforced laws it must be approved by shareholders and the Company shall convene a shareholders meeting on a case-by-case basis whereby; the date, time, and venue of the meeting will be determined to facilitate the shareholders

a. Prior to Shareholders' Meeting

- The Company encourages that the Board of Directors, management, and any related departments including auditors attend the shareholders' general meetings simultaneously in order to adequately provide information to the shareholders.
- The Company will send an invitation letter providing sufficient information on the venue, date, and time of the meeting along with the meeting agenda and supporting information related to the meeting, not less than the time required by law prior to the meeting, so that the shareholders have time to study the information related to the meeting in advance. Moreover, the invitation letter and supporting documents are to be publicized on the Company's website in advance and on newspaper, as a notice of the meeting appointment, for 3 consecutive days prior to the proposed meeting date.
- To facilitate institutional shareholders and shareholders whose shares are under a custodian account, the Company allows to check information and registration documents including registration of shareholders before the meeting for a quick and efficient registration procedure on the Shareholders' meeting date.

b. At the Shareholders' Meeting

- The Company shall not limit the right to attend the meetings of shareholders in any way. All shareholders are entitled to attend the meeting for the duration of the meeting. The company facilitates all shareholders at the meeting by arranging adequate number of staff to welcome and check registration documents as well as using an appropriate system i.e. Barcode system for a quick and efficient registration procedure. In addition, the stamp duties for affixing on the proxy forms are also provided free of charge.
- Chairman of the Meeting will inform the Shareholders of the rules of the Meeting and voting procedures and the right to express opinion including asking questions on each agenda items. In this regard, during the meeting all Shareholders will be treated equally in expressing their opinion and raising questions in the Meeting.
- Chairman of the Meeting shall carry out the meeting as specified in the agenda enclosed with the Meeting notice. Additional agenda items shall not be imposed without informing the Shareholders prior to the Meeting in order to allow Shareholders have to have significant time to study all relevant information before making any decision.
- The Company arranges the presence of independent individuals for vote counting and checking in the Shareholders' meeting such as auditors, external legal consultants, or voluntarily shareholders, or a shareholder who is approved by the Meeting etc.

- After the Meeting has started shareholders are allowed to join the Meeting as well as to exercise their votes for any Agenda Item still being considered at the time or thereafter, for which votes have not been taken.
- The Company will identify the Board of Directors that have a conflict of interest in the Meeting invitation. If any of the Board of Directors has a conflict of interest or involvement in any agenda, the Chairman will let attendees know prior to the meeting as well as such Board of Directors shall not participate in the meeting and abstain from voting in any agenda.

c. After the Shareholders' Meeting

- The Company shall disclose resolution and voting results of each agenda via SETLink and the Company's website immediately on the day the board had made the resolutions or the latest by 9.00 am of the following business day.
- Minutes of Meeting shall be recorded completely and accurately and shall record all questions and answers for the shareholders to verify. The Minutes will be submitted to the Stock Exchange of Thailand within the timeframe as stipulated by law. Minutes of the Meeting will also be posted on the Company's website.

In year 2019, the Company held the 2019 Annual General Meeting (AGM) on 25 April 2019, at 02.00 p.m. at Function Eleven room, 11th Floor, Siam @ Siam Design Hotel Bangkok, No. 865 Rama 1 Road, Opposite National Stadium, Wang Mai, Patumwan, Bangkok. The meeting was attended by 9 directors. However, Chairman, Chief executive officer, and Chairman of every subcommittee attended the meeting including Chief Financial Officer, Corporate Secretary, Auditor were also in attendance to answer questions of the shareholders. The Company designated Thailand Securities Depository Co., Ltd., its share registrar, to circulate an invitation letter to shareholders. The letter was also posted on the company's website on 30 days prior to the meeting date and send to TSD which is the company's share registrar to deliver the invitation letter to shareholders 14 days in advance of the meeting. The Minutes of the 2019 AGM were posted on the website 14 days after the meeting. The Company allowed minority shareholders to propose agenda items and to nominate qualified candidates as directors and how to propose through the website of the Stock Exchange of Thailand (www.set.or.th) and published on the company's website. Beside, to register for the meeting, the Company provides facilities for shareholders; the staff and computer systems are adequate and appropriate. Participants are registered with the barcode system and printed out the voting card of each term to the shareholders or their granted proxy.

■ **Right to Receive Dividend**

The Company discloses its dividend payment policy, together with reasons and supporting information for dividend payment in the Meeting invitation and on the Company's website.

■ **Right to Consider Remuneration of Directors**

The Remuneration and Nomination Committee is responsible to consider form and criteria of remuneration by positions of the directors by taking the Company's operating results, roles and responsibilities, and performance of each director including comparing with other listed companies in the same industry into account and propose in the Shareholders' meeting for consideration every year.

■ **Right to Appoint Auditor and Determine Audit Fee**

The Audit Committee is responsible to select and determine audit fee and propose in the Board of Directors' meeting and the Shareholders' meeting for consideration and approval. Details of the proposed auditors such as qualification, experience, independency and remuneration shall be presented for consideration of the shareholders.

2. The Equitable Treatment of Shareholders

The Company has a policy to treat all shareholders equitably and fairly regardless of managerial shareholders, non-managerial shareholder, Thai shareholders, foreign shareholder, major or minority shareholders in order to ensure the shareholders that the Board of Directors and management team has effectively managed investment of shareholders according to the following principles:

■ **Propose Agendas and Directors by Minority**

To promote the equitable treatment of shareholders, the Company facilitates for minority shareholders to propose agenda items for the Annual General Meeting of Shareholders and to nominate candidates for directorships within given timeframe and in accordance with criteria. The Company shall review the proposed agenda items and select appropriate candidates for the consideration of the Board of Directors. In this regard, the Company shall disseminate the criteria via SETLink and the Company's website.

The Company allowed minority shareholders to propose agenda items, to nominate qualified candidates as directors, to advance questions and how to propose through the company website the Stock Exchange of Thailand (www.set.or.th) and published on the company's website. The shareholders can propose such rules from 30 November 2019 to 31 December 2019. Therefore, on the closing date, there is no shareholder proposed the matter.

■ **Right to appoint a person to attend the meeting**

In the case where shareholders are unable to attend the meeting in person, the Company sends the proxy form (Type B) and specify the documents and simple proxy-giving instruction together with the Meeting invitation. Shareholders may appoint a person they deem appropriate or independent director to attend the meeting and vote on their behalf. At least one independent director shall be proposed in the Meeting invitation as an alternative for shareholders to appoint as their proxy. The Company also advertised Meeting invitation, the proxy forms (Type A, B and C), and related procedures on the Company's website.

■ **Assignment of Independent Director to minister shareholders**

Independent directors are assigned to minister the shareholders whereby the shareholders may express or recommend their opinion whereby the independent directors shall consider and take actions as deemed appropriate. In case of a complaint, the independent directors shall investigate and take necessary and appropriate actions. In case of a recommendation, the independent directors shall consider and if they deem significant or may impact stakeholders or the Company's business, the independent directors shall propose such matter to the Board of Directors' meeting to consider and propose in the Shareholders' meeting.

■ Accessibility of the Company's information

There is no discrimination among the shareholders. All shareholders have the right to access the Company's information which is disclosed to the shareholders and investors on the Company's website to allow the shareholders to be informed of news and information disclosed as required by regulation. All information shall be posted on the Company's website in Thai and English after the disclosure to the Stock Exchange of Thailand. Also, the Company arranges communication channels on the Company's website by means of telephone: 02-7104000 (2296) or email: matura@jwd-logistics.com หรือ ir@jwd-logistics.com as detailed under the investor relation portal.

3. Role of stakeholders

The Company realizes the importance of governing all stakeholders, for examples, shareholders, customers, competitors, partners, employees or creditors etc. Therefore, the Company sets up the policy on treatment of stakeholders by considering the rights of stakeholders in order to ensure that such rights are being protected and fairly treated. The Company also recognizes its responsibility to society, communities and the environment for sustainable development as well as anti-corruption and non-violation of intellectual property including respect for human rights and shall not perform any act that would violate such rights. Details of which are as follows:

■ Policies and Guidelines for Shareholders

The Company operate its business by focusing on long-term development for the maximum benefit of shareholders and to be transparent. For the utmost benefit of shareholders, the Company establishes an efficient internal control system and shall not perform any act that may lead to conflict of interest as well as accurately and timely disclose information. The relevant policy and guideline are established as follows:

- Respect the rights of the shareholders and treat all shareholders in equal manner.
- Operate its business in accordance with the Corporate Governance policy to build trust and confidence of the shareholders which will lead to a sustainable development.
- Continuously improve the Company's business for maximum benefit of the shareholders
- Report all information which may impact benefit of the shareholders regardless of periodic or non-periodic reports and shall not limit the rights of shareholders to access the Company's information.
- Prepare a Management Discussion and Analysis (MD&A) concerning the company's financial reports alongside the auditor's report in the company's annual report.
- Properly take actions against conflict of interest and adequately disclose information.
- Protect benefit and take care of the Company's assets as a reasonable person would do to protect their properties and refrain from any action that might cause conflicts of interest with the Company whether it is direct or indirect.

■ Policies and Guidelines for Clients

The Company realizes that satisfactory and confidence of customers are the key to its business success. The relevant policy and guideline are established as follows:

- Operate it business with awareness of consumers' safety and friendly environment.

- Operate it business with the determination to develop and improve the products and services as well as invent innovation to add value to the products and services to fulfill the need of customers including providing complete and accurate information about the products and services.
- Conduct business with honesty and integrity under the fair operating practices and do not violate any right of customers, maintain customers' sensitive information and customer information, and refrain from seeking personal gains for oneself or related parties by exploiting such information.
- Do not solicit, accept or give any undue benefits from customers whether directly or indirectly.
- Strictly comply with terms and conditions made to customers. Notify the customers immediately in advance in the case of inability to fulfill any agreement made with customers in order to jointly find solutions to the problem and prevent damages.
- Provide communication channels or customer service systems that allow customers to contact the company easily and quickly.

■ Policies and Guidelines for Trade Partners

The Company shall treat its trade partners with equity and consider the mutual interest of both parties as follows;

- The Company shall treat its trade partner's family and not solicit, accept or give any undue benefit in dealing with trade partners, and honor and strictly comply with the conditions stipulated in the contracts based on the principle of fair competitor so as to build good business relationship.
- The Company sets criteria to select its trade partners to ensure that business of trade partners is legitimate, environment-friendly, in accordance with safety and bio-sanitation standard, and do not violate human rights as well as have transparent measure of checking and screening trader partners e.g. price comparison, consideration of qualification, expertise, financial situation, business reputation and background check.

- Maintain trade partners' sensitive information and refrain from seeking personal gains for oneself or related parties by exploiting such information.
- Build good relationship, exchange knowledge and jointly develop and add value to the products and services for sustainable development.
- Strictly comply with trade contracts and provide accurate information. Negotiate with trader partners in advance in the case of inability to fulfill any agreement made with trade partners in order to jointly find solutions to the problem and prevent damages.
- Do not solicit, accept or give any undue benefits in dealing with business partners.

■ Policies and Guidelines for Competitors

The Company supports and compete under the rules of free and fair business competition as well as refrain from dishonest or illegal means by having guidelines to treat its competitors as follows:

- Compete under the rules of fair competition.
- Do not discredit competitors through slandering
- Do not seek confidential information of the business competitors through dishonest or illegal means or do not violate the covenant to maintain competitors' sensitive information by which received from customers or other parties.
- Support undertaking of businesses with trade partners which benefits the customer and not for a purpose of taking exclusive control of market shares, decreasing quality of products and services, determining market prices which will affect consumers.

■ Policies and Guidelines for Anti-Trust and Fair Competition

The Company adheres to the legitimate and fair business operation and therefore formulates Anti-Trust and Fair Competition policies to prevent monopoly as well as promote and instill in all managements and employees the knowledge and compliance regarding the anti-trust competition as follows:

- As to price determination, the Company shall ensure that the price is not extremely low and lower than cost of production to be considered 'selling below cost' in order to drive out competitors from the market.
- Refrain from any actions which mutual agreement may be formulated between competitors to monopolize and restrict competition in the market such as price fixing, bid rigging or market division or allocation scheme.
- Consider and ensure that mergers and acquisitions will not create a monopoly or unfair competition in the market.

- Avoid unfair trade practice or deceptive acts and practices that prohibit or limit a party's choice or abuse of superior bargaining position such as discrimination among suppliers.
- Encourage and support free and fair trade.

■ Policies and Guidelines for creditors including guaranteed creditors

The Company focuses on strategy to manage capital and cash flow to ensure full- and on-time payment to its creditors as well as creating mutual trust and confidence from creditors by strictly complying with agreements, obligations, covenants and responsibility in the collaterals. Details of which are as follows:

- Provide equitable treatment to all creditors.
- Strictly complying with agreements, obligations, covenants and responsibility in the collaterals.
- Provide creditors information regarding financial situation in a timely and accurate manner
- Undertake and enter into a fair agreement and commit to act in strict accordance with the terms and conditions of the agreement. In addition, the Company shall ensure that it will repay, in full and on time as required, all types of loans and borrowings and take full responsibility for any collateral as stipulated in the agreement (if any).
- In case of non-compliance or default, notifying creditors immediately to jointly explore proper solutions on a rationality basis.
- Create a strategy to maintain appropriate capital structure in order to support the business operation of the Company as well as have liquidity management to ensure the ability to timely repay all debts to creditors.

■ Policies and Guidelines for employees

Employees are the most valuable resource of the Company and is a key to success of the Company's growth. Therefore, the Company establishes policies to treats employees fairly in terms of appropriate remuneration, welfare benefits and safety and good work environment as well as opportunities for advancement in the Company. Policy and guidelines for treatment toward employees are as follows:

- Treat employees with respect for their honor, dignity and human rights and protect employees' information.
- Strictly comply with rules and regulations in relation to labor law and rules or regulations regarding employees.
- Promote equal employment opportunity without discrimination of skin color, race, religion, physical disability, and any other personal traits or status that are not directly related to the undertaking of the assigned work.

- Support and give importance to knowledge and training to equally enhance skills and competency of employees which are beneficial for career advancement depend on the potential of each employee according to the vision, mission, and strategy of the Company e.g. professional skills development, importance of safe working environment etc. In addition, the Company arranges seminar and training on good corporate governance, business ethics and anti-corruption to all employees which must be strictly followed.
- Promote participation of employees to propose or set working guidelines and assist in development of the Company as well as be open to suggestions and recommendations from all employees regardless of their levels.
- Give remuneration of various types to employees fairly, appropriately, and according to their knowledge, competence, experience, positions, responsibilities, and individual performance which are taken into consideration in line with the operating results of the Company both short and long term e.g. annual bonus and annual raise according to their performance.
- Provide appropriate welfare and other benefits for employees such as group life and health insurance, provident funds, and annual health check-ups etc.
- Arrange a communication channel for employees to submit complaints and any recommendations related to work which will be taken into consideration and action will be taken for the overall benefit and relationship of all parties.
- Promote participation of employees regarding corporate social responsibility activities of the Company.
- Provide necessary facilities as well as a good working environment by taking sanitation and the safety of employees into consideration in order to improve the quality of employee work life e.g. drinking water sanitation tests and air filter replacement etc.

Employee Complaint Channels

Company determines the time period for the employee to report the incident in the wrong way, discipline and law. It can be sent as a sealed letter to the Chief executive officer or send by email to Chief executive officer at charvanin@jwd-logistics.com. The information provided by the informer will be seriously responded and the reporter will not suffer any loss due to the reporting of the complaint in good faith. Employee disclosures are always kept confidential. However, for the complaint, the complainant should collect the information carefully and realize to the accuracy of the information disclosed.

■ Policies and Guidelines for safety, cleanliness, and the environment in the workplace

The Company considers its employees to be the key factor of its success. Therefore, the Company sets up policies in accordance with the standards on safety, bio-sanitation, and the work environment in order to monitor and prevent any work-related incidents. All employees are responsible to monitor and ensure a safe working environment according to the following guidelines:

- Comply with the standards to create a safe and good environment for all employees.
- Support any actions necessary to ensure a good working environment for sanitation and safety to life of employees
- All employees shall always be aware of their safety and colleagues as well as the Company's properties.
- All employees shall monitor cleanliness and tidiness of their work areas.
- All employees have rights to propose any suggestion to improve working condition and environment.
- The Company promote participation of employees on safety in order to stimulate awareness of employees e.g. provide training and advertising on safety and sanitation etc.
- Provide training on safety, bio-sanitation, and the work environment to the employees as well as promote compliance according to environment safeguard policy of the industry.
- Leaderships at all level shall lead by examples and persuade all employees to safely perform their works.

■ Policies and Guidelines for communities and community development

The Company conducts its business by taking its responsibility towards communities, societies, and local traditions into consideration in order to preserve good public relations and societies under the following guidelines:

- Refrain from any actions that will damage the community and will not violate any rights of people in the communities.
- Promote and raise social and environmental awareness among employees of all levels.
- Come up with countermeasures and be responsible for rectifying any danger that society is apprehensive of that may have been caused by the Company's business operation.
- Promote activities which maintain good tradition and culture.

- Cooperate with authorities to improve communities.
- Support any activities that are beneficial to communities and society as a whole.
- Build a good relationship between the Company and the communities in which the company's place of business is located based on the principle of lawfulness, fairness, and transparency.

■ Policies and Guidelines for the environment and efficient use of resources

To enhance confidence regarding the Company's role on safety and the environment as well as encourage the management and all employees to be aware of the efficient use of resources, the Company has strictly complied with laws and regulations related to the environment and international standards such as ISO and OHSAS whereby the record of environmental, health, and safety audit results are systematically maintained and all scores and results have been reported to all related governmental authorities within the required timeframes. The Company set its policies and guidelines for the environment and efficient use of resources as follows:

- Comply or ensure compliance with all relevant laws and regulations related to the environment by considering the impact that may occur to natural resources and the environment and regularly monitor and evaluate environmental performance reports.
- Create a culture within the Company and instill in all levels of employees' a conscience of responsibility on the environment and sustainable and efficient use of resources and energy e.g. reduce paper consumption, encourage double-sided paper consumption, turn off power when not in use and promote water conservation etc.
- Support provision of knowledge and training for staff regarding the environment.
- Support the environmental management system e.g. environmental conservation, protection, and monitoring measures along with substitution measures to sustainably reduce environmental impact.
- Participate in transactions with trade partners that are environmentally friendly.

■ Policies and Guidelines for intellectual property

The Company honors and respects the Intellectual Property rights of others and asks for legal permission from any person who is in ownership of Intellectual Property prior to use. The Company has set forth its policies as follows:

- Refrain from any action that infringes on the intellectual property rights of others.
- Set regulations for employees to use and install computer software that are allowed by the Company and which the Company has the right to use and not to install or download any pirated programs, songs, movies, games etc. The IT department is responsible to regularly monitor all computers and the Company shall include this matter under the internal audit strategic plan in order to promote employees' awareness.
- All employees are responsible to secure and maintain confidential information regarding intellectual property of the Company and shall refrain from any action that infringes on the intellectual property rights of the Company.
- Support provision of knowledge and training for staff regarding laws and regulations along with their impact from infringement of intellectual property.

■ Policies and Guidelines for legal compliance and human rights

Adherence and compliance to laws, traditions, and cultures both domestically and internationally are fundamental to the Company's business operation. The Company intends to enhance its compliance to be on par with those as stipulated by all relevant laws.

The Company promotes respect of and adherence to human rights and ensure that its business does not involve with any human right violations e.g. does not support the exploitation of illegal workers, opposes child labor, set up provisions regarding working hours according to all relevant labor laws, respect and provide equal treatment to all stakeholders on the basis of equal human dignity and without any discrimination or privileged treatment of any particular person on grounds of differences in race, nationality, gender, religion, color, economic status and family background.

The Company promotes surveillance within the Company to ensure the adherence to human rights and support its subsidiaries, trade partners, business partners and stakeholders to comply with human right principles, as well as protect the rights of stakeholders who receive any damage from the Company's violation of their legal rights. If necessary, the Company will pay a compensation not less than the rate required by law.

■ Policies and Guidelines for Government Agencies

The Company strictly comply with laws and regulations and shall refrain from any action that may attract governmental agencies to commit a wrongful act. Also, the Company cooperates with the government agencies both academically and extracurricular as well as be open to opinions or any suggestion or complaint by the government agencies.

■ Policies and Guidelines for taxation

To efficiently and accurately manage its taxation, reduce tax risks, maximize benefits from tax planning, and promote sustainable development the Company sets forth policies and guidelines regarding taxation as follows:

- Establish and improve tax the governance processes that ensure tax compliance both domestically and internationally.
- Improve tax efficiency by legally using available tax incentives without tax avoidance or tax haven intentions.
- Properly pay taxes within the timeframe and filing for tax refunds for maximum benefits of the Company.
- Work in a collaborative, transparent, and proactive way with relevant tax authorities.
- Appropriately analyze and plan taxes particularly in the case of capital investment or special transaction e.g. merger and acquisition or transactions in which value is significant.
- Seek advice from top-tier tax and accounting firms to obtain expert advice and opinions on tax matters as necessary.

4. Information Disclosure and Transparency

The Company has policies regarding information disclosure and transparency, whereby the disclosure of the Company's material information, both financial and non-financial shall be accurate, complete, timely, and transparent to shareholders, investors, analyzers, and the general public. The Board of Directors is responsible to ensure adherence to laws and regulations regarding information disclosure and transparency. The Board of Directors shall disclose when there is a change of shareholding of the directors and executives in compliance with the Securities and Exchange Commission and Good Corporate Governance of the Company.

In addition, all directors and executives must file the Report of Changes in Security Holdings and report their conflicts of interest or those of their related persons in order to ensure that the directors and executives can perform their duties with honesty and transparency and build trust among shareholders and investors.

■ Relationship with investors

The Company places importance on disclosure of information in accordance with the Stock Exchange of Thailand ("SET") and the Securities and Exchange Commission ("SEC") where it must be accurate, complete, timely, and transparent. The Company has assigned personnel with a high level of competence and knowledge about the Company as Investor Relation officers.

- 1) Phone: 02-7104000 (2296)
- 2) Fax: 02-7104023
- 3) E-mail: matura@jwd-logistics.com, ir@jwd-logistics.com

In this regard, the Chief Executive Officer, Chief Financial Officer, and assigned executives shall directly communicate with shareholders, investors, and securities analysts both locally and internationally. Other than disclosing information through channels provided by SET and the Company's website, the Company also discloses information regarding working progress and responds to inquiries from investors in order that all stakeholders receive information on an equal basis.

Moreover, in order to provide the target groups essential information regarding to the Company in the accurate, complete, fast, and equal manners, the Company uses these three channels:

- Annual Information List (Form 56-1) and Annual Report (Form 56-2). They both contain essential topics such as business operation overview, risk factors, shareholder structure, management, related transactions, and corporate governance. Both the List and the Report will be distributed to the investors within 90 and 120 days respectively from the account day in order that the investors will have current information of the last year business operation.
- Quarterly and Annual Explanation and Analysis by the Management Team (MD&A). These will describe the operation and financial performances in detail, including analysis and explanation about factors that have an impact on the performance changes.

- Investor Relation on the Company website. The Company provides easy access through the Company website under the Investor Relation topic for investors and interested parties to learn more about the Company. The information has been consistently updated and done in both Thai and English languages by the Investor Relation Unit. Topics on the website includes nature of business operation; present and previous financial statements; pressrelease; structures of shareholding, organization, and business groups; and information about Directors and Executives, investor relation, and Company's regulations, annual report, and policies.
- Investor Roadshow
 - One overseas investor roadshows in Switzerland.
 - Nine domestic investor roadshows.
- Seventeen arranged company visits for financial analysts, shareholders, and domestic and overseas institutional investors.
- Three arranged site visits for financial analysts, and investors.
- One hundred and forty-two conference calls for investors.
- Four "Opportunity Day" participations to allow investors to meet with listed companies, organized by Stock Exchange of Thailand.

Investment Analyst Conference

The Company has hosted conferences and quarterly published the Investor Release for investment analysts, investors and shareholders to learn more about the Company's financial performance.

Investor Visit and Company Tour

Throughout year 2019, the Company organized activities for financial analysts, shareholders, and domestic and overseas institutional investors, to provide them opportunities to meet with the Executives, to learn more about the business performance, strategy, growth outlook, and highlights of 2018, and to ask questions. The activities in the last year were:

Press Conference and Media Relations

Throughout year 2019, the Company held one press conference regarding to JWD Launching 4 Decades of Strategies, Joining Logistics Business Partners in Every Dimension Ready to expand the front line "Food Supply Chain" penetrates China-Taiwan market, released 10 newsletters about business operation and marketing.

Management of inside information

The Board of Directors highly prioritizes Good Corporate Governance. For transparency and protection of inside information (Insider Trading), the Company sets forth policies and guidelines regarding using inside information as follows:

- Provide the directors and management including person holding executive position in the Accounting Department with knowledge and understanding about reporting of their securities holding and changes in securities holding in the Company to the SEC according to Section 59 of the Securities and Exchange Act B.E. 2535.
- The directors and management including person holding executive position in Accounting or Finance Department whose rank is not lower than departmental manager, having the duty to report their holding of the Company's securities at the first chance of their being appointed to assume such position and upon any later change in their said securities holding within 7 days from the date that the Board of Directors submits a summary report on the said securities holding to the SEC.
- The directors and management including person holding executive position in the Accounting or Finance Department whose rank is not lower than departmental manager and related officers, who knows material inside information that may affect the price of the Company's securities, shall not buy or sell such securities prior to the time when the financial statement or such inside information is disclosed to the public. Whereby the Company shall notify the directors and management including person holding executive position in the Accounting or Finance Department whose rank is not lower than departmental manager and related officers 30 days prior to the time when such inside information is disclosed to the public or until 24 hours have passed after a public disclosure of such information. This also includes forbidden information to disclose to unauthorized personnel or a third party.

There are penalties and measures in the case of a violation of insider trading ranging from written warnings to discharge which shall be determined based on the intent and seriousness of the case.

■ Policies and Guidelines for Whistle Blowing and measures to protect whistleblowers

The Company shall maintain international standards and practices in accordance with Good Corporate Governance. Therefore, the Company arranges for appropriate channels of communication with the Board of Directors via postal mail and electronic mail to ensure the means for acknowledgement of information and suggestions along with a proper investigation is appointed per complaints relating to suspect wrong-doing, accuracy of financial report, deficient internal control systems, violation of rights, or code of business conduct of management or employees. Whereby the Company shall keep all information of the appellant as confidential as well as protect such appellant.

a) Scope of the policies

This policy is set with the expectation that all employees and stakeholders shall report any violation of laws, regulations, and code of conduct of the Company e.g.

- Corruption
- Fraud, embezzlement and theft
- Dishonest acts for personal benefit or benefits of others
- Acts which may be harmful to the health, safety, or environment
- Any intentional act to cause damage to the Company
- Violation of ethics or code of conduct
- Suspicious acts related to money laundering, financial, or accounting matters
- Assist in any act which violates the laws, regulations, or code of conduct including concealing or help covering up such act.

b) Applicable procedures to be undertaken in the event of receiving 'whistleblower' complaints

Complaint gathering:

The independent directors shall appoint a committee to compile all complaints.

Fact finding and investigation:

The assigned committee will analyze the facts, investigate, and propose proper measures to handle the matter.

Action:

The assigned committee proposes proper measures to handle the violation or misconduct to the Board of Directors for consideration in order to alleviate damages.

Reporting:

The Chairman of Audit Committee, independent directors or company secretary report to the Board of Directors and inform the results to the appellant (if known).

c) Protection of Whistleblowers

Whistleblowers or any person who cooperate in an investigation shall be protected as follows:

- 1) The whistle-blower or the complainant may choose not to reveal his/her identity or information if the disclosure will cause danger or damage.
- 2) If the person chooses to reveal himself/herself, the Company's investigation will update the progress

on the case together with any additional useful information.

- 3) In the case the whistle-blower agrees to cooperate with the investigation, the Company will maintain the confidentiality of any provided leads and will keep confidential any information that may lead to the identify the identity of such person(s).

- 4) The person who receives the complaint and the person involved in the investigation must keep all filed information confidential. If necessary, they may disclose the information taking into account the safety of and the damage to the complainant or any person who cooperates in the investigation, the information sources, or relevant persons. The company may proactively provide appropriate protective measures if there is potential damage or danger.

- 5) The person at risk of damage or danger will be assisted using all proper and just procedures.

d) Channels of communication available for use by the Whistle-Blower

Postal Mail

Attn: Independent Director

JWD InfoLogistics Public Company Limited

36 Krunthep Kreetha Road, Huamark, Bangkok, Bangkok 10240

Email, Telephone and Website

Board of Directors (via Independent Director):

independent_director@jwd-logistics.com

Company Secretary:

nattapume@jwd-logistics.com

Tel. 02-7104000 (2010)

Investors' Relations Officer:

matura@jwd-logistics.com

Tel. 02-7104000 (2296)

Website:

<http://www.jwd-group.com/th/contact>

In 2019, there was no report from any stakeholders to The Board of Directors. However, the company always promoted to all stakeholders to be more aware of such channels.

5. Directors' Responsibilities

■ Structure of the Board of Directors

The Board of Directors are composed of competent individuals whose expertise, experience, and capabilities are beneficial to the Company and have a key role and responsibility for defining policies and the overall strategy of the Company. The Board of Directors performs their duties with honesty and ethics to supervise the operation in accordance with all legal requirements, articles of association, and the resolutions of the Annual General Meetings and ensures that they are in line with established business objectives and for the utmost benefit of the Company and shareholders.

The Board of Directors are comprised of at least 5 directors, whereby a minimum of half of all Directors must reside in the Royal Kingdom of Thailand. The number of independent directors must comprise of at least one third independent directors; of which must be no less than three according to the regulations of the SEC.

The Board of Directors encourages diversity within the Board whether it is through various expertise, competency, experience, and professions that will benefit the business operation of the Company, regardless of gender, nationality, or religion.

In addition, the Chairman of the Board of Directors should not be the Chief Executive Officer in order to ensure total independence of the responsibilities between corporate governance and routine management. The independent directors shall also be independent from the management and major shareholders of the Company. The qualifications of the independent directors are as follows:

Qualification of independent directors

- A person who has a shareholding of not more than 1% of the total number of shares with voting rights of the Company, a Subsidiary Company, a Joint Venture Company, and the majority Shareholder Group or the legal entity having the controlling power over the Company; whereby this shareholding also includes those of anyone who is related to the Independent Director in question.
- A person who is not or has not been an Executive Director, employee, staff member, or consultant on a monthly retainer fee, or who has a controlling power over the Company, a Subsidiary Company, a Joint Venture Company, a Subsidiary Company of a parallel status, and the majority Shareholder Group or a party with a controlling power over the Company - unless such a status has ceased to exist or has been terminated for not less than 2 years prior to being nominated. As such, this prohibited qualification does not include a person having been a civil servant in or a consultant to a Public Sector agency that is a majority Shareholder of or has a controlling power over the Company.
- A person who is related to any other persons by blood or by legal registration - as a parent, spouse, sibling, and child or spouse of the children of an Executive/Management Group member - to a majority Shareholder of or a person with a controlling power over the Company, and to any persons being nominated to be an Executive/Management Group member or possessing a controlling power over the Company or a Subsidiary Company.
- A person who is not or has not had any prior business relationships with the Company or parent Company, a Subsidiary Company, a Joint Venture Company, and a majority Shareholder of or party with a controlling interest over the Company in a manner that could hinder a genuine independence of judgment; as well as not having been a significant Shareholder or having had a controlling power over any persons that has a business relationship with the Company or parent Company, a Subsidiary Company, a Joint Venture Company, and a majority Shareholder of or party with a controlling interest over the Company - unless such a status has ceased to exist or has been terminated for not less than 2 years prior to being nominated.
- A person who is not or has been an external Auditor of the Company or parent Company, a Subsidiary Company, a Joint Venture Company, and a majority Shareholder of or a party with a controlling interest over the Company; as well as not being a majority Shareholder, a party with a controlling power over or a Partner in the Audit Firm authorized to be the external Auditor of the Company or parent Company, a Subsidiary Company, a Joint Venture Company, and a majority Shareholder of or a party with a controlling power over the Company to which the person is affiliated - unless such a status has ceased to exist or has been terminated for not less than 2 years prior to being nominated.
- A person who does not provide or has not been providing any professional services - including acting as a legal counsel or financial advisor - to and receiving an annual retainer of more than Baht 2.0 million from the Company or parent Company, a Subsidiary Company, and a Joint Venture Company; as well as not being a majority Shareholder of or a party with a controlling power over or a Partner in the Company, or a significant Shareholder in or having a controlling power over or a Partner in any such professional services provider companies/entities - unless such a status has ceased to exist or has been terminated for not less than 2 years prior to being nominated.

- A person who is not a Director authorized to represent a Board Director of the Company, the majority Shareholder, or a Shareholder who is connected with and/or related to the majority Shareholder of the Company.
- A person who is not operating a business that is the same type of business as the Company or its Subsidiary Companies, so as to be considered as a significant competitor; or a person who is not a significant Shareholder in a business partnership; as well as who is not an Executive Director, employee or Staff, consultant with a regular salary, or holding more than 1% of the total shares with voting rights of other companies operating the same type of business as the Company or its Subsidiary Companies so as to be considered as a significant competitor.
- A person with any other characteristics that would not facilitate a genuine independence of judgment with regard to the business operations of the Company.

■ Term of office of the Board of Directors

At every annual general meeting, one-third of the Directors, or, if the number of Directors is not a multiple of three, then the number nearest to one-third, shall retire from office. The Directors who are to retire from office in the first and the second years after registration of the company shall be drawn by lots. In the subsequent years, the Directors who have been holding office for the longest time shall retire. The directors retiring by rotation may be re-elected.

Apart from retirement from office upon the expiry of his/her term in office, a director will vacate office upon:

- Death
- Resignation
- Lack of qualification to be a company director or possession of prohibited characteristics as stipulated by law.
- Removal by a resolution of a shareholders meeting by a vote of not less than three fourths of the number of shareholders who attend the meeting and have the right to vote and who have shares totaling not less than half of the number of shares held by the shareholders attending the meeting and having the right to vote.
- Removal by a court order.

The independent directors shall not serve on the Board beyond nine years consecutively from the date of their first appointment.

■ Roles and Responsibilities

The Company has clearly defined separate and respective roles, duties and responsibilities of the Company's Board of Directors and those of the executives or management and implemented a checks and balances system. The Board of Directors is responsible for the determination of policies, directions, and the strategies of the Company; and ensures that the executives proceed in accordance with such policies. In contrast, the executives or management have the duty and responsibilities to undertake normal operating activities based on policies determined by the Board. Also, the Company has clearly and distinctively defined the roles and the duties of the Chairman and the Board of Directors to ensure clarity on the roles and responsibilities as follows:

a) Segregation of roles, duties, and responsibilities between the Board of Directors and the management.

- The Board of Directors is responsible for corporate governance and the mission of the Company in accordance with the laws applicable to the Company's objective, articles of association, as well as the resolution of the Board of Directors and shareholders. The Board of Directors must exercise good business judgment in making business decisions and perform its duty with responsibility, due care, and loyalty in the best interests of the Company and its shareholders.
- The executives or management have the duties and responsibilities to put such strategies and mission into execution and undertake the daily operating activities. Also, the executives and management shall review the Company's vision and strategy and the annual corporate objectives and goals and propose these to the Board of Directors for acknowledgement. The Board of Directors

shall evaluate the operating performance on a quarterly basis so as to provide recommendations or direction on the matters that the management should focus on moving forward.

b) Roles and Responsibilities of the Chairman of the Board of Directors

- Support and monitor the operation of the Board of Directors and other sub-committees to ensure its effectiveness and adherence to the highest standard of good corporate governance.
- Ensuring that there are sufficient channels for effective communication between the shareholders, governmental agencies, and all related departments.
- Set the board meetings agenda and conduct the Board of Directors' meeting including allowing directors to express their opinions freely in order to make the right decisions.

- Support the Chief Executive Officer in respect of determination of vision and the strategic direction of the Company including providing recommendations on the business operation.
- Promote good communication and build good relationships among the executive and non-executive directors.
- Consider and approve business plans and capital projects including investment plans proposed by the management.
- Prepare annual reports and be responsible for the preparation and disclosure of the Company's financial statements which present financial performance and the operating results of the previous year along with proposing to the Annual General Meeting of Shareholders for consideration and approval.

c) Roles and Responsibilities of the Board of Directors

The Board of Directors represent all shareholders and has a responsibility to monitor and ensure that the Company's operation is in accordance with laws, objectives, Corporate Governance policies, and resolutions of the Shareholders' meeting. They are responsible for making decisions on the company's important policies and strategies and for proactive roles and duties to ensure the utmost efficiency of and benefit to the Company and its shareholders.

The Board of Directors has segregated roles and responsibilities whereby the scope of authorization of the Company and its subsidiaries are clearly defined depending on the types of transactions for the purpose of power distribution in decision making and directing along with providing guidelines for management. According to the Corporate Governance policies of the Company, the following matters are under the scope of duties and responsibilities of the Board of Directors:

- The Board of Directors have the power, duties and responsibilities in the management of the Company in accordance with the law, the Company's objectives, Articles of Association, and the resolutions of the general meeting of shareholders. The Board of Directors shall make prudent business decisions. They shall perform their duty responsibly with care and honesty in the best interests of the Company.
- The Board of Directors shall hold an Annual General Meeting of Shareholders within four months from the end of its accounting period.
- The Board of Directors shall hold a meeting once every three months.
- The Board of Directors is responsible to prepare financial statements and reports on the financial status together with the previous year's overall operating results and propose in the Annual General Meeting of Shareholders for consideration and approval.
- Determine target, approach, operating plan, policy, and the budget of the company including the supervision of the management, and administration of the management to ensure that it is in line with policies, plan, and the budget.
- Determine risk management policies and monitor the Risk Management Committee acts in accordance with the policies and report to the Board of Directors regularly including to review and assess the effectiveness of the systems periodically.
- Monitor and supervise the management of the Company and its subsidiaries to be in line with the policies, the Securities and Exchange Act, the notification of the Securities and Exchange Commission (SEC), and the notifications of the Stock Exchange of Thailand e.g. related party transaction acquisition and disposition of assets including providing sufficient and effective internal control systems.
- Consider and determine the organizational structure and appoint the executive committee, the executive chairman, and other sub-committees as may be deemed appropriate e.g. audit committee, nomination and compensation committee, and corporate governance committee etc. including set up of the scope of roles and responsibilities of the appointed executive committee, the executive chairman, and other sub-committees.

For this purpose, such authorizations shall not enable a grantee to consider and approve a transaction, which they or others may have stake in, or receive benefit, or have conflicts of interest between himself, any related person or interested person as one party and the Company or its subsidiaries as the other party (if any), unless it is in accordance with the approved policies and criteria previously set out by the Board of Directors.

- Authorize any other person(s) to perform any action on behalf of the Board of Directors under its supervision, or to grant the power-of-attorney to such a person to perform any action as the Board may think fit. The Board of Directors has the sole discretion to revoke or modify the power-of-attorney as they may see fit.

However, such authorizations shall not enable a grantee to consider and approve a transaction, which they or others may have stake in, or receive benefit, or have conflicts of interest between himself, any related person or interested person as one party and the Company or its subsidiaries as the other party (if any) (as defined in the notification of the SEC), except for normal business transactions already covered by existing guidelines or approved by the Board or in accordance with the criteria and procedures regarding related party transactions and acquisitions along with the disposition of assets of listed companies as stipulated by the notification of the SEC and/or the Stock Exchange of Thailand and/or other relevant notifications.

d) Roles and Responsibilities of the Chief Executive Officer

- Oversee and monitor the daily operation and management of the Company.
- Prepare and propose policies, strategies, business plans, budgets, investments, organizational structures, and principles of business operation of the Company to the Executive Committees and the Board of Directors for their consideration and approval.
- Supervise the management of the Company to ensure that they are in line with the Company's policies, business plan, and budget that are approved by the Board as well as review and assess the operating results of the Company and report to the Executive Committees, Audit Committee, and Board of Directors.
- Consider and make decisions related to any normal business transaction of the Company in accordance with the investment or budget approved by the Board of Directors. Such amounts for each transaction must be in accordance with the delegation of authority approved by the Board of Directors, but not exceeding the annual budget approved by the Board of Directors. This also includes entering into any related contracts.
- Consider and approve the operating expense in the ordinary course of business in accordance with the budget approved by the Board of Directors and the delegation of authority approved by the Board of Directors.
- Determine organizational structures including appointment, hiring, transferring, determination of remuneration and bonus, and dismissal of employees up to the level of the Chief Executive Officer.
- Consider and approve rules, regulations, and notifications in order to ensure that the management is in line with the policies and for the benefit of the Company to create and maintain discipline within the organization.
- Have authority of sub-delegations or designate any person to perform a particular work on their behalf. Such sub-delegation of authority and/or assignment must be under the scope of the delegation of authority as per the given power of attorney and/or comply with the regulations, requirements, or orders specified by the Board of Directors.
- Have any authority or responsibilities as assigned by the Board of Directors or other sub-committees on a case-by-case basis

However, any matter which the Chief Executive Officer or a grantee may have a stake in, receive benefit, or have conflict of interest between himself. Any related person or interested person as one party and the Company or its subsidiaries or other related companies as the other party (as defined in the notification of the SEC and/or SET and/or other relevant authorities), the Chief Executive Officer shall not have an authority to approve such matters and such matters shall be proposed to the Board of Directors' meeting and/or the Shareholders' meeting (as the case may be) for consideration and approval, except for normal business transactions that are in accordance with the notifications of the SEC and/or the Stock Exchange of Thailand and/or other relevant notifications.

■ Criteria and procedure regarding the appointment of Directors and Chief Executive Officer

In the case where a director or chief executive officer position becomes vacant, the Company has a structured, transparent, screening process for nomination criteria. That is, the Nomination and Remuneration Committee are responsible to select individuals by considering their qualification, knowledge, profession, experience, and necessary skills needed among the Board of Directors dedicate and commit time to perform their responsibilities, not having any prohibited characteristics as specified by law or good corporate governance regardless of gender. The list of nominees may be selected from the Directors' Pool which will create diversity on the structure of the Board of Directors. The Company also developed the Board Skill Matrix to specify the qualifications of directors by taking the Company's strategies and necessary skills that are missing into account, for example; if the Company has a new business strategy to expand into a new type of business, director candidates shall possess the knowledge and experience regarding the new business type to which the Company will expand.

■ Orientation of New Directors

The Board of Directors provides an orientation to all new directors to ensure understanding of the Company's business as well as their duties, roles, and responsibilities. The Board of Directors also has a policy to encourage a continuous training program to enhance knowledge of the directors in respect of corporate governance, industrial situations, new technologies, and innovation so that they can efficiently perform their duties as soon as possible. The Company Secretary is responsible to coordinate on the following matters:

- 1) Basics to know: Business Structure and scope of roles and responsibilities of directors.
- 2) Business introductions and nature of the Company's business.
- 3) Arrange a meeting with the Chairman of the Board of Directors and the Chief Executive Officer in order to obtain more details on the Company's operation.

■ Board of Directors' Meeting

The Company establishes the rules regarding the Board of Directors' meeting as follows:

- At least 7 of the Board of Directors' meetings per year are tentatively set in advance and each director will be informed of such scheduled meetings prior to the time and date set.
- Meeting dates and times are set in advance for the year and the directors are notified in advance of the meeting dates and times. Meeting agendas and relevant documents are prepared beforehand and for each meeting.
- No less than two-thirds of the total Board are required to attend the meeting to make a quorum. The quorum for voting at a Board of Directors meeting requires of no less than two thirds of the total number of directors. The Chairman of the meeting is responsible for sufficiently allocating time for each agenda. An open opportunity is provided for all directors to openly discuss and give their suggestions while taking the benefit of shareholders into consideration. The Company provides opportunity for the management to propose issues that are relevant in the meeting agenda.
- Meeting agendas which the Chairman of the Board of Directors and Chief Executive Officer jointly consider are determined in advance. The company secretary is responsible to ensure that all directors obtain the meeting documents prior to the meeting to allow sufficient time for the directors to study the information and consider the agendas for voting.
- The company secretary is responsible to send meeting invitations together with meeting agendas and related documents to Directors at least 7 days in advance of the Board meeting date, with exception to urgent matters. For this purpose, the related documents will contain summaries of key points regarding the meeting agendas.
- Allocate sufficient time for management to propose topics and for directors to debate important matters thoroughly. Encourage directors to exercise independent judgement before summarizing all opinions from the meeting.
- As for the voting, a director who has interests in any matter shall not be entitled to vote on such matters. In the case of connected transactions, a director who has interests must not be in the meeting during the consideration of such agendas.
- The company secretary shall prepare the meeting minutes and propose them to all directors for their consideration and the Chairman of the Board of Directors for review within 7 days from the meeting date. The company arranges to record minutes of the meeting in writing. The minutes of each meeting must be endorsed and kept as evidence at the Company's office for the Board and all relevant parties to review or examine.
- Non-Executive Directors will have a meeting, at least once a year to discuss and exchange opinions as well as review issues of special interest or concern related to the Company's activities. In the year 2019, the meeting was held on 12 December 2019.

Attendance of the Board of Directors and Committees in 2019

Name - Surname	AGM 2019	Board of Directors	Audit Committee	NC ¹ Committee	CG ² Committee	Executive Committee	Risk Committee
1. Mr. Mangkorn Dhanasarnsilp	1/1	8/8	4/4		2/2		
2. Mr. Vichate Tantiwanich	1/1	8/8	4/4	2/2	2/2		
3. Mr. Vichaya Chatikavanij	1/1	8/8	4/4	2/2			
4. Mr. Somboon Prasitjutrakul	1/1	8/8		2/2			
5. Mr. Charvanin Bunditkitsada	1/1	8/8				10/11	
6. Ms. Amrapharn Bunditkitsada	1/1	7/8					
7. Mr. Jitchai Nimitpanya	1/1	8/8			2/2	11/11	3/3
8. Mrs. Achara Nimitpanya	1/1	8/8				9/11	1/3
9. Mr. Tanate Piriyothinkul	1/1	8/8				8/11	2/3
10. Mr. Wichu Sangkorntanakij						11/11	3/3
11. Mr. Nattapume Pavaratn						10/11	2/3
12. Dr. Eakapong Tungsisanguan						11/11	3/3
13. Mrs. Apinya Anekthanasarn							3/3

Note: 1. Nomination and Compensation Committee

2. Corporate Governance Committee

■ Remuneration of directors and executives

The Board of Directors assigns the Nomination and Remuneration Committee to consider and determine remuneration for the Board of Directors and sub-committees. Such remuneration will be appropriately considered that it shall not be excessive and shall be appealing enough to attract and retain quality directors and executives. The Company considers experience, duties, and responsibilities by comparing with other companies in the same industry. In this regard, remuneration of directors shall be approved by the Shareholders' meeting. As for remuneration of management, it shall be considered in accordance with the Company's policy as stipulated by the Board of Directors by taking duties, responsibilities, individual performance, and the Company's performance into consideration.

■ Performance Assessment of the Board of Directors

The Company has a policy for the Board of Directors to conduct self-assessments once a year in order for the Board of Directors consideration and reviews their performance, issues, and obstacles during the past year to further improve their efficiency. In this regard, the company secretary will summarize the assessment and propose the assessment results to the Board of Directors for their consideration and action to improve the efficiency of business operation.

In 2019, two appraisal forms (Collective Performance Appraisal Form, and Individual Performance Appraisal Form) were provided to each Director for his or her performance self-appraisal. After assessment completion, the Director would return them to the Company Secretary. The Secretary then would compile, conclude, and submit the appraisal output to the Board in the next Board meeting for the operation effectiveness improvement. The performance assessment areas and rating scale are designed according to The StockExchange of Thailand Good Governance Principles, as follows:

1. Collective Performance Appraisal Form consists of 4 areas:
 - 1) Structure and qualifications of the Board
 - 2) Board Meetings
 - 3) Roles, duties and responsibilities of the Board.
 - 4) Other matters: Relations between the directors and management and development of directors
2. Individual Performance Appraisal Form consists of 3 areas:
 - 1) Structure and qualifications of the Board
 - 2) Board Meetings
 - 3) Roles, duties and responsibilities of the Board.
3. Performance Ratings Scale
 - Above 85% = Exceptional
 - Above 75% = Exceeds expectations
 - Above 65% = Meet Expectation
 - Above 50% = Minimally Meet Expectation
 - 50% and below = Improvement needed

At the first 2020 Board of Directors Meeting, on February 28, 2020, the Board received the Exceptional Level from both performance assessments.

■ Performance Assessment of the Chief Executive Officer

The Nomination and Remuneration Committee will conduct the annual performance evaluation of the Chief Executive Officer once a year and inform the Board of Directors of such evaluation results.

The Board of Directors Meeting No. 8/2019 held on 12 December 2019, acknowledged the evaluation results of the annual performance of the Chief Executive Officer which has been approved by the Nomination and Compensation Committee that reporting financial performance and other performance results according to the evaluation guidelines of the Stock Exchange of Thailand and bring to improve to suit the company's business which has evaluation topics such as Leadership, Strategy Formation, Strategy Compliance, Financial Planning and Practice, Board Relations, External Relations, Administration and Personnel Relations, Succession, Product and Service Knowledge , Personal features, Corporate governance, Sustainable management and development, key strengths that the Chief Executive Officer should maintain and issues that should be developed in the next year.

■ Performance Assessment of Other Committees

The Company has a policy for the other sub-committees to conduct self-assessments once a year for the other sub-committees consideration and reviews their performance, issues, and obstacles during the past year to further improve their efficiency. In this regard, the company secretary will summarize the assessment and propose the assessment results to the Board of Directors for their consideration and action to improve the efficiency of business operation.

In 2019, the Collective Performance Appraisal Form was provided to each member of the Audit Committee, Nomination and Compensation Committee, Corporate Governance Committee and Executive Committee for his or her performance appraisal. After assessment completion, the members would return the form to the Committee Secretaries. The Secretaries shall compile, conclude, and submit the appraisal output to the Board in the next Board meeting for the operation effectiveness improvement. The performance assessment areas and rating scale are designed according to The Stock Exchange of Thailand Good Governance Principles, as follows:

1. Collective Performance Appraisal Form consists of 3 areas:
 - 1) Structure and qualifications of the Committee
 - 2) Roles, duties and responsibilities of the Committee.
 - 3) Committee Meetings

2. Performance Ratings Scale

- Above 85% = Exceptional
- Above 75% = Exceeds expectations
- Above 65% = Meet Expectation
- Above 50% = Minimally Meet Expectation
- 50% and below = Improvement needed

At the first 2020 Board of Directors Meeting, on February 28, 2020 Audit Committee, Nomination and Compensation Committee, Corporate Governance Committee and Executive Committee achieved the Exceptional Level from the performance assessment.

The Risk Committee receives self-assessment exemption with the reason that the Committee members itself are also members of the Directors, not of the Subcommittees. As a result, the number of the Directors' votes will always be less than half of the total Risk Committee members' votes.

■ Development of the Directors and Executives

The Company encourages the Board of Directors and senior executives to attend seminars that are beneficial to their duties. At minimum, the seminars that the directors should attend are the courses organized by the Institute of Directors of Thailand (IOD) which include Directors Certification Program (DCP), the Directors Accreditation Program (DAP), the Audit Committee Program (ACP) or by other related regulatory agencies. For this purpose, the Board of Directors assigns the company secretary to coordinate and inform directors of any seminars in order to implement this knowledge and experience to benefit the Company's development.

The details of training for directors and executives in the year 2019 are shown on the page [73]

■ Policy on Holding the Position of Director in Other Companies by the Chairman of the Executive Board and Managing Director

To be in line with the good corporate governance policy and recommended best practices of SET, the Board of Directors has set a policy to allow the board to have a maximum of five board seats in publicly listed companies.

Moreover, the Company allows Chief Executive Officers and/or top executives to hold board positions in other companies as necessary and so long as it does not affect their performance and responsibilities to the Company. However, any board position held in other firms by the company's managing director must be approved by the board.

■ Succession Plan

To ensure that the Company will continuously operate without any interruption, the Board of Directors placed importance on a succession plan of Chief Executive Officers and top executives. Therefore, the Company has created a succession plan that specifies selected successors to take on responsibilities. However, in the case that a successor is not determined, the Company has established an employee development plan for potential employees in a comparable level to take on a position as well as seek candidates externally. To build confidence in investors as well as our employees that the Company's operation will remain consistently, the Chief Executive Officer is responsible to report on the development and succession plan at least once a year. The policy regarding succession plan can be described as follows:

- 1) The Board of Directors has established a plan for development of management team's capabilities, i.e. the Chief Executive Officer and top executives, in order to complete the succession plan
- 2) The Nomination and Remuneration Committee considers and defines knowledge, competency, and experience required for each position in order to select an appropriate candidate to be a successor of each position.
- 3) The Chief Executive Officer evaluates knowledge and competency of the executives of other management whom may possess qualified competency in order to create individual development plan to reduce competency gap.
- 4) Assign the human resource department to monitor and follow up on training and skill development of selected successors for Chief Executive Officer and top executive positions.
- 5) The Chief Executive Officer will review and propose the succession plan to the Nomination and Remuneration Committee in order to report to the Board of Directors on an annual basis.

The Board of Directors Meeting No. 6/2019, on 10 October 2019, acknowledged the report of the succession plan of the Chief Executive Officer which has been approved by the Nomination and Compensation Committee.

■ Conflict of Interest

It is the Company's policy to conduct business with honesty, open-mindedness, transparency, and fairness. The Company forbids its directors, executives, and employees to compete with the Company, avoid making connected transactions related to them or people/entities that may cause conflicts of interest with Company. The Board ensures that the company strictly performs its duties according to the criteria, method, and disclosure of all connected transactions as specified by the law or the monitoring agency.

If it is necessary to undertake connected transactions, they must be in line with the general business conditions as specified and approved by the Board, based on transparency and fairness, as if the transactions were undertaken with other parties, taking into account the Company's maximum benefit. Stakeholders with conflicts of interest are forbidden to take part in the consideration of connected transactions. If the connected transactions are not in line with the general business conditions as specified and approved by the Board and may cause conflicts of interest, the transaction must be submitted to the Audit Committee for consideration before submitting them to the Board or shareholders for approval.

- The report on the interests of directors, executives, and related persons shall be made within 30 days starting from the date of appointment and on December 31st of every year. If, during the year directors, executives, or related persons make a decision to enter into any transaction or transaction of the Company or its subsidiaries, either directly or indirectly, such directors or executives are responsible to notify the Company by specifying details regarding the nature of the transaction, name of parties, and interests of directors or executives for transparency of entering into the transaction.
- Directors and executives are required to report their conflict of interests including their related persons that are relevant to the Company's operation according to the criteria and the procedures of the Securities and Exchange Commission. The company secretary has a duty to collect and report to the Chairman of the Board of Directors and the Chairman of Audit Committee for acknowledgement within 7 days from the date of receiving the report.
- As for the disclosure of strategic shareholders, the Company shall prepare Free Float or shares distribution of minority shareholders report. Minority shareholders are important for the company's trading liquidity. It helps to facilitate the company's shareholders and investors in trading securities with flexibility and appropriate price levels. Investing in the company's shares will thus be attractive and lead to smooth fundraising through the capital market.

■ Annual Report

The Board of Directors is responsible for the preparation of financial statements and other financial reports as they appear in the annual report. The said financial statements are prepared under the generally accepted accounting principles and by choosing an appropriate accounting policy with consistent practice including adequate disclosure of financial information in the notes. In this respect, the Board of Directors has appointed the Audit Committee to oversee and monitor the quality of financial reports and provide their opinions to the Board of Directors.

■ Appointment and Determination of Audit Fee

The Audit Committee will consider and select auditors based on a level of independence, knowledge, skills, experience, credentials, and qualification in accordance with notification of the Stock Exchange of Thailand. Also, the Audit Committees shall propose the selection of auditors as well as appropriate remuneration to the Board of Directors for consideration and proposal to the Shareholders' meeting.

At 2018 Shareholder Meeting, the shareholders approved upon the resolution of Dr. Kiatniyom Kuntisook, Dr. Suwatchai Meakhaamnouychai or Mr. Wonlop Vilaivaravit of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as the 2018 auditors for the Company and its subsidiary companies. The total auditing service fee for the Company (excluding for the subsidiary companies) shall be 1,875,000 baht (one million, and eight hundred and seventy five thousand baht). The auditors have been proved of no involvement in direct nor indirect conflicts of interest, of no status holding as creditors or debtors of any subsidiary company, executive, major shareholder or related party. The auditors, as independent auditors, hold SEC accredited qualifications and have no record of performing the duties (reviewing, examining, or commenting on the Company financial statements) for five consecutive accounting period.

Internal Control

The Company has an appropriate performance tracking and evaluation system, covering various aspects that are necessary in business operations; finance, accounting, operations, along with laws and regulations compliance. The company has established audit mechanisms that are efficient enough to protect the Company's properties. Also, the Company has set up a level of authority for approval, authority of executives and internal auditors which creates a system of check and balance. All work instructions are documented and there is an internal audit independently performed auditing to ensure compliance of every operational unit as well as evaluate the efficiency and the competence of the internal control process.

Thammanithi Audit Company Limited provided internal audit outsource services for the Company that Miss Korakoch Wanasawat is the head of Internal Audit of the Company from Thammanithi Audit Company Limited.

Compliance

The Board of Directors has assigned the Risk Management Committee to oversee the compliance aspect of the operation, whereby each division/department is assigned areas of responsibility e.g. legal department responsible for licenses and law compliance, company secretary responsible for compliance of regulation of the SET and SEC, and internal control department responsible for auditing other operational units to verify compliance with standards and related laws.

Supervision of Subsidiaries and Associated Companies

The Company runs a logistics business and holds shares in subsidiary companies along with affiliated companies whose objectives are to run a logistics business in the same manner as that of the main business of the Company or similar businesses or businesses which support the business of the Company in order to facilitate the Company in generating better operating performance or gaining higher profits or investing in synergy businesses to maintain the benefits of the investment funds of the Company. The Company has also specified measures for management monitoring details of which are as follows:

a) Management Structure of Subsidiary and Affiliated Companies

The Company shall send experienced and qualified representatives to the businesses as directors or executives of subsidiary and affiliated companies unless limited by the law. The purpose is to assign such persons to perform their duties in specifying important policies to manage and supervise the business operations of such subsidiary or affiliated companies as assigned by the Board of Directors in accordance with all related laws.

b) Proxy Voting by the Company's Representatives in the Shareholders' Meeting of Subsidiary and Affiliated Companies

The representatives of the Company in subsidiary and the affiliated companies shall use discretion when casting votes in the Board of Directors' Meeting and/or the Shareholders' Meeting of such subsidiary and affiliated companies in accordance with the resolutions of the Directors' Meeting and/or the Shareholders' Meeting of the companies which approves such issues.

c) Transactions of the Directors, the Executives, or Individuals who are related to Subsidiary Companies

The directors, the executives, or individuals who are related to subsidiary companies shall make transactions with the subsidiary companies only when such transactions have been approved by the Board of Directors or the Shareholders' Meeting of the Company according to the calculated transaction size in accordance with the Notification of Connected Transactions, except for

transactions which are commercial agreements in the same manner as that a reasonable person would have done with partners of contract in the same circumstances, with commercial negotiation power and without influence from being a director, executive, or related person as the case may be. Those transactions shall be the commercial agreements which have been approved by the Board of Directors of the Company or shall be in accordance with the principles approved by the Board of Directors.

d) Subsidiary Companies' Information Disclosure

- The subsidiary companies shall perform the duties of disclosing the information of financial positions and operating performance, and transactions between the subsidiary companies and connected persons, acquired or disposed assets, or other important transactions of the subsidiary companies with accuracy and completeness, using the principles related to the disclosure and transactions in the same manner as that of the principles of the Company.
- The subsidiary companies shall report business operation plans, business expansion plans, large investment projects, and co-investments with other operators to the Company through the monthly operating report. The Company has the right to call upon the subsidiary companies to clarify or send documents for consideration and the subsidiary companies shall strictly and immediately follow these orders. In the case where the Company finds issues of significant importance, the Company may notify the subsidiary companies for clarification and/or demonstration of evidence to clarify such issues in doubt.

■ Roles and Responsibilities of the Company Secretary

The Company secretary has been appointed by the Board of Directors and has responsibilities as follows:

- Provide initial advice to directors on the conduct of business in accordance with applicable laws and requirements as well as the Company's rules and regulations, and monitor their operations to ensure accuracy and consistency.
- Supervise on the assigned information disclosed and dissemination that falls under his/her responsibility to ensure compliance with all rules and regulations set by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).
- Manage and file the following documents:
 - Register of directors
 - Invitation letter to the Board of Directors' Meeting and minutes of the Board of Directors' Meeting
 - Invitation letter to shareholders' meeting(s) and minutes of shareholders' meeting(s)
 - The Company's annual report
 - Reports of conflict of interest of directors and executives

6. Code of Conduct

The Board of Directors conducts business with adherence to integrity and fairness by establishing regulations regarding the code of conduct of the business in order to guide the function of the Board, management teams and employees to work with care and honesty along with adherence to business ethics and other laws and regulations. The Board of Directors arranges mechanisms to prevent any business conflict of interests to effectively and efficiently achieve the Company's mission. In this regard, the Company encourages all directors, executives, and employees to study and strictly follow the code of conduct. Besides direct internal communication to the employees regarding the Handbook, the external stakeholders including shareholders, investors, and interested parties have access the Handbook via the Company's website.

7. Other Policies related to Good Corporate Governance Policies

If the Board of Directors views that there are other policies that will enhance the good corporate governance of the Company other than those described in this document, the Board of Directors shall consider and approve such policies and publicize the information for all Shareholders and investors through the Company's website.

8. Anti-Corruption Policy and Practice

Since the Company emphasizes on business operation with good corporate governance under the concept of integrity and transparency, the Board of Directors has issued the Anti-Corruption Policy as guidelines for Directors, Executives, employees and workers to prevent any kind of corruptions that could bring in either direct or indirect benefit to themselves, their family members, friends, or acquaintances. To keep it up-to-date, the policy will be annually reviewed.

■ Scope of the Policy

- The policy is enforced on all Company's Directors, Executives, employees and workers.
- The policy is also applied to all franchisees or entities to whom the Company has granted the power of attorney.

■ Authority and Responsibility

- The Board of Directors has a duty to view and approve the Anti-Corruption Policy, and delegate the Management Team to implement the policy into practice.
- The Audit Committee has a duty to re-examine the Company's Internal Control System Report, and assess the potential risk of corruption reported by the Internal Control. The Committee is to assure the Company that the system could minimize the corruption possibility, protect financial security and business operation, and is suitable for the Company's business model.

- The Chief Executive Officer and the Management Team are responsible for policy implementation to a real practice by employees and involved sectors, through communication channels. They will also revise the Anti-Corruption Policy to accommodate the up-to-date business and legal changes, and then propose to the Committee.

- The Internal Auditor has a duty to follow the Internal Audit Plan, and submit the Internal Control System and Corruption Risk Assessment Report to the Audit Committee. The Auditor will also take care of the corruption investigation assigned by the Committee.

■ Policy and Practice

All Directors, Executives, employees and workers of the Company shall comply with the Anti-Corruption Policy strictly to prevent either direct or indirect corruption involvement as follows.

- All Directors, Executives, employees, and workers shall not involve in any kind of bribery from stakeholders directly or indirectly for illegal gain, nor any kind of gratuity from trade partners and subsidiaries. Receiving or giving gifts or gratuities, and hosting a reception shall be complied with the Company's code of conduct.
- Monetary gifts or asset donation shall be done under the Company's name to foundations, educational institutes, charities, temples, hospitals, health facilities, or public service organizations only. All donations shall be complied with the Company's regulations and followed by donation receipts.

■ Corruption Whistle Blowing

When detecting or witnessing any form of actions indicating corruption or alleged wrongdoing which could affect the company directly or indirectly as a result, an individual shall not ignore or take no action, but shall inform the Audit Committee or the Chief Executive Officer immediately through the following channels:

- Secretary of Audit Committee by e-mail at eakapong@jwd-logistics.com, or Company Secretary by e-mail at nattapume@jwd-logistics.com.
- Executive Committee and Chief Executive Officer E-mails at charvanin@jwd-logistics.com, or CEO Talk suggestion box.
- Company Public Relation email at pr@jwd-logistics.com.

Confidentiality Protection

In order to protect whistle blowers and information providers, all their personal information will be secured as absolute confidentiality. Only the authorized investigation personnel could have the information access permission.

The Audit Committee and/or the Chief Executive Officer will have full authority to protect whistle blowers, complainants, witnesses, and information providers, and assure them of their safety, trouble-free, and righteousness.

All the investigation team members shall treat all the information, complaints, and evidence given by the whistle blowers and the information providers as absolute confidentiality. Information disclosure shall be done only upon legal requests and regulations.

Investigation and Punishment Procedures

- When getting informed about an indication of corruption possibility, the Audit Committee and/or the Chief Executive Officer will thoroughly study the information, and investigate the case by themselves, or delegate a representative (an Executive) to carry out the investigation.
- During the investigation period, the Audit Committee and/or the Chief Executive Officer will assign a delegate (an Executive) to report the investigation progress to the whistle blowers and the information providers.
- If the investigation concludes the corruption allegation is legitimate based upon the information or evidence, the Company will inform the alleged individual the accusation, and give him the right to defend himself by submitting any information or evidence to encounter the accusation and prove himself innocent.
- If all the evidence proves that he is guilty of corruption, his wrongdoing is considered to be against the Company's Anti-Corruption Policy and business ethics. Therefore, his punishment shall be according to the Company's regulations, and to the law if any illegal conduct is involved.

Internal Audit and Risk Management

Risk Management

The Company has designated the Risk Committee to monitor and manage risks that possibly affect the business operation, into an acceptable level. The Committee consists of Deputy Chief of Executive Officer, acting as the Chief Committee, and the Executives, as Committee members, performing the following duties.

1. Set the Corporate Risk Control Policy, corresponding to the business operation direction and accredited international standards, to focus on strategy, operation, finance, and regulation compliance. Now, The Company set 3 types of risk to focus on social, environment and technology to cover the risks associated with business operation even more.
2. Identify, analyze, and assess essential corporate risks, to generate Corporate Risk Profile, and Key Risk Indicators for future risk prediction and effective management.
3. Monitor and review the risks quarterly to synchronize them with fast business operation changes, and to maintain the risks in the acceptable level.
4. Report the risk calculation and conclusion to the Board and the Executives.

Internal Audit

The Board has assigned the Audit Committee to examine and review the suitability and effectiveness of the internal control process. This is to ensure the Group's internal control process is appropriate, sufficient and fully compliant with internal control principles of COSO (The Committee of Sponsoring Organisation of the Treadway Commission) that includes management control, operational control, accounting and financial control, and compliance control.

In the 1/2020 meeting of the Company's Audit Committee on 28 February 2020 and the 1/2020 meeting of the Board on 28 February 2020, both have evaluated the sufficiency of the Company's internal control process. Also, the Company's subsidiaries have employed the sufficiency evaluation form to gauge that internal control process (which includes risk management) and asked the management for more information in order to assess the Company's overall internal control system in different areas as follows:

1. Control Environment
2. Risk Assessment
3. Control Activities
4. Information and Communications
5. Monitoring Activities

The Audit Committee and the Board pointed out that the Company had an internal control system in place and a sufficient number of staff to efficiently operate in compliance with the internal control system and be able to monitor and supervise operations of its subsidiaries. This enables the Company to prevent member of the Board and management from taking advantage of assets/resources belonging to the Company itself, or its subsidiaries, in an unlawful or unauthorized manner. For other aspects, the Board agreed that the Company had sufficient and appropriate internal control as well.

Control Environment

- Integrity and ethical values have been the core of the Company business operation. The Company has established corporate environment for integrity implementation through organizational structure, scope of authority and responsibility, the Business Ethics Handbook, and the Anti-corruption Policy. The integrity implementation channels are through new employee orientations, and the Company website.
- The Board of Directors, with their knowledge and expertise in business and management, will oversee and develop the Internal Control, and set clear and measurable business strategies.
- The Executives are responsible for designing hierarchical arrangement of lines of authority, and communications of the Company. The organizational structure determines how the roles, power and responsibilities are assigned, controlled, and coordinated among the Board, Executives, managers and employees.
- The Company has established employee retention procedures to retain key employees, recruit qualified employees, and plan for prominent position succession.
- Directors and Executives will implement every communication channel and technique to encourage all employees to take their responsibilities in internal control, and revise any operation procedure if needed.

The Audit Committee concluded the Company Internal Control System accomplished its goal and transparency expectation, in the sufficient and acceptable level.

Risk Assessment

- The Risk Committee is assigned to set Risk Management Policy, and risk assessment procedures, and to monitor factors or incidents that possibly have impacts toward the business operation. The risk assessment conclusion will be quarterly reported to the Board.
- The Risk Committee, as a representative of the unit actually encountering the risk (Risk Owner), will supervise the implementation of the Internal Control System and of the Risk Management Plan.
- The Risk Prevention Measure and Operation Plan consists of these four steps: acceptance, reduction, avoidance, and share.

- Conflicts of interest or possibility of corruption will be confirmed by internal and external investigations. The evidence and information from the investigations will be re-examined by a cross functional team. If the conflicts of interest or the corruption are proved, the disciplinary action according to the Human Resource Regulations will be followed.

The Audit Committee concluded the risk factor assessment and risk analysis were in the sufficient and acceptable level.

Control Activities

- The Operation Control System has been established to prevent a risk of unaccomplished objectives or goals.
- Scope, division and hierarchy of responsibilities and authorities have been stated clearly in the Policy and Operation Regulations, for financial operation, procurement, general administration, and business approval.
- The Internal Control System has been implemented in the organizational and the unit levels. The Corporate Operation Procedures has been included for the overall organization operation, whereas the Procedures and the Control Risk Self-Assessment has been applied in every unit operation.
- The Information Access Control Policy has been issued to prevent any unauthorized access to business operation information.
- The Access Control has been included in every operating system, and the Disaster Recovery Plan (DRP) has also been designed for handling information system crisis.
- Financial transactions performed by major shareholders, Directors, Executives, and affiliated entity will be monitored according to the Internal Control procedures.
- The persons designated by the Company to hold the positions as Directors or Executives of subsidiary companies and affiliated companies, will oversee and monitor the business operation of the companies.

The Audit Committee concluded the Operation Control System was in the sufficient and acceptable level in preventing the risk of unaccomplished objectives or goals.

Information and Communication

- Information used for essential topic discussion in the meetings shall contain with correct, current, and sufficient detail.
- Information from both internal and external resources shall be accumulated and presented for analysis and decision making. Information validity and appropriateness shall be assured prior to the information use.
- Related document and information shall be accompanied with the meeting invitation letter to the Board and Sub-committee members at least 5 days before the meeting for their review and consideration. After the meeting, the meeting minutes will be made as permanent record of the topics considered, conclusions reached, actions taken, and assignments given, for their performance appraisal.
- The accounting shall be conducted according to the Generally Accepted Accounting Principles, and the documents shall be placed in consecutive order for future reference.
- Communication procedures and channels are sufficiently provided for effective operation control and for reporting to the Board on a regular basis.
Both internal and external illegal conduct shall be notified to the Board and the Committees via the Company website,

The Audit Committee concluded the Information Management System was in the acceptable level. The system contained sufficient, accurate, and appropriate information, effectively supporting decision making by Directors, Executives, and shareholders. In addition, the procedures and channels for internal and external communication supported the Company operation control.

Monitoring Activities

- The Internal Audit System has been regularly monitored and evaluated, by means of operation analysis, reports, and meetings, to be certain that the system operation is effective and meets the set objectives and goals.
- Internal Auditors shall have full authority and independence in performing their duties, and submitting the auditing report to the Audit Committee directly.

Any incident or doubt of possible abuse of entrusted power for private gain, of violation of the law, or of misconduct, that will significantly affect the reputations or the financial security of the Company, shall be immediately reported to the Board and the Audit Committee.

The Audit Committee concluded the monitoring system and the Internal Control System was in the good level. The Internal Auditors performed their tasks professionally, the Internal Control System was considered to be sufficient, and the reporting to the Committee had been done on regular basis.

Dr. Kiatniyom Kuntisook -- the certified auditor with the certificate registration number 4800, of Deloitte Touche Tohmatsu Jaiyos Audit Co.,Ltd. -- assigned as the Company auditor till December 31, 2019, received the performance appraisal from the Securities and Exchange Commission, Thailand for flawless auditing completion.

Head of Internal Audit

- Thammanithi Audit Company Limited will provide internal audit outsource services for the Company. More biographical information about Miss Korakoch Wanawat, the Head of Internal Audit from Thammanithi Audit Company Limited.

■ Related Transactions

The Necessity and Rationality of Related Transactions

In 2019, JWD Infologistics Public Company Limited and its subsidiaries (The Company) had transactions with related persons and business organizations as mentioned in No. 5 of the audited Notes to 2019 Financial Statement. The authorized auditor has summarized transactions with related persons and business organizations that related transactions of the Company and its subsidiaries with persons and legal entities, who may have a conflict of interest, are destined to enable the Company's usual business operations, and meet normal trade conditions in the same manner as a person of ordinary prudence should do with contract parties in general in the same situation, with trade bargaining power without the influence that the other side of contract parties is the person who may have a conflict of interest (arm's length basis) and without the transmission of benefits between the Company and its subsidiaries and the person who may have a conflict of interest. This is for any transaction that is significant and must be in compliance with the regulations defined by the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The transaction has been reviewed by the Audit Committee whose comments confirm the transaction's rationality and advantages to the Company.

Measures and Steps of Approving Related Transactions

As a listed company in the Stock Exchange of Thailand, JWD Infologistics Public Company Limited has a goal to operate for the maximum benefit of shareholders, with a policy to provide adequate information to investors and comply with rules and regulations, requirements and laws in the country where the Company operates. To ensure transparency of related transactions between the Group and related persons or entities, while reducing possible conflict of interest and operating in accordance with good corporate governance principles, and be fully compliant with laws, rules and regulations, and requirements specified by relevant governing agencies such as the Stock

Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission (SEC), in a way that provides investors with adequate information enabling them to use their discretion in making an investment decision, the Company has therefore set guidelines for doing transactions between the Group and related persons or entities, which can be the criteria for considering to conduct a transaction. Details are as follows:

For any related transaction of the Company and its subsidiaries with a person who may have a conflict of interest, the Company will consider conducting the transaction in the same manner as with a person outside the organization (arm's length basis) for the maximum benefit of the Company. It is also required that trade conditions must be priceable and fair, and must not allow for the transmission of benefits. In the event that it is unclear whether or not interrelated prices are associated with the arm's length basis, the transaction should be submitted to the Audit Committee for further discussion and approval before conducting the transaction.

The Company has authorized members of the management team to approve financial limits hierarchically. Authorization of the persons who have the right to approve will be based on financial limits specified. However, the Company prohibits any member of the Board and Management, who is affiliated or may have personal conflict of interest, from approving related transactions in which he/she is affiliated. Also, any member of the Board who is affiliated in the agreement to execute any related transaction must not attend the meeting and vote at that meeting. The Audit Committee is responsible for reviewing interrelated transactions between companies or its subsidiaries and any connected persons, and must perform in accordance with rules and regulations set by the Stock Exchange of Thailand (SET). However, interrelated transactions between companies at which persons who may have a conflict of interest hold less than 10% share will not be examined by the Audit Committee, which corresponds to the SET announcement on the Disclosure of the Execution of Interrelated Transactions of Listed Companies.

The related transactions can be executed in normal course of business because of the fact that they are usual trade practices, and in accordance with normal trade conditions and the same manner as dealt with external customers in general in normal situations. In addition, price or remuneration must be in a limit that is approved in accordance with the Company's financial procedures and always under the reconsideration of vendor selection process to ensure that the Company has provided opportunities to entrepreneurs outside the Group, who may offer more benefits to the Company and can be an external source for the comparison of prices and trade conditions.

The Company discloses information about related transactions by adhering to guidelines set in Thailand Accounting Standards, Issue 24th (last updated in 2009), on the Disclosure of Information about Related Persons or Entities, and in accordance with rules and regulations set by the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Legal and Compliance Department and the Accounting Department will submit related transactions or transactions that may have conflict of interest occurred to the Audit Committee for further review and comment on the necessity and rationality of each transaction whether or not it is destined to give the maximum benefit to the Company before reporting to the Board. Additionally, the Accounting Department will submit records of related transactions on monthly basis in accordance with rules and regulations set by the Stock Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission (SEC).

Policy and Trend of Future Related Transactions

In the future the Company may need to execute related transactions, which are usual and unusual trade and business practices. In doing these, it is required to be in compliance with rational price conditions and ensure maximum benefit to the Company. The Company will comply with laws on stocks and stock exchange, as well as rules and regulations, announcements, orders or requirements set by the Stock Exchange of Thailand (SET), and act in accordance with requirements and guidelines concerning disclosure of information about related transactions, acquisition or disposal of important assets of the listed company and its subsidiaries. The Company will disclose related transactions in the Notes to Financial Statement which has been audited by the Company's auditor.

Related Transactions

Related transactions between the Company and its subsidiaries with whom may have a conflict of interest for the fiscal year ended 31 December 2018 and the fiscal year ended 31 December 2019

Person/ legal entity who may have a conflict of interest	Details of Relationship	Specifications of related transactions
SBANG Sustainable Energies Co.,Ltd.	<ul style="list-style-type: none"> SBANG Sustainable Energies Co.,Ltd. are held by persons who may have a conflict of interest with the Company as follows: <ul style="list-style-type: none"> Mr. Charvanin Bunditkitsada (26.670% shareholding) Mr. Charvanin Bunditkitsada <ul style="list-style-type: none"> 20.914% shareholding in the Company as of 31 December 2019 (The Bunditkitsada Family has 46.366% shareholding in the Company) Member of the BOD who has the authority to sign on behalf of the Company, executive and the major shareholder. Son of Mrs. Pimonthip Bunditkitsada, one of the Company's major shareholders and the younger brother of Ms. Amrapharn Bunditkitsada, a director who has the authority to sign on behalf of the Company and member of the Company's management 	Transactions with JWD <ul style="list-style-type: none"> Short-term loans Interest income Other Receivables
Community biomass energy Co.,Ltd.	<ul style="list-style-type: none"> Community biomass energy Co.,Ltd. are held indirect by persons who may have a conflict of interest with the Company as follows: <ul style="list-style-type: none"> Mr. Charvanin Bunditkitsada holds 26.670% of shares in SBANG Sustainable Energies Co.,Ltd. (Parent company) 	Transactions with JWD <ul style="list-style-type: none"> Short-term loans Interest income Other Receivables

	Amount (Thousand Baht)		Necessity and Reason	Comment of Auditing Committee
	Fiscal year ended 31 December 2018	Fiscal year ended 31 December 2019		
	222,340.0 14,703.6 14,703.6	– 10,607.2 –	<p>▼ Mr. Charvanin Bunditkitsada invested in SBANG Sustainable Energies Company Limited on 13 December 2018 after JWD decided not to invest in this company. This short-term loan is due to the existing convertible loan agreement since the year 2017 and the outstanding loan as at 31 December 2018, totaling THB 222,340,000, and at 31 December 2019, totaling THB 0, which has already been paid the debt in 2019.</p>	<p>▼ This transaction represents financial supporting to SBANG Sustainable Energies Co.,Ltd, which was previously considered the possibilities of investing in energy business and comply with planned to be repaid in 2019.</p>
	173,000.0 11,548.9 6,927.4	63,000.0 11,110.7 18,038.1	<p>▼ Mr. Charvanin Bunditkitsada invested in SBANG Sustainable Energies Company Limited (Parent company of Community biomass energy Co.,Ltd.) on 13 December 2018 after JWD decided not to invest in this company. This short-term loan is due to the existing convertible loan agreement since the year 2017 and the outstanding loan as at 31 December 2018, totaling THB 173,000,000, and at 31 December 2019, totaling THB 63,000,000, which has already been paid the debt in the February 2020.</p>	<p>▼ This transaction represents financial supporting Community biomass energy Co.,Ltd. which was previously considered the possibilities of investing in energy business, so the company decided to support by convertible loan. However, when the company didn't decide to invest in energy business, so such convertible loan will be recalled within February 2020 as repayment schedule with provided interest rate same as market rate and have to report the progress of collection.</p>

Related Transactions

Person/ legal entity who may have a conflict of interest	Details of Relationship	Specifications of related transactions
Chocksamut Marine Co. Ltd.	<ul style="list-style-type: none"> Shares of Chocksamut Marine Co. Ltd. are held by persons who may have a conflict of interest with the Company as follows: <ul style="list-style-type: none"> Mr. Jitchai Nimitpanya (30.00% shareholding) Mrs. Achara Nimitpanya (30.00% shareholding) Mr. Jitchai Nimitpanya and Mrs. Achara Nimitpanya are member of the Board of Directors who have the authority to sign on behalf of Chocksamut Marine Co. Ltd. Mr. Jitchai Nimitpanya <ul style="list-style-type: none"> 9.434 % shareholding in the company as of 31 December 2019 Member of the board of directors who have the authority to sign on behalf of the company and member of the company's management Spouse of Mrs. Achara Nimitpanya, who is a member of the board of directors who have the authority to sign on behalf of the company and executive director Mrs. Achara Nimitpanya <ul style="list-style-type: none"> 6.953% shareholding in the company as of 31 December 2019 Member of the board of directors who have the authority to sign on behalf of the company and the company's executive director Spouse of Mr. Jitchai Nimitpanya who is a member of the board of directors who have the authority to sign on behalf of the company and member of the company's management 	Transactions with PCS <ul style="list-style-type: none"> Revenues from warehousing service Trade debtors who have to pay for warehousing Service cost Trade payable
		Transactions with PLP <ul style="list-style-type: none"> Revenues from transportation services Trade debtors who have to pay for transportation services
		Transactions with JPAC <ul style="list-style-type: none"> Audit expense Debtor for audit fee
		Transactions with JPKCS <ul style="list-style-type: none"> Rent Service Cost
		Transactions with DTS <ul style="list-style-type: none"> Revenue from document storage Account receivable

	Amount (Thousand Baht)		Necessity and Reason	Comment of Auditing Committee
	Fiscal year ended 31 December 2018	Fiscal year ended 31 December 2019		
g service	8,615.2 1,027.4 11.0 11.8	7,585.1 606.0 137.2 -	<ul style="list-style-type: none"> PCS offers temperature controlled warehousing service and provides freezing facility to Chocksamut Marine Co. Ltd. Freezing service fees are comparable to those offered to other customers (in reference to the market price) Chocksamut Marine Co. Ltd. Offers repack to PCS. Repack service fees are comparable to those offered to other customers (in reference to the market price) 	<ul style="list-style-type: none"> The company's routine transactions Conditions and pricing between both parties are reasonable, with pricing being in reference to the market price.
ion	337.0 45.3	296.2 30.0	<ul style="list-style-type: none"> PLP provides transportation services to Chocksamut Marine Co. Ltd. Transportation service fees are comparable to those offered to other customers (in reference to the market price). 	<ul style="list-style-type: none"> The company's routine transactions Conditions and pricing between both parties are reasonable, with pricing being in reference to the market price
	452.7 86.9	439.4 89.0	<ul style="list-style-type: none"> Chocksamut Marine Company Limited paid to JPAC for microorganism tests on cheese products. Laboratory test fees are similar to those paid to other companies (in reference to the market price). 	<ul style="list-style-type: none"> The company's routine Transactions Conditions and pricing between both parties are reasonable, with pricing
	- 83.7	60.0 -	<ul style="list-style-type: none"> JPKCS rent Vacuum Plastic Seal from Chocksamut Marine Co. Ltd. for additional service per once. 	<ul style="list-style-type: none"> The company's assets or service transaction. Conditions and pricing between both parties are reasonable, with pricing being in reference to the market price.
	36.0 3.7	48.0 4.8	<ul style="list-style-type: none"> DTS provides document storage services to Chokesamut Marine Company 	<ul style="list-style-type: none"> The company's assets or service transaction. Conditions and pricing between both parties are reasonable, with pricing being in reference to the market price.

Related Transactions

Person/ legal entity who may have a conflict of interest	Details of Relationship	Specifications of related transactions
<p>Winnergy (Thailand) Co.,Ltd. (The original name was Super K Power Co.,Ltd.)</p>	<ul style="list-style-type: none"> ▼ Winnergy (Thailand) Co.,Ltd. are held, as major shareholders, by persons who may have a conflict of interest with the Company. ▼ Mrs. Pimonthip Bunditkitsada has 8.89% shareholding in Winnergy (Thailand) Co.,Ltd. ▼ Mrs. Pimonthip Bunditkitsada <ul style="list-style-type: none"> - 12.626% shareholding in the Company as of 31 December 2019 (The Bunditkitsada Family has 46.366% shareholding in the Company) - Mother of Mr. Charvanin Bunditkitsada and Ms. Amrapharn Bunditkitsada, members of the Board of Directors who has the authority to sign on behalf of the Company and members of the Company's management 	<p>Transactions with ATL</p> <ul style="list-style-type: none"> • Expenses incurred by space rental • Trade payable • Other non-current assets deposit paid

Remark : ¹ New transaction in Q1/2019

² New transaction in Q3/2019

	Amount (Thousand Baht)		Necessity and Reason	Comment of Auditing Committee
	Fiscal year ended 31 December 2018	Fiscal year ended 31 December 2019		
	5,466.8	8,110.9	<ul style="list-style-type: none"> Winnery (Thailand) Co.,Ltd offers a rented space to ATL because ATL has not enough space to serve its customers. Pricing between both parties is reasonable, with pricing being in reference to the market price 	<ul style="list-style-type: none"> The Company's rent and lease of properties for a period not longer than 3 years Pricing between related entities is reasonable and consistent with the market price
	683.4	1,366.7		
	1,277.3	1,277.3		



Sustainability Report 2019

Index	Page
Overview Policy	120
About This Report	123
Stakeholder Engagement	125
1. Economics and Management	127
1.1 Management and Opportunity Creation	127
1.2 Social- and Environmental-Friendly Innovations – <i>DG TOTAL Upgrade Version 2019, an Innovative Total Solution for Dangerous Goods Management</i>	128
1.3 Responsibility to Customers	132
1.4 Supplier Management	132
2. Environmental Management	135
2.1 Efficient energy management	135
2.2 Efficient water resource management	137
2.3 Waste management	139
2.4 Measurement of environmental quality	140
2.5 Restoration of natural environments	141
2.6 Promotion of efficient resource consumption within organization	142
3. Employees	144
3.1 Diversity in labor and equally recruitment	145
3.2 Increase of Capabilities in Knowledge	146
3.3 Career Path	150
3.4 Succession Planning	150
3.5 JWD STARS CORE VALUES	151
3.6 Benefits and Employee Relation Activities	151
3.7 Safety and Health	158
4. Society and Community	161
4.1 Set Up JWD Dangerous Goods Port Safety Unit	161
4.2 Project to Use Calico from Ban Aom Rong Heeb Community to Wrap Pallets Instead of Film	167
4.3 Other Social and Community Activities	168
GRI Index	169

Overview Policy

The Company realizes the importance of conducting business with justice while paying attention to the stakeholders, the society and the environment with morality, ethics and good governance to carry out the operations of the Company with integrity, transparency and fairness. Nevertheless, the Board of Directors' Meeting No. 3/2557 on April 30, 2014 has resolved a framework of the Corporate Social Responsibility Policy as follows:

1. To conduct business with fairness

The Company shall give importance to conducting the business within operate within a fair competition framework under related laws and regulations, which shall be practiced as follows:

- The Company shall encourage the employees to realize the importance of business practices within a fair competition framework.
- The Company shall support various public policies which promote fair competition.
- The Company shall conduct various activities in compliance with the competition laws and rules while providing full cooperation to the government officers.

2. Anti-Corruption Policy

The Company intends to conduct business with transparency, adheres to good corporate governance, maintains the benefits of all stakeholders and provides an anti-corruption policy, while supporting activities which enhance and foster the executives and employees to conduct business operations in accordance with related laws and regulations

- The Company shall instill ethical conscience, good values, and positive attitudes for employees to conduct business operations with integrity.
- The Company shall provide an efficient internal control system with proper re-examination and counterbalances.
- The Company shall encourage the employees, partners, representatives and trading partners to report policy infringement and unfair or unethical practices.
- The Company shall implement the anti-corruption program and shall refrain from actions which may demand for, accept or propose assets or other benefits which may promote illegal practices or duty omission.

3. Respect for Human Rights

The Company has a policy to treat all stakeholders, i.e., the employees, the directors, the shareholders, the investors, the clients with fairness and without bias for or against any person due to the similarities or differences in nationality, religion, sex, age or any matter.

4. Fair Treatment for Labor

The Company gives importance to equal treatment to all employees while providing work opportunities, remuneration, welfare, appointment and removal, and performance development along with moral improvement under the following guidelines:

- The Company shall respect the right to work in accordance with the principles of human rights without bias, discrimination, exclusion or prejudice in employment.
- The Company shall provide social protection and good working conditions for the employees, that is, measures for treatments of the employees shall be clearly specified and employment conditions shall be fairly determined. Furthermore, the Company has a policy to strictly abide by the Labor Protection Act.
- The Company shall provide health protection plans and safety in the workplace by promoting and adhering to the standards of operations of the Company to prevent accidents which may occur during operations.

5. Community or Society Co-Development

The Company realizes the importance of social co-responsibility thus the Company has provided projects to consistently help and develop the society by focusing on donations and education supports.

6. Environment Conservation

The Company conducts its business in compliance with the laws and regulations which are related to the environment and has specified measures to protect and solve problems affecting the environment caused by the operations of the Company, if any. Furthermore, the Company has a group of teams who has been trained to handle dangerous goods of different categories to provide emergency response due to leakage of any dangerous goods - not just those dangerous goods deposited at the Company's group but also incidents in the nearby community which may occur due to those dangerous goods.

7. Information Technology Security Management

The Company has developed a policy regarding information technology security to provide a framework and identify a strategic plan to improve the current information security system of the Company and its subsidiaries to meet international standards. Also, this includes the initiation of prompt and appropriate remediation regarding actions from security incidents for all the users which will help lessen and mitigate our exposure.

8. Acquisition and Dissemination of Innovation Arising from those Operations Responsible for Society, Environment and Stakeholders

The Company has established a policy to promote and develop innovations with an emphasis on research, development and innovations to enhance the quality and market value of the products and services that will elevate the Company's competitive edge in accordance with the goal and strategy and emphasizing on social and environmental responsibility to create shared value for all sectors of society for the purpose of sustainable growth.

In 2018, the Company appointed IT Committee to research, develop, promote, and organize various activities to stimulate the use of knowledge and creativity towards improvement of software innovation which enhances total supply chain of the company as well as the overall economy and society.

About This Report

Report Preparation

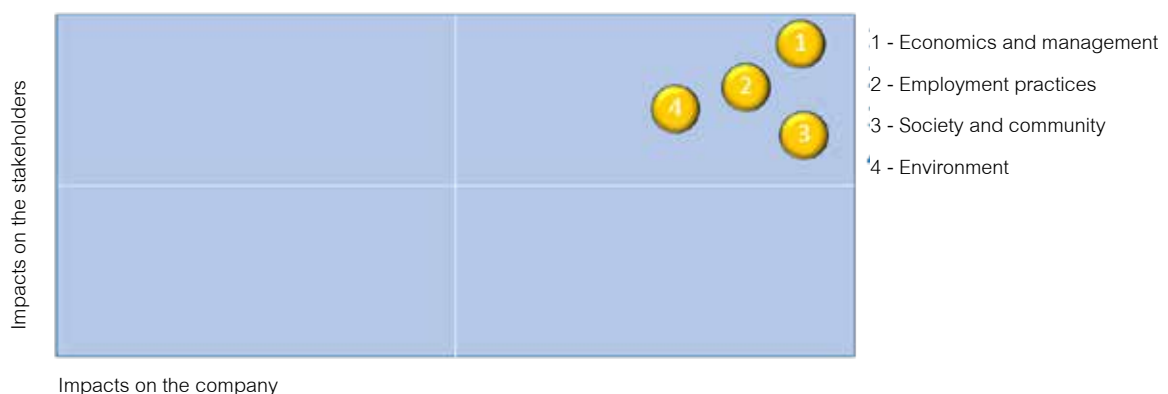
This is prepared to report the activities undertaken between 1 January 2019 and 31 December 2019 by JWD InfoLogistics Public Company Limited (JWD) to promote sustainable development in the economic, social and environmental areas as measured by a subset of the indicators introduced by Global Reporting Initiative (GRI - ver 4.0) that are relevant to the company and of interest to its stakeholders.

This report covers the overall policy, process and activities relating to economic, social and environmental sustainability of the company and its subsidiaries.

Selection of Data to be Reported

The process of selecting issues that are important to the company and of interest to the stakeholders involves steps as follows:

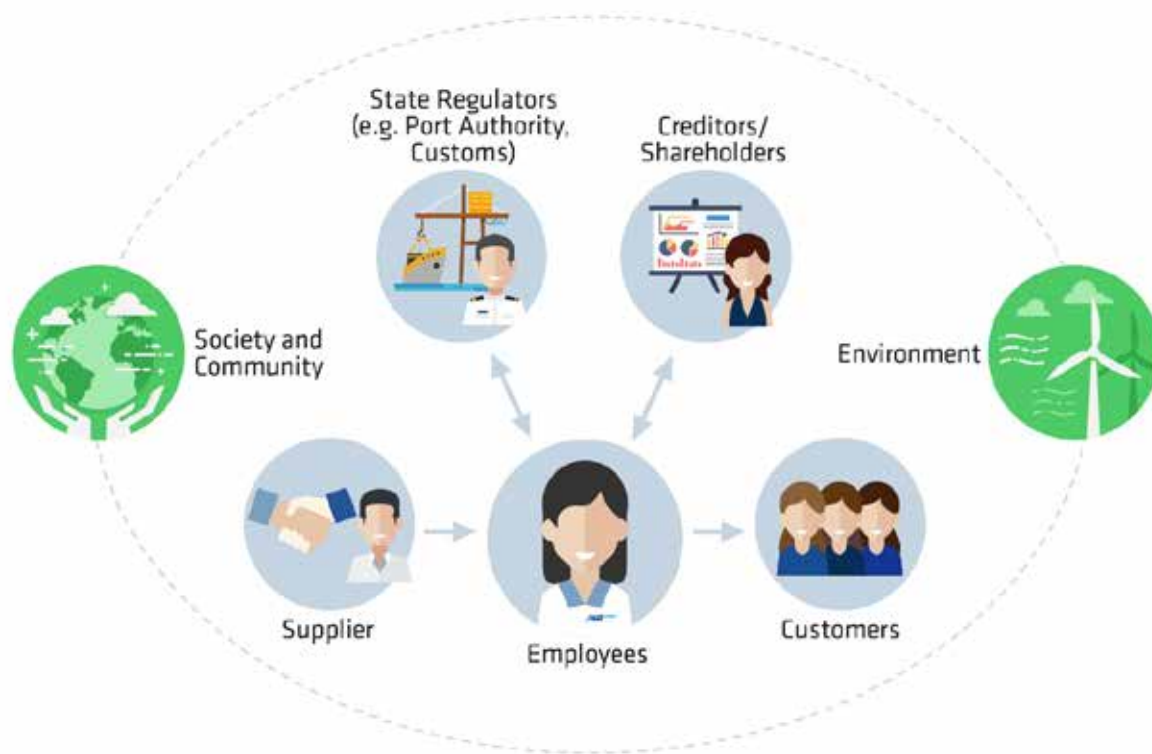
1. Identify the company's important issues from business strategies, risks, challenges, activities and stakeholders' expectations and interests, including in terms of the governance and economic, social and environmental consequences. Four major issues are identified:
 - economics and management;
 - employment practices;
 - environment; and
 - society and community.
2. Determine the level of importance of each issue from its implications for the company's success, as measured by levels of organisational risks and stakeholders' interests.



3. Present outcomes for the executive board's review to secure approval of the relevant data, and provide the data in the annual report and on the company's website.

Stakeholder Engagement

Stakeholders are identified by conducting a value chain analysis of the so-called Primary Activities and Support Activities:



The company's Primary Activities include supply of inventory management and value-added services (ie receiving, warehousing, disposal and distribution of goods), including giving of advice on and planning of logistics operations. Support Activities encompass staff knowledge development and internal administration. The added values created from those activities are offered in the form of service excellence, preciseness, customer convenience and satisfaction and reduced social and environmental impacts, waste and cost.

From the above activities, seven main groups of stakeholders are determined: i) customers; ii) employees; iii) suppliers; iv) regulators; v) creditors; vi) shareholders; and vii) the society/community. These stakeholders' interests and concerns are incorporated into the sustainability plan and issues. A variety of formal and informal communication channels and stakeholder treatment guidelines were introduced in 2019.

Stakeholder Engagement

Stakeholder	Expectations	Actions	Communication Channels	
1. Customers	<ul style="list-style-type: none"> - Products and service that meet social and environmental responsibility standards - Fair prices - Service excellence - Aftersale service 	<ul style="list-style-type: none"> - Provide excellent services responsibly - Provide channels for customer complaints - Provide equal treatment of customers - Hear and respond to complaints 	<ul style="list-style-type: none"> - Customer satisfaction surveys - Call Centre - 0 2710 4000 - www.jwd-group.com - www.facebook.com/JWD Group.2014 	<ul style="list-style-type: none"> - Twelve customer satisfaction surveys.
2. Employees	<ul style="list-style-type: none"> - Fair compensation - Ethical labour practices - Safety to property and life - Knowledge development and opportunities for career advancement - Work-life balance 	<ul style="list-style-type: none"> - Provide job security and opportunities for career advancement - Provide fair compensation and excellent benefits that are competitive in the labour market - Promote development and improvement of employees' knowledge and skills - Provide good and safe work environment - Conduct employee engagement activities 	<ul style="list-style-type: none"> - Direct communication with employees - Employee satisfaction surveys - Departmental meetings - CEO TALK - HR Department's complaints centre - Direct complaints to management at charvanin@jwd-logistics.com 	<ul style="list-style-type: none"> - One "CEO TALK". - Twenty-Four various trainings. - One environmental quality and occupational safety and health check. - One Safety Day.
3. Suppliers	<ul style="list-style-type: none"> - Fair business practices - Increased order volumes 	<ul style="list-style-type: none"> - Provide equal treatment of suppliers - Establish clear procurement procedures - Exchange know-hows and provide information updates - Abide by commercial terms and conditions - Compete freely and fairly, and value production and service standards - Act ethically 	<ul style="list-style-type: none"> - Code of business conduct and terms of business - Site visits and inspections - www.jwd-group.com 	<ul style="list-style-type: none"> - Two annual supplier site visits.
4. Creditors	<ul style="list-style-type: none"> - Punctual payments - Fulfilment of obligations 	<ul style="list-style-type: none"> - Repay punctually and fulfil conditions - Maintain the interest-bearing debt to equity ratio as required under the debenture issuing/lending terms 	<ul style="list-style-type: none"> - Direct communication with management - www.jwd-group.com - Accounting & Finance Department - 0 2710 4000 	<ul style="list-style-type: none"> -

5. Shareholders	<ul style="list-style-type: none"> - Improved performances - Good governance - Transparent data - Rights protection and equal treatment 	<ul style="list-style-type: none"> - Report operating results regularly, fully, accurately and timely - Follow good governance guidelines - Focus on creating long-term, constant returns - Ensure the best interests of the shareholders as a whole are served 	<ul style="list-style-type: none"> - Annual reports - Shareholders' meetings - Opportunity Day events - Investor Relations Department - 0 2710 4020 - ir@jwd-logistics.com - http://investor-th.jwd-group.com 	<ul style="list-style-type: none"> - Four "Opportunity Day" organized by the Stock Exchange of Thailand. - Four Analyst Meetings. - One Annual General Meeting of Shareholders. - Twenty company site visits. - Ten released newsletters about the company.
6. Society/ community	<ul style="list-style-type: none"> - Socially responsible business practices 	<ul style="list-style-type: none"> - Improve social well-being and the life of members of the communities neighbouring the company's and subsidiaries' sites - Instil a sense of social, community and environmental responsibilities in all levels of employees - Sponsor community activities - Hear comments and suggestions from the community 	<ul style="list-style-type: none"> - Community surveys and visits - Call Centre - 0 2710 4000 - www.jwd-group.com - www.facebook.com/JWDGroup.2014 	<ul style="list-style-type: none"> - One workshop and Laem Chaband Port's safety training. - Provide a lecture on chemical spill emergency response training to Chao Phraya Aphaiphubet Hospital.
7. Lawmakers/ regulators (Port Authority, Customs Department, Department of Industrial Works, etc)	<ul style="list-style-type: none"> - Compliance with laws - Participation in projects/campaigns 	<ul style="list-style-type: none"> - Strictly and fully abide by laws and regulations, and encourage others to do the same - Cooperate in state-run projects and activities 	<ul style="list-style-type: none"> - Communication with management or the Legal Department - Call Centre - 0 2710 4000 - www.jwd-group.com 	<ul style="list-style-type: none"> - Provide two lectures regarding the transportation of dangerous goods to the State Railway of Thailand. - Provide four lectures regarding the sea transportation of dangerous goods (IMDG Code).

1. Economics and Management

1.1 Management and Opportunity Creation

The company's sustainable growth is driven by all stakeholders in the value chain. To achieve its goal of becoming as one of Asean's top specialised logistics and supply chain solutions providers, it needs flexible management, highly efficient operations and good governance by the board, executives and employees at all levels.

Enhancement of Asean Markets' Contributions and Revenue Shares

- We have successfully established our presence in eight countries, including Thailand, Cambodia, Myanmar, Laos, Vietnam and Indonesia. We conduct our business in Singapore and Malaysia through the network of South Korea-based CJ Logistics, one of our partners.
- International revenue accounted for 34% of JWD's total revenue in 2019, a jump from 25% in 2018

Expanding services to become one of the top "Total Logistics Solution" providers in the ASEAN region with the capacity to fulfill the B2C sector to respond to rising global trends.

- Acquired shares of Transimex Corporation, a leading integrated logistics service provider which is listed on the Hochiminh Stock Exchange in Vietnam, representing 24.77 % of the overall investment amounting to 570 million Baht.
- Become the first operator in Thailand to inaugurate a 'robotic' cold storage facility with a massive storage area of approximately 7,000 square meters, which reduces manpower and electricity by 50% and 30-50% respectively. Investments in the new robotic storage totaled 500 million Baht. Currently, the performance shows a near maximum occupancy rate.
- Expanded JWD Store It! to 2 more locations, i.e. Thiam Ruam Mit branch and Ram Inthra branch with the goal to maintain a combined self-storage space of 20,000 square meters as well as launching a safe deposit box business aimed at attracting customers who need to keep their valuables in one of the safest locations available.
- Inaugurated a new 'JWD Art Space' to provide Thailand's first integrated logistics services for artwork by aiming to be the best art storage provider featuring a complete range of services to serve both the local and global contemporary art communities.
- JWD Transport has been granted by the Port Authority of Thailand to operate container handling services at the Terminal A to support a shift of the mode of transportation from land to water which is connected to the railway system. The project value was 590 million Baht.

Efficiency Improvement and Cost Reduction

We placed great importance to operations excellence, personnel development, networking and efficiency improvement through IT adoption, which led to effective cost-saving and cost control campaigns. During the year, we also installed more solar rooftop systems, which cut power bills by as much as THB 13.5 million per year, or about 17% of the power bills for cold storage each year.

1.2 Social and Environmental-Friendly Innovations – DG TOTAL Upgrade Version 2019, an Innovative Total Solution for Dangerous Goods Management



JWD as Sole Provider of Dangerous Goods Warehousing Solutions under Laem Chabang Port's Supervision

A leading Thai Total Solutions provider with more than two decades' experience and expertise in logistics operations (particularly in the areas of warehousing, transport and IT solutions), JWD held all required qualifications and eventually won a 30-year contract with PAT for operation of a dangerous goods warehousing at Laem Chabang Port starting 2003. Under the contract, it was tasked with handling all incoming and outgoing containers of dangerous goods at the port under the port's supervision.

As operator of the dangerous goods warehouse, JWD decided to create DG Total, an innovative integrated platform for management of dangerous goods. DG Total comprises a centralised database that contains dangerous goods data from all parties (DG-Net), a yard and warehouse management system, a GPS container tracking system, a queuing system and billing application and DG Port Safety team. The platform meets international standards

Four main components of DG Total:

- 1) DG-Net, a data and communication network system for safe and eco-friendly import, export, storage and transport of dangerous goods;
- 2) Yard & Warehouse Management System, a software-based system for management of yards and warehouses by class of dangerous goods to prevent chemical reactions;
- 3) Dangerous Goods Port Safety, a dangerous goods-related safety centre staffed with chemists and a 24-hour emergency response team; and

4) DG Overside Delivery, management of oversight delivery of dangerous goods according to international safety standards.

DG TOTAL SYSTEM



DG-Net (Upgrade Version 2019)

Make an improvement on DG E-Payment system as an alternative for service payment via mobile banking services

As DG-Net has been developed to be the database center for dangerous goods and chemicals, the Company has improved this existing database to assist in the payment process. Originally, the Company only had a DG-NSW system which customers must make a payment at the Company's counter service only. The Company places importance on enhancing and developing the Company to be in par with the fast-moving modern world, therefore the Company has developed a payment system that is compatible with mobile banking applications in order to bring a greater convenience and security to its customers.

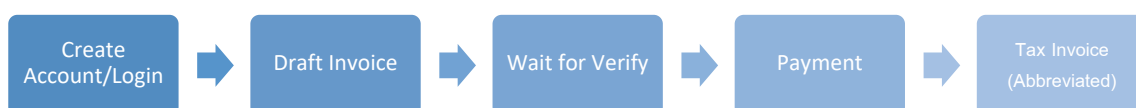
Benefits of payment via DG E-Payment

As we are entering a new ear of globalization, the Company has always been attentive and embrace all the changes. With help from the fast-growing communication technologies which make communication extremely easy and fast, the Company has decided to develop an E-payment system to help facilitate and expedite its current payment system as well as reduce risks from cash payment. Moreover, there is an automatic filling system to auto fill your information which prevents filling incorrect information as the system will retrieve information directly from the database. This helps ensure the accuracy and punctuality of payment, reduce banking fees, and increase efficiency and safety of the Company.

DG E-Payment

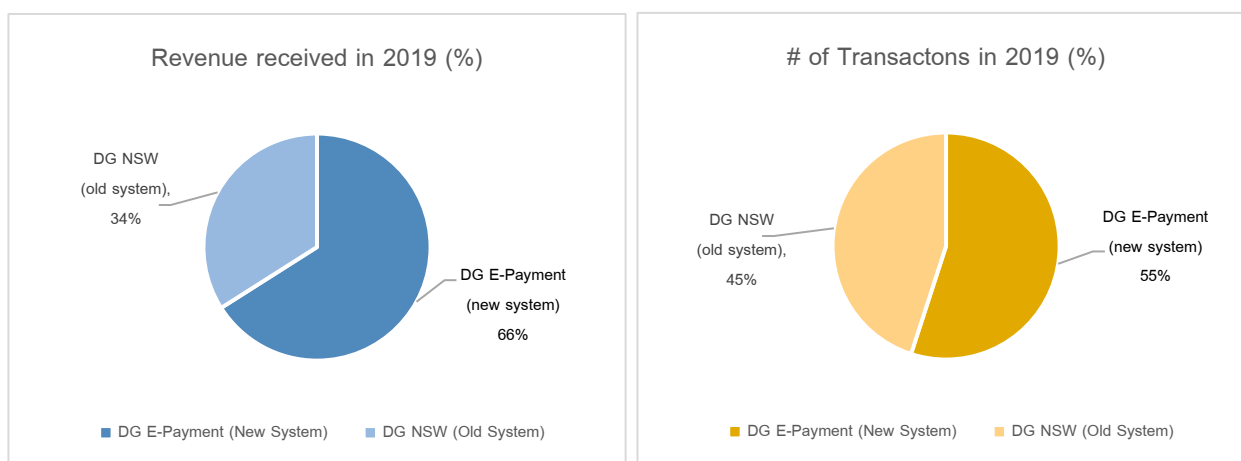
The DG E-Payment is able to calculate service charges based on the number of days and time of containers coming in and going out input by customers. After inputting the day and time information into the system, the customer will receive invoices and may make payment via their mobile banking application from anywhere by simply scanning a QR Code or Barcode as well as review their abbreviated tax invoices right away.

Process Flow of DG E - Payment



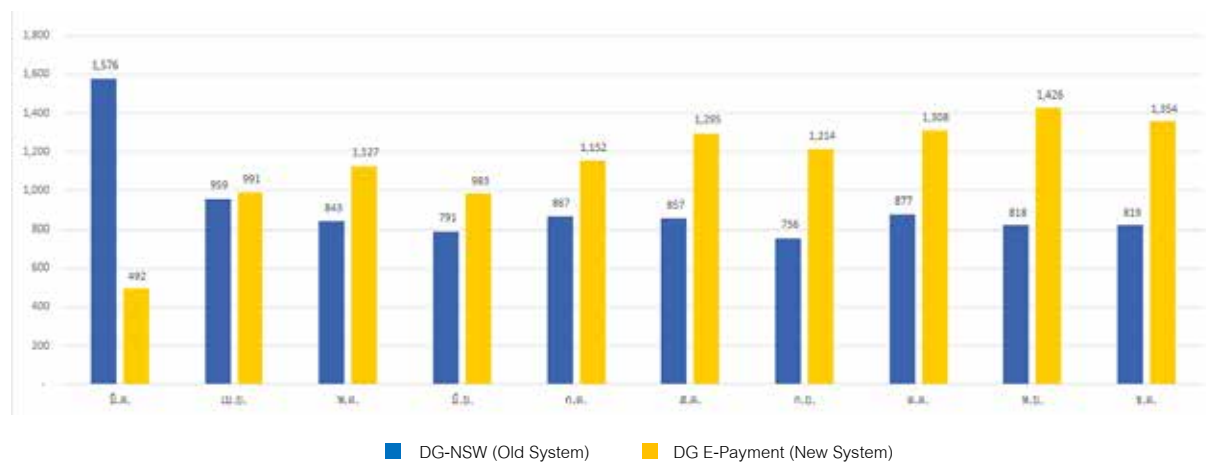
1. **Create Account:** Create log in account at <https://epayment.dg-net.org/login>, enter company information e.g. Tax ID, Branch Code, name of the company, withholding tax etc. for invoice generating purposes.
2. **Draft invoices:** The system will calculate service charges and issue invoices after a customer enters their information i.e. shipment incoming date and outgoing date. Then, the system will give an option for picking up receipts whereby customers can either pick up at Laem Chabang or Lat Krabang.
3. **Verifying Step:** After the customer enters their information under step 2, the system will send the information to the relevant authority for verification and approval of payment purposes.
4. **Payment:** After payment is approved, the customer will be able to make a payment via QR Code or Barcode via DG E-Payment promptly.
5. **Tax Invoice (Abbreviated):** After the payment is successfully made, the relevant authority will approve such payments in order to generate and send an (abbreviated) tax invoice to the customer via email.

Statistical Comparison between DG-NSW (Old System) and DG E-Payment (New System) in 2019



Since the implementation of DG E-Payment system in March 2019 to end of the year, usage of DG E-Payment represents 55% of the total transactions which is 10% more than the old system, DG-NSW. This indicates an interest from customers in using the new DG E-Payment as their primary payment option because it is more convenient, safer, and customers do not need to go to the Company's counter service to make payment. However, the new DG E-Payment system has just been implemented recently and it may be a new payment technology to certain customers, therefore there are significant differences between DG E-Payment and DG-NSW which have not yet shown. Regardless, the Company is confident that such number will largely increase in the future.

Statistical Comparison between DG-NSW (Old System) and DG E-Payment (New System) By Month in 2019



According to the above number of transactions compared between DG-NSW (Old System) and DG E-Payment (New System), the number of transactions of DG E-Payment gradually increased each month because this payment method is convenient and safe. The number of transactions of DG-NSW was higher than DG E-Payment only in March which was the first month DG E-Payment was implemented, and it might be a bit new for certain customers.

After the implementation of the DG E-Payment system, it expedites the process and allows the Company to receive accurate information. Moreover, it reduces the amount of paper which helps the environment. Most importantly, there have been lots of good feedback from customers which helps raise our customer satisfaction level, increase efficiency, and enhance safety.

1.3 Responsibility to Customers

Customer Service

To ensure maximum customer satisfaction, JWD maintains a customer relations unit tasked with liaison and coordination with customers. Below is a summary of how the company assesses its performance in the area of customer service.

As JWD earns at least three (out of four) scores for all of the following criteria, its level of customer service performance is good:

- Timely entry of goods data in the system;
- Proper storage of goods;
- Proper disposal of goods;
- Number of customer complaints; and
- Number of losses/accidents.

In 2019, the average all-site customer satisfaction level was 96.25%. Major sources of customer complaints involved i) broken goods; ii) errors in goods delivery; and iii) communication failure. The assessment outcomes, as well as comments, were analysed to identify risks, solutions and preventive measures and work out plans for development and improvement of products and services.

Equal Treatment

JWD maintains a clear policy and goal of equal treatment of all customers, and causes all levels of employees to adopt “Customer First” guidelines which include the requirement to follow common customer service standards at all worksites, for all customers and without discrimination by race, gender or age.

1.4 Supplier Management

JWD manages its suppliers to ensure their satisfaction of the applicable standards, as well as their ability to meet increased demand for products, achievement of the stated goals, maintenance of product quality and relationship with it and awareness of its stance on sustainability issues. It applies a set of fair and transparent criteria for selecting, assessing and inspecting them based on their business strengths, reliability and responsiveness to its demand. To manage them, it maintains approved vendor lists (AVLs, in Forms QSHE-FM-PC-002, QSHE-FM-PC-011 and QSHE-FM-PC-012) that show lists of qualified suppliers and their capacity to provide services, delivery and transport and compliance with safety, occupational health, environmental and industrial standards and its sustainable practice guidelines. Inclusion of a potential supplier on any of the lists is subject to supplier registration. The company also devotes a great deal of effort to raising the confidence that the suppliers will provide their products and services in adherence to sustainable practice guidelines.

To manage risks in the delivery of products to customers, JWD requires its suppliers to follow legal rules and monitors their performance of contracts, especially those involving safety, occupational health, environment, etc. It conducts an assessment of the risks associated with each subcontract work as part of its process of subcontractor selection. A candidate with unsatisfactory assessment outcomes will not be selected.

Once the suppliers passed all the selection criteria, we organize a range of training courses to them especially dangerous cargo transport. On November 25th, 2019, the Company provided training on safety regulations in relation to the transportation of dangerous goods within the dangerous goods warehouse at Laem Chabang Port to its suppliers' representatives who are dangerous goods truck drivers.



Photo: Supplier Training on the transportation of dangerous goods on November 25, 2019.

JWD encourages procurement of products and services from local suppliers (ie those based in the Thai province in which the company's site is situated) and neighbouring businesses, as a way to promote local economy, job creation and income generation, as well as secure lower costs and faster transport and demonstrate its commitment to a long-term relationship with, and win trust from, the local community. It also encourages its suppliers to look after the welfare of and fulfil social and communal responsibility by sourcing local products and services, which will also cut their product costs.

Criteria for selection, assessment and inspection of the quality of suppliers

Committed to maintaining high customer service standards, JWD has set the following preliminary criteria for supplier selection:

1. Have sound financial records and the capacity to grow along with the company in the long run;
2. Produce or supply products of satisfactorily high and verifiable quality; and
3. Participate in promotional campaigns and provide aftersales services to customers.

JWD respects the intellectual property rights of others and will use others' intellectual property if and when licensed only. Infringement of intellectual property rights is a breach of the company's policy.

The company follows a supplier assessment and inspection process to identify risks and solutions, and performs reassessment after implementing the solutions, based on quality, quantity and satisfaction of its preliminary standards of safety in production and delivery, the minimum standards set by labour and environmental laws and the applicable management standards (eg ISO 9001, ISO 14001, OHSAS 18001)

The company assesses and inspects a new supplier both before and after completion of work, and regularly assesses an existing supplier. According to the nature of customer service, it identifies the subjects of assessment as follows:

1. For a potential supplier
 - Quality (eg data quality, speed in quotation, product warranty)
 - Price (eg competitive pricing, payment terms, payment convenience)
 - Safety/environment (eg training in occupational safety laws, communication about and training in environmental issues, management of office waste)
2. For labour outsourcers and internal suppliers
 - Safety (eg pre-operation surveys, warning signs, barricades, personal protective equipment, products/services that satisfy Thailand Industrial Standards (TIS))
 - Environment (eg prevention against pollution, impacts on humans and the environment, sealing of containers of materials or substances that pose environmental risks during operations, waste treatment after operations)
 - Management (eg specification of the products/services, efficiency in delivery of the products/services, punctuality, timely response to issues related to the products/services)

In 2019, JWD assessed and inspected its suppliers and scored their performances twice. The procurement team asked users in different departments to prepare assessment forms for completion by their own major suppliers so as to obtain most accurate assessment outcomes. The team also visited the suppliers twice. The company found no product/service that did not satisfy safety and occupational health standards.

2. Environmental Management

The company has adopted a clear policy on environmental management to maintain good environmental quality of the local communities and the society. It has also developed and introduced systems that meet management standards (ISO900:2015) and environmental management standards (ISO14001:2015). These are aimed at minimising environmental impacts, conserving natural resources and the environment, facilitating the employees' job performances and promoting the welfare of local community residents.

Environmental Policy (ISO14001:2015)

"Environmental Policy", formulated by senior management and introduced to all employees for their implementation, covers all business processes that may create environmental impacts as well as issues concerning employees' safety and health. Its objectives include environmental protection, conservation of natural resources, reduction of energy consumption and elimination of work-related risks.

2.1 Efficient energy management

The company places a high importance on energy management. It lays out an energy-saving plan at the start of building construction, chooses energy-efficient materials and equipment and raises awareness of energy issues among the employees. In 2019, it found no breach of environmental laws.

Campaigns to raise awareness of importance of power-saving efforts

In 2019, the company set a goal to reduce power consumption at the head office and the Suwinthawong plant by 2% from the previous year, and undertook actions as follows:

1. Posted notices encouraging energy-saving behaviours at power switches, air-conditioners and elevators.
2. Improved the efficiency of air-conditioners by increasing the frequency of cleaning from twice a year to four times a year.

Table showing electricity consumption

Location	Electricity	
	2018	2019
Head office	1,883,575.96	1,958,296.48
Suwinthawong plant	2,111,777.81	2,285,786.40
Total	3,995,353.77	4,244,082.88

From the table above, showing that electricity consumption grows at 6.22% Y-o-Y in 2019, which mainly caused by the increased customers with revenue at 11% Y-o-Y rise in 2019.

However, the company will continuously reduce energy consumption by following campaigns to raise awareness of importance of power-saving among staff.

Campaign to produce power using solar panels

The company's warehouse buildings are large, which allows installation of solar rooftop facilities. The company began by installing the said facilities at cold storage plants, as cold storage requires high power consumption and electricity bills account for about 23% of the total operating costs in the cold storage segment.

In 2019, the cold storage segment of CO₂ emissions released by 9,998,981.82 kilograms of CO₂e. The company set a goal to reduce CO₂ emissions in 2019 not lower than in 2018.

Table showing each plant's solar rooftop power production capacity

Plant	Production Capacity (kW)
Mahachai cold storage	3,606.52

Each solar rooftop facility contains solar panels that use sunlight to generate power. The power generated is direct current and needs to be converted into alternating current before it is consumed by electrical appliances and equipment within a plant. Key components of a solar rooftop facility are

1) solar panels



2) converter



3) switchboard



4) switchboard controller and data locker



In 2019, the company used 3,285.70 MW in alternative energy power, which saved more than THB 13.5 million in electricity bills and reduced CO₂ emission by 3,285,703.33 kilograms of CO₂e increased 19% at 2,664,035.6 kilograms of CO₂e in 2018.

Table showing actual production capacity as measured by data locker in 2018-2019

Month	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
Production capacity in 2018 (MW)	203	204.8	264	256.6	247.7	242.8	208.2	217	225.8	218.6	190	185.4	2,664.0
Production capacity in 2019 (MW)	190	232.6	276.6	277.3	273.3	232.6	331.0	324.2	197.6	347.1	352.4	250.9	3,285.6

Table showing global warming reduction performances as measured in kilograms of CO₂e in 2018-2019

Month	Jan	Feb	Mar	Apr	May	Jun
Kilograms of CO ₂ e in 2018	203,011	204,765	263,997	256,557	247,721	242,786
	Jul	Aug	Sep	Oct	Nov	Dec
	208,242	217,028	225,820	218,620	190,071	185,417
Total kilograms of CO ₂ e in 2018				2,664,035.6		

Month	Jan	Feb	Mar	Apr	May	Jun
Kilograms of CO ₂ e in 2019	190,000	232,630	276,590	277,320	273,270	132,610
	Jul	Aug	Sep	Oct	Nov	Dec
	331,010	324,340	197,546	347,096	352,369	250,922
Total kilograms of CO ₂ e in 2019				3,185,703		

The company intends to expand its capacity of production of power from alternative energy continually and construct the new cold storage building (Building 9) at Mahachai which is expected to finish within Q1/2021.

2.2 Efficient water resource management

In 2019, the company endeavours to reduce water consumption and set a goal to reduce water use lower than in 2018. It requires the maintenance team to inspect water supply pipes, water meters and other equipment on a monthly basis, chooses proper sanitary ware and water tap products and encourages the employees to save water.





Table showing water consumption at head office (THB/head/year)






	Water charges in 2018	Water charges in 2019
Head office	107,047	96,570
Number of employees	372	397
Per-employee water consumption rate (THB/head/year)	288	243

From the table above showing water consumption decreases at 9.79% Y-o-Y in 2019. The company has set a goal continually e.g. checking piping systems whether there is water leaks and changing taps to reduce wastage.

In addition, it systemically reuses water for operations by setting a goal to reuse water in 2019 not lower than in 2018. Especially, it treats used water at Mahachai cold storage plant, where water consumption level is high, and uses the treated water for cleaning of warehouse floor, watering of trees and plants within the premises, etc.

The process of treating wastewater for reuse can be summarised below:

Step	Description	Illustrations
1	<ul style="list-style-type: none"> - Collect all wastewater at a sump tank - Remove garbage using rotary drum screens 	
2	<ul style="list-style-type: none"> - Reduce BOD value at an anaerobic pond 	
3	<ul style="list-style-type: none"> - Relay water from the anaerobic pond to the anoxic tank (a tank without oxygen in water, which enables nitrifying bacteria to treat nitrogen in water) 	
4	<ul style="list-style-type: none"> - Aerate the water relayed from the anoxic tank at a pre-SBR tank 	

5	<ul style="list-style-type: none"> - Add air into the water and allow precipitation at an SBR tank, which involves four steps: <ol style="list-style-type: none"> 1) Add wastewater (can be done at any time) 2) Aerate the water (two hours) 3) Allow precipitation (one hour) 4) Discharge clean water (two hours) 	
6	<ul style="list-style-type: none"> - Store and make the clean water available for reuse at a tank, where water quality is inspected before release to a natural watercourse 	
7	<ul style="list-style-type: none"> - Store the treated water at a tank for future reuse 	
8	<ul style="list-style-type: none"> - Reuse the water for watering of trees and plants and cleaning of floors 	 

The above activities enabled the company in 2019 to reduce water consumption (through reuse) by 9,890 CBM which is less than in 2018 at 10,031 CBM.

2.3 Waste management

The company notes an increase in quantity of waste and leftover materials and the associated environmental impacts. To achieve efficiency in waste management, it has introduced a clearly defined colour-coded bin system that assigns yellow bins for recyclable waste, green bins for garbage and red bins for hazardous waste. It identifies types of waste, ensures presence of bins in different office, building and warehousing areas of all plants, and organises training to educate all employees and contractors on the importance and benefits of waste sorting. It ensures proper waste disposal by supplying waste to legally licensed waste treatment firms, which make recyclable waste reusable (thereby reducing the use of natural resources) and apply technically sound methods of disposing of garbage and hazardous waste (thereby reducing environmental impacts).

Table showing outcomes of hazardous waste disposal in 2019

Type of Hazardous Waste	Volume	Treatment Firm	Treatment Firm's Registration No
Used oil	3,210 kilograms	Akkhie Prakarn Co	DIW-D-085800027
Contaminated Material	2,000 kilograms	Akkhie Prakarn Co	DIW-D-085800027

2.4 Measurement of environmental quality

To monitor its environmental performances and environmental and social impacts from its operations, the company annually measures environmental quality against selected parameters. The outcomes of measurement against the parameters for 2019 satisfied all statutory standards. It keeps monitoring activities to ensure minimum social and environmental impacts.

Table showing Environmental compounds in workplace in 2019

Environmental examination list	Dangerous Goods Warehouse			Learnchabang Warehouse			Sam Wa Warehouse			JWD Chemical Supply Chain Warehouse		
	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied
light measurement	156	156	—	141	141	—	46	46	—	24	24	—
noise dosimeter (%Dose)	2	2	—	11	11	—	2	2	—	1	1	—
8-hour average sound level (TWA 8 hr.)	3	3	—	11	11	—	2	2	—	1	1	—
24-hour average sound level (TWA 24 hrs.)	3	3	—	2	2	—	3	3	—	—	—	—
annoyance noise	3	3	—	2	2	—	3	3	—	—	—	—
work place heat stress index (WGBT)	4	4	—	11	11	—	2	2	—	2	2	—
Total Dust	4	4	—	11	11	—	5	5	—	1	1	—
Respirable Dust	4	4	—	11	11	—	2	2	—	1	1	—

Year 2019 Measurement and analysis results of chemical concentrations

Sam Wa Warehouse					Learnchabang Warehouse				
Chemical Name	Plant	Received Concentration	Legal Limit	Result	Chemical Name	Plant	Received Concentration	Legal Limit	Result
Hydrogen Peroxide	Warehouse 3	0.101	1 ppm	satisfied	Carbon black	Zone A WH 1	0.833	3.5 mg/m3	satisfied
Methyl Ethyl Ketone	Warehouse 3	0.61	200 ppm	satisfied	Carbon black	Zone A WH 2	0.417	3.5 mg/m3	satisfied
Benzene	Warehouse 3	0.21	1 ppm	satisfied	Carbon black	Zone A WH 2	0.833	3.5 mg/m3	satisfied
Toluene	Warehouse 3	0.18	200 ppm	satisfied	Oil Mist	Zone A WH 2	<0.001	5 mg/m3	satisfied
Xylene	Warehouse 8	2.17	100 ppm	satisfied	Zinc Fume	Zone A WH 2	<0.001	5 mg/m3	satisfied
Methyl Ethyl Ketone	Warehouse 8	0.49	200 ppm	satisfied	Asbestos	Office Zone B	0.001	0.1 Fiber/cc	satisfied
Toluene	Warehouse 8	0.14	200 ppm	satisfied					
Methyl Ethyl Ketone	Warehouse 10	0.54	200 ppm	satisfied					
Toluene	Warehouse 10	0.18	200 ppm	satisfied					
Benzene	Warehouse 10	0.18	1 ppm	satisfied					

Dangerous Goods Warehouse					JWD Chemical Supply Chain Warehouse				
Chemical Name	Plant	Received Concentration	Legal Limit	Result	Chemical Name	Plant	Received Concentration	Legal Limit	Result
Oil Mist	Maintenance plant	ND	There is no standard in Thailand	satisfied	Nitric Acid	Room 1	0.01	2 ppm	satisfied
Potassium hydroxide	WH 1-A3	<0.001	There is no standard in Thailand	satisfied	Hydrochloric Acid	Room 1	0.03	2 ppm	satisfied
Sodium hydroxide	WH 1-A3	<0.001	2 mg/m ³	satisfied	Ammonia	Room 2	16	50 ppm	satisfied
IPA	WH B-B6	ND	400 ppm	satisfied	Ethanol	Room 3	<0.53	1000 ppm	satisfied
Ethanol	WH B-B6	ND	1000 ppm	satisfied	n-Heptane	Room 3	<0.021	500 ppm	satisfied
Butyl Cellosolve	WH 1-A5	19.76	There is no standard in Thailand	satisfied	Methyl Isobutyl Ketone	Room 3	<0.06	100 ppm	satisfied
Butyl Cellosolve	WH 1-A6	19.84	There is no standard in Thailand	satisfied	Ethyl Acetate	Room 4	11.48	400 ppm	satisfied
Cyclohexanone	WH 1-A6	ND	300 ppm	satisfied	Isopropyl Alcohol	Room 4	<0.02	400 ppm	satisfied
Xylene	WH 1-A6	ND	100 ppm	satisfied	Ammonia	Central hall	13.6	50 ppm	satisfied
Cyclohexanone	WH 1-A5	ND	300 ppm	satisfied	2-Ethylhexanol	Room 7	1.15	200 ppm	satisfied
n-Butanol	WH 1-A5	ND	500 ppm	satisfied	Hydrofluoric Acid	Room 7	0.02	3 ppm	satisfied

Year 2019 Measurement and Analysis results of waste water quality

Measurement of waste water	Dangerous Goods Warehouse			Leamchabang Warehouse			Sam Wa Warehouse			JWD Chemical Supply Chain Warehouse		
	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied	Plant	satisfied	Unsatisfied
PH	1	1	—	4	4	—	2	2	—	1	1	—
TDS (Total Dissolved Solids)	1	1	—	4	4	—	2	2	—	1	1	—
SS (Suspended Solids)	1	1	—	4	4	—	2	2	—	1	1	—
BOD (Biological Oxygen Demand)	1	1	—	4	4	—	2	2	—	1	1	—
TKN (Total Kjeldahl Nitrogen)	1	1	—	4	4	—	2	2	—	1	1	—
COD (Chemical Oxygen Demand)	1	1	—	4	4	—	2	2	—	1	1	—
Oil & Grease	1	1	—	4	4	—	2	2	—	1	1	—

2.5 Restoration of natural environments

The company contributed both directly and indirectly to efforts to restore natural environments and encouraged participation by its employees as a way to raise their awareness of the importance of conserving the environment.

Environmental restoration through energy-efficient buildings

- Aware of the high level of demand for power of its cold storage business and the potential environmental impacts from its operations, the company performed environmental management, including in the areas of building design, power saving and environmental protection, as follows:
- Fixed the time for switching on and off the air-conditioning system, and avoided switching them on during the on-peak hours between 9.00m and 10.00pm (when high electricity charge rates applied).

- Used a 14" insulator (rather than a standard 9" one), which reduced power consumption by more than 30% and saved costs by more than THB 7.7 million per year.
- Used mobile pallet rackings to allow easier and more convenient access by forklifts (no need to handle outer items first), which reduced the power required for handling goods.
- Used frozen storage tools that were made of steel, which allowed faster freezing of goods than plastic trays.
- Installed an automatic defrosting system that prevents formation of frosts on walls;
- Installed a wastewater treatment facility to treat all used water, and performed quality inspections as required by the Ministry of Natural Resources and Environment, before discharging the water to public ducts or reusing the same for operational activities, eg cleaning of warehouse floors, watering of trees and plants within the warehouse compounds.
- Installed solar rooftop facilities at cold storage plants to reduce electricity bills (a major cost item that accounted for about 23% of total operating costs of the cold storage segment).

Environmental restoration through improvement of services

JWD's cold storage plant in Mahachai is certified by the Office of Marine Products Standards Inspection Commission (an agency tasked with conservation of marine resources through promotion of sustainable fisheries and reduction of environmental impacts) for compliance with the internationally recognised Marine Stewardship Council (MSC) standard of sustainable natural fishery practices. Three core principles underlie the MSC standard:

1. Sustainable fishing stock;
2. Minimising environmental impact; and
3. Effective management.

JWD is the first and only operator of cold storage plant in Mahachai to have obtained an MSC certificate. The same plant has also been certified for compliance with Aquaculture Stewardship Council (ASC) standard of chain of custody of seafood products.

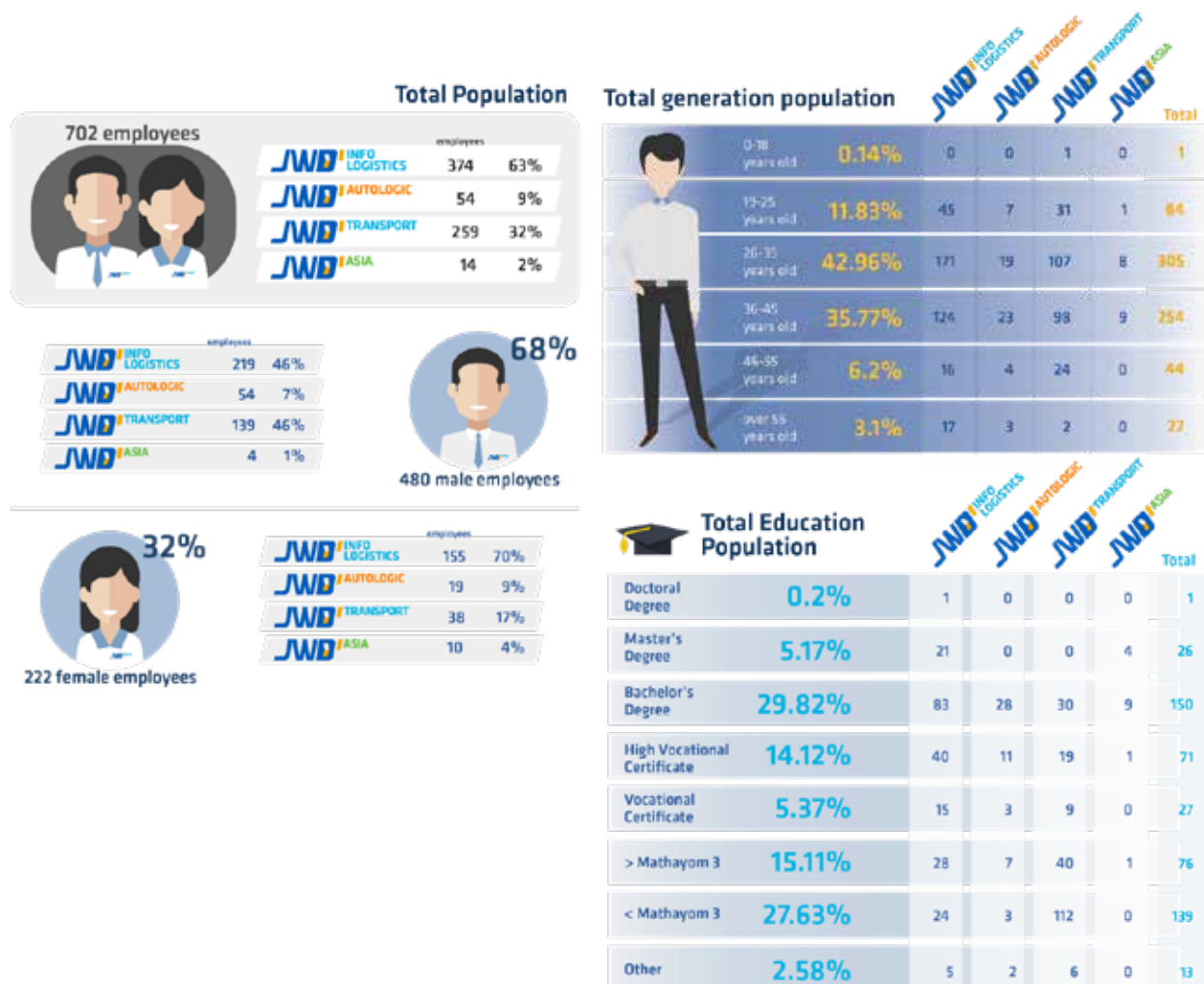
2.6 Promotion of efficient resource consumption within organization

- The company provides annual training to improve the environmental awareness and skills of all new and existing employees and contractors. The training covers the following topics:
 1. ISO14001:2015 requirements;
 2. Assessment of environmental issues;
 3. Waste sorting and management; and
 4. Management and safety of chemical use.

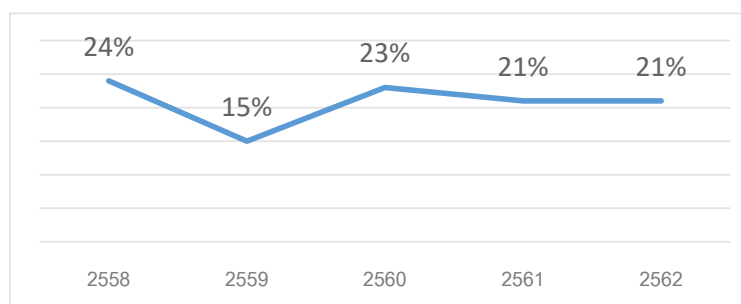
- The company has introduced paper reduction programmes and encourages reuse of A4-sized papers. Its measures include
 1. Introduction of an electronic document system for leave request, salary pay slip distribution, procurement, etc, in order to reduce paper use; and
 2. Designation of areas for compilation of reusable paper to facilitate use of both pages of paper.
- The company requires turning air-conditioners and lights off during lunch breaks, when the employees and the management are not present at the workplace.
- The company has changed the light switches at Sam Wa warehouse to pull switches that enable lighting in selected areas without turning on all light bulbs within the warehouse.
- These activities, although they might not lead directly to reduction of electricity bills or costs, raise awareness and good habits that can prove useful in the daily life of a good citizen.

3. Employees

The Company believed that employees were the most valuable resources and factors driving the strategy of the organization to achieve the goal. Therefore, the Company focused on the importance of care and development of all personnel in accordance with human rights without the discrimination of gender, age, skin color, and other characteristics. The employee profiles categorized by character are as follows:



Employee turnover rate per year



3.1 Diversity in labor and equally recruitment

Recruitment

The Company recognized and respected human rights without any discrimination of gender, religion, skin color, origin, disability as well as accepted the differences of idea, societies, environmental conditions, traditions, norm and cultures in each location where the Company are operated.

The Company has a fair remuneration and benefit policy which is in compliance with laws. The Company respected human rights in workers' welfares, no child labors, against on forced labor, determination of working hours, overtime (OT) and holidays in accordance with the Labor Law. Additionally, the Company and its subsidiaries promoted non-discrimination in gender even for the management. It also focused on performance, experience and the evaluation for job promotion must be considered by the Committee. Furthermore, the company recognized the importance of safety for positions that are exposed to risks, and therefore designated specific gender of personnel that are suited to work in those positions.

The Company recognized the important of human resource development, educational support as well as staff recruitment from the proper location in accordance with the specified recruitment process in order to facilitate the employment under the reasonable time frame and the target achievement. There were also various systematic recruitment processes to select talented and good employees such as;

1. Personality Test – to evaluate the personality matching each position.
2. Specific Skill Test (for some positions) – to select the best candidates suitable for the positions
3. Member Get Member campaign – to let the employees have a part in selecting the best candidates for the organization.
4. Coordination with the university – to display job advertisements in the universities in the area neighboring the warehouse.
5. Job Fair booths at universities, educational institutions, etc. – to form a network and increase manpower.



6. Management Trainee Program – to attract fresh graduates or new generation adults whose experiences are less than 3 years. It is another channel to look for talented and competent candidates to join the organization and provide training focused on leadership skills and other capacities in order to develop the next generation of leaderships for the organization.



3.2 Increase of Capabilities in Knowledge

The company has a policy regarding employees' continuous knowledge and skills development with an objective to advance skills, expertise, and the knowledge of all employees in order to generate quality performance, reduce and prevent work errors, and support the potential growth of the business. Details of the courses are as follows:

1. Employees

- 1.1 Orientation to help new employees adapt to and understand the company's business and culture including rules and regulations.
- 1.2 Safety Program – there are 13 training courses to help employees understand safety and how to work safely.
- 1.3 Quality Systems – there are 3 training courses to make the employees aware of and comprehend the company's quality management systems.

2. Employees – Managers

- 2.1 Operational procedures - to ensure employees follow and perform in accordance with the procedures.

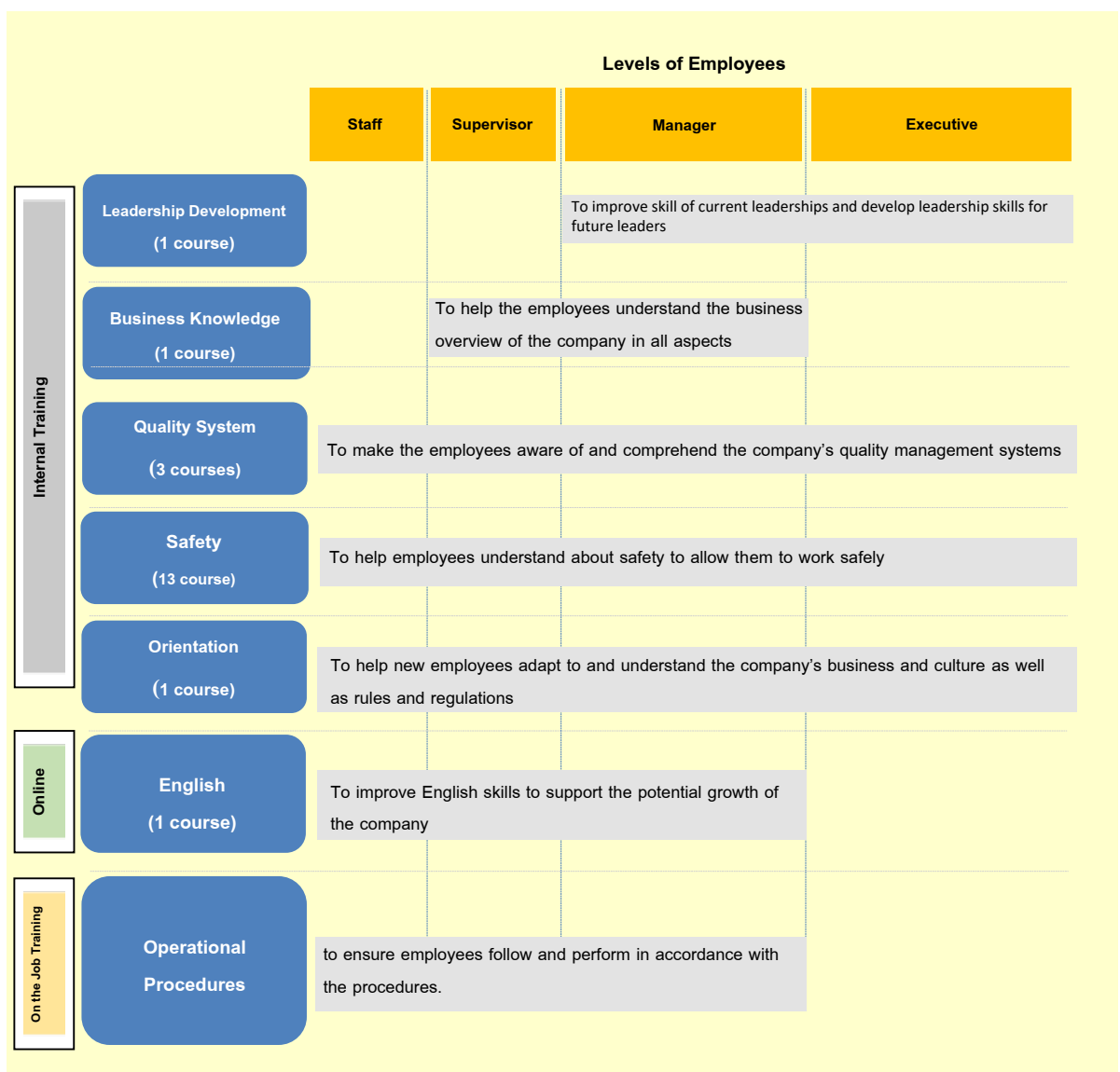
2.2 English skills – to improve and further develop English proficiency among staff to support the potential growth of the company and for more effective communication with customers.

3. Supervisors - Managers

3.1 Business Knowledge - to help the employees understand the business overview of the company in all aspects.

4. Managers - Executives

4.1 Leadership Development – to improve the skills of current leaderships and develop leadership skills for future leaders.



In addition, the Company has allocated budgets for all levels of employees to obtain training and seminar from external institutions to improve performance in their current roles and the efficiency of the organization. Details of which are as follows:

Position	Budget/Position (Baht)
Staff	1,500
Officer – Senior Officer	3,500
Supervisor – Senior Supervisor	5,000
Assistance Department Manager – Department Manager	15,000
Assistant Manager – Deputy Vice President	30,000
Vice President	50,000
Senior Vice President – Chief Executive Officer	100,000

After the training or seminars, the Company will follow up and evaluate the development of employees by considering their effectiveness and impact on business. Details of which are as follows:

Effectiveness

Increase of Knowledge and Skills.

Impact on Business

Reduction in Number of Work Accidents

หน่วยงาน	2562*	2561	KPIs	หน่วยงาน	2562*	2561
DGC	↑ 91.41%	88.22%	On-time delivery	DG	100%	100%
LCB	↑ 78.67%	72.92%		SWA	100%	100%
SWA	↑ 90.80%	90.25%		LCB	100%	100%
HO	↑ 97.85%	97.66%	Accuracy in storage of goods	SWA	100%	100%
SF	100%	100%		LCB	100%	99.98%
JCS	100%	-	Accuracy in delivery of goods	LCB	↑ 99.77%	99.76%
JTS	↑ 89.03%	87.50%	No. of customers' complaint	LCB	↓ 21 times	30 times
ATL	↑ 98.94%	95.00%	No. of damaged product	LCB	↓ 12 times	15 times

Remark*: Average Data Range Jan – Oct' 2019

In this regard, the Company summarized the detail of training and personnel development in 2016 – 2019 as shown in the table below:

Training and Personnel Development	2016	2017	2018	2019
Investment in training and personnel development (MM THB)	3.45	3.33	3.26	3.74
Training Statistics				
Classroom (no. of participants)	1,379	1,196	1,300	1,429
OJT (no. of participants)	126	56	39	67
Online (no. of participants)	-	-	-	19
Classroom (no. of hours)	11,429	9,591	10,439	12,256
OJT (no. of hours)	2,268	1,008	702	1,206
Online (no. of hours)	-	-	-	1,064

Training and Personnel Development	2016	2017	2018	2019
Average Training Hours per Participant				
Top management level	24	20	33.75	27.35
Middle management level	45	42	46	37.28
Lower management level	40	35	47.14	32.94
Operational level	30	24	15.53	12.56
Average Training Hours per Participant per Year (Target is 6 hr.)	34.33	26.97	26.76	17.30
Knowledge of employee (Target for Training Course Test is 95%)	99.37%	98.72%	100%	100%
Skill of Employee (Target for Annual Test is 100%)	-	85.47%	89.80%	93.33%

Remark: 1. OJT (On the Job Training) was the in-store training by supervisors.

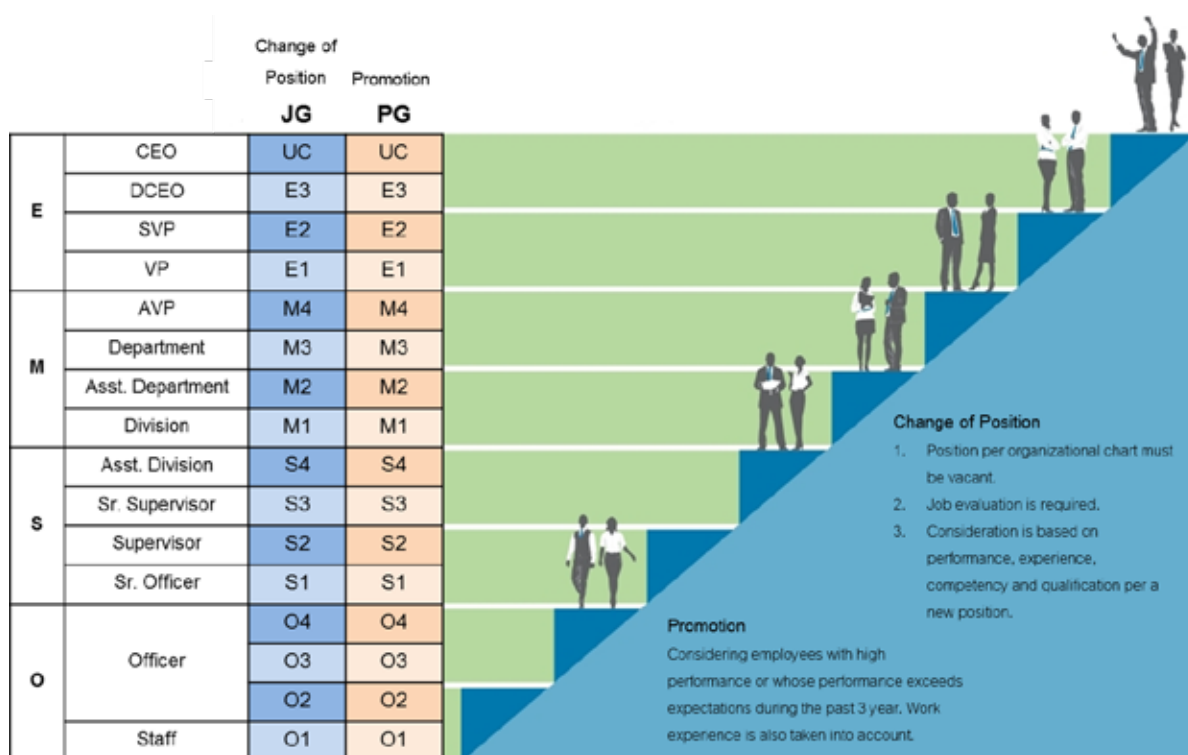
2. Online is the self-learning via mobile application.

Figures of Training and Personnel Development in 2019 (Partial)

Business Knowledge		
Quality Systems		
Leadership Development		

3.3 Career Path

Apart from the employee development through training, the Company has developed the plan of career path for individual career growth along with the business expansion both locally and internationally, as well as for employees' morale and motivation improvement. In management, there are Job Grade (JG) management and Personal Grade (PG) management.. The employee has an opportunity to grow into both Job Grade and Personal Grade. For example, if there is an O2 warehouse officer and no staff in higher position, such as senior warehouse officer, the officer has a chance to be promoted to an O3 warehouse officer for his Personal Grade (PG), which considers his/her performance, years of experience, capabilities, and potential, as designated by the company. Details of career path are shown as follows:



In addition, there has been a KPI evaluation every 6 months for all work that superiors assign to employees. It is considered based on the predetermined competency, consisting of core competency and leadership competency, which correspond to the company's vision, mission and values. This evaluation is conducted to constantly improve potential and prepare for employees' career advancement, in order to cope with the growth of the organization.

3.4 Succession Planning

The company has prepared succession planning program to ensure that employees are constantly developed to fill each key role within the company to ensure sustainable growth through the following process and practices.

1. Identify key positions for succession plan i.e. department head level up
2. Identify criteria for screening the potentials.
3. Identify **pools of talent** that could potentially fill and perform highly in key roles.
4. Develop employees to be ready for advancement into key roles – Individual Development Plan
5. Assess people against these criteria

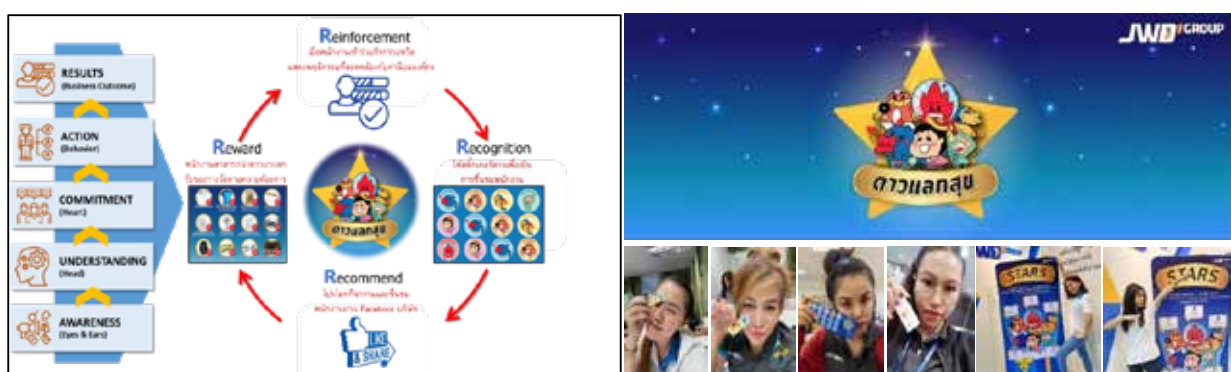
Key Talent Summary

Position	No. of Talent			
	JWDIL	ATL	JTS	ASIA
Senior Vice President	2			1
Senior Vice President	2	1	1	1
Vice President / General Manager	2			
Assistance Vice President / Assistance General Manager	2	2		1
Department Manager	13	3	3	3
Total	21	6	4	6

3.5 JWD STARS CORE VALUES

The Company has set the Stars Core Values for all JWD's employees to serve as a guideline for their conduct as well as to build a conducive working environment which will enable the Company to achieve its vision, missions, and strategies as planned.

In 2019 -2020, the Company has established 'The Stars for Happiness' program for the purpose that all employees of the JWD Group remember the core values of the Company and they play a part in the Company's activities. This promotes employees' behavior that represent the core values of the Company.



Figures of 'Stars for Happiness' Event (Partial)

3.6 Benefits and Employee Relation Activities

The company has set an operational framework for supervising labor relations activities, under the goal of “happy work, happy life”, which is categorized as follows.

- Provide welfares better than those generally offered in the labor market including health insurance, accident insurance, provident fund, allowances, diligence allowance, skill allowance, fuel allowance, transportation allowance, accommodation allowance, telephone allowance, patient visiting basket, birth allowance, funeral for both employees and relatives, financial support for marriage, uniform, emergency financial support , Scholarships etc.

Historical data of Scholarship details in the previous year are as follows:

Company	No. of Scholarships				Scholarship Amount (Baht)
	2016	2017	2018	2019	
JWD InfoLogistics Public Company Limited	18	31	37	43	165,000
JWD Transport (Thailand) Co., Ltd. subsidiary company	6	16	19	21	67,000
AutoLogic Co., Ltd. (subsidiary company)	4	4	4	9	35,000
JWD Store it Co., Ltd.	-	-	-	-	-
Total	28	51	60	73	267,000



- Involve technology in Employee Relation System (ERS) in which Involve technology in Employee Relation System (ERS) which increases efficiency in managing employees' benefit whereby employees could manage by themselves for checking working profile, taking leave as well as welfare disbursement. The system enables them to request for overtime or submit leave of absence through the company's website, eliminating complications from paperwork. On a side note, this also helps reduce the use of paper, which is one of the major causes of the rise of global warming today. The system would help reduce the approval process so that employees could efficiently manage their time attendance with accurate and prompt payment compensation, and this was the result of openness for employees' feedbacks to improve the system.
- Respect employees' rights without prohibition to establish or participate in the labor union. Moreover, the Company was open for giving advice to employees in all aspects of both working and personal issues. There is no prevention on individually or group discussions, by allowing employees to communicate directly with their supervisors, or through committee representatives. The discussion could be done with human resource team, supervisors, representatives, or complaint channels for the human resource division to develop all areas in such that employees could receive the guideline and participate to solve when the issues arises. However, there has been no labor union with the organization, and none of the Company's employees has participated in any labor union.
- Improvement the workplace to be more modern and cozy in order to accommodate the increase of employees such as canteen that was controlled regarding hygienic and cleanness of food, drinking water, plates, and containers.
- Conduct recreational activities such as Happy Family, Warm-hearted for Children Project, donations, New Year's party and team building etc.

To improve employees' quality of life and to be in line with the objective to create a Happy Workplace in 2019, the Company has arranged the following additional benefits for its employees.

1. Fitness

To support a healthy lifestyle and the mental health of employees that will allow employees to perform well which will increase the productivity of the Company in the long run.

2.Nursing Room

To create a personal clean space for new moms to pump breastmilk and allow mothers to keep up their milk supply for their babies as breastmilk contains all the essential nutrition and antibodies and promotes bonding between mother and their newborn.

3. Out-Patient Medical Support

The Company cares about our employees' quality for life and believes that when an employee is fit and healthy, he/she will be happy and productive at work. Therefore, the Company offers out-patient medical benefits for all employees from staff to senior officers in the event of injury or illness that results in outpatient services at a hospital or clinic. This also covers dental care at a hospital or clinic.

Employee Relation

1. 10th, 15th and 20th Year-Work Anniversary Awards

10th, 15th and 20th Year-Work Anniversary Awards The Company recognized the value of employees which is a key factor in the business operation. Aside from taking care of employees e.g. provide salary and welfare not less than the as required by the labor law. The Company also has a policy of awarding as recognition and moral support to employees who work with the Company for 10th and 20th year-work anniversary for their dedication for a long period of time. In 2019, the Company organized the event to award employees who had

Service year for 10th, 15th and 20th anniversary as follows:

Company	10th Anniversary	15th Anniversary	20th Anniversary
JWD (person) (2019)	3	9	2
JTS (person) (2019)	-	-	-
JWDST (person) (2019)	2	-	-
Total Employees (person) (2019)	5	9	2



2. Team Building

The Company organized team building activities which was a 2-day training course. The Company foresees that teamwork is a powerful tool that drives the Company's success and a fundamental factor for sustainable development. This training focused on team building activities with mixed objectives of management and collaboration toward common goals and indirectly demonstrated the relationship between leadership and followership as well as the Company's core value.



3. Sports Day and Annual Holiday Party

Sports day is one of the group building activities that create camaraderie and improve employee engagement. It is a method to build relationships and boost teamwork amongst employees. It helps separate the uniformity behavior of employees as there are fun games and sports activities that can bring employees together as a tight-knit team.

The Annual holiday party is organized to show all employees that the Company values their hard work they have put in all year. There are fun games, shows, award presentation, and other entertainment that all employees can enjoy and participate in. Also, there are lucky draw prizes for everyone. The annual holiday party is a great way to keep the employees motivated and boost their morale. It was a festive party full of smiles and laughter.



4. Happy Family Project

The Company organized an event for all personnel and their families to build relationships between the organization and personnel's families. Based on the result of employee surveys, a field trip to visit 9 temples in Samut Sakhon was proposed and organized. The Company invited members of local community in Ban Laem to join the event in order to build a positive relationship between the community and organization.



5. Warm-hearted for Children Project

The Company has foreseen the difficulties of schools in urban areas which are located in remote and isolated areas. Thus, the Company has established the Warm-hearted for Children project to help improve the quality of life for underprivileged children by providing educational support and encouraging the employees to participate in the project to raise the awareness of society. This year it took place at Lam Isu School, Nong Ri, Bo Phloi District, Kanchanaburi.



6. Opportunity for Employees to Set Up a Club based on Their Preferences

To promote employee engagement in afterwork activities with their colleagues and support a healthy lifestyle and the mental health of employees as well as build a strong relationship between the executives and employees, the Company has a policy that allows personnel to jointly set up a club(s) with a budget of Baht 2,000 per month per club.



7. Festive Attires

To create a fun and festive work environment and for employees to be motivated and creative also enjoying their time at work, the Company encourages employees to wear festive attire on certain occasions to work.



8. Monthly Birthday Celebration Project

Employees are the heart of the organization. Driving a strong relationship between the organization and our employees is one of the key factors to create a happy workforce which leads to a better performance outcome. For this reason, the Company has organized the Monthly Birthday Celebration project to strengthen the relationship between the organization and employees and motivate employees which have a major impact on the employee's feeling of well-being and team/department unity. This project is to celebrate the birthday of employees who were born in the same month whereby management joins the birthday celebrations. All

employees would sing and wish the employees whose birthday is in that month a happy birthday and enjoy a birthday cake and snacks will be provided by the Company.



3.7 Safety and Health

The company has developed a policy regarding work quality, sustainability, occupational safety and health, and environment, in order to demonstrate the dedication of the organization and provide a framework of Quality, Safety, Health & Environment (QSHE) for the managers and the employees within the organization. To apply to their work, they have to determine a goal, strategy/program, and business plan, as well as indicators that can be applied from management to each department, while having a central safety department that relays policies from the CEO to every employee. To evaluate the compatibility of the designated policy, they are required to communicate QSHE and its framework to all levels through action plans that include occupational safety and health, environment, and predetermined indicators, as well as target performance follow-up and evaluation, strategy/program, and action plan.

For safety, the company has prepared the annual action plan, which focuses on occupational safety and health and environment in accordance with law. The company needs every department to cooperate with the plan and design preventive and corrective measures, in order for the employees and the organization to work safely without creating an impact to communities and the environment.

Safety management, such as:

- Review safety policies.
- Review KPIs of each department as well as carry out tasks in accordance with the KPIs.
- Review safety guidelines.
- Review occupational safety and health annual plans.
- Review emergency plans

Daily safety check, such as:

- Check safety in harbor areas.
- Check safety on freights with hazardous goods.
- Check safety of fire suppression system (fire extinguisher and cabinet)
- Randomly check for drugs and alcohol (employees/contractor)
- Randomly check on transporting trucks, truck driver's registration, etc.

Environment and occupational safety and health check

- Check and analyze workplace environment (lighting, sound, temperature, dust, water supply system) once a year.
- Check for concentration of hazardous chemical in the atmosphere once a year.
- Check and analyze quality of drinking water once a year.

In 2019, the company has assigned Master for Green Co., Ltd, a company that measures quality of environment authorized by Department of Industrial Works, Ministry of Industry, number 2.100 , to measure for quality of environment in the workplace. All aspects of the workplace are positive.

Conducting campaigns to raise safety awareness

- Display knowledge and safety news once a month.
- Create signs of accident statistics.
- Conduct Safety Morning Talk to discuss about occupational safety and health once a month.
- Hold Safety Week activity once a year.

Safety Week photos on 14 December 2019.



Safety training, such as:

- Occupational safety and health regulations and how to equip personal protective gears, especially whenever a new employee joins the organization.
- Accident investigation / reason analyzing and preventive and corrective measures.
- First aid and CPR.
- Firefighting basics and hold a fire evacuation drill once a year.
- Train and conduct an emergency chemical hazard drill once a year, etc.

A firefighting basics training and fire evacuation drill photo.



Accidental Rate (time per warehouse)

Warehouse	2016	2017	2018	2019
Leam-Chabang Complex (person)	36	31	40	28
Dangerous Goods Terminal (person)	24	25	27	21
JWD Chemical Supply Chain (person)	1	3	3	8
Samwa (person)	4	2	3	1
Total (person)	65	61	73	58
Fatal Accident (time)	0	0	0	1
Death (person)	0	0	0	1

4. Society and Community

JWD recognises the importance of ensuring the sustainability of both the business and the community. To win recognition and trust from the neighbouring communities, it is necessary to avoid negative impacts on the communities from the company's operations. For the dangerous goods warehousing and JWD Chemicals Supply Chain businesses in Laem Chabang Port, which pose the highest risks to the society/community, the company took actions as follows to educate the public and enhance their confidence, including employing proactive/preventive measures and fulfilling its social and communal responsibility.

4.1 Set Up JWD Dangerous Goods Port Safety Unit

As operator of the dangerous goods warehouse in and under the supervision of Laem Chabang Port, JWD established the Dangerous Goods Port Safety (DGPS) unit to ensure proper control to protect the safety to life, property and the environment of its operations as well as sound relationships with the neighbouring communities. It employed a rigorous prevention-focused control of safety to the society/community, and as a result never experienced emergency incidents related to dangerous goods warehousing or JWD Chemicals Supply Chain at the port. The unit performed activities relating to the society/community in line with its missions as follows:

Core Missions

- **Establish a safety data centre.**
 - The safety data centre gathers SDSs, which contain data about chemical importers/exporters' names, chemicals' names, how to cope with situations involving chemicals, officers' contact numbers, etc, and gives information to the organisations requesting assistance in managing chemical-related emergencies.
 - JWD keeps more than 65,000 SDSs per year and systematically stores and makes them available on DG-Net for inspection by relevant parties on a 24-hour basis.
 - The data contained in the SDSs are vital for management of dangerous goods in both normal and emergency situations. Since the dangerous goods at Laem Chabang Port account for more than 70% of the country's total figure, both public- and private-sector organisations will benefit from the data. They will be able to respond timely to cases of emergency that may occur whether within the port or during transport of dangerous goods to plants in Thailand, and hence minimise impacts to the communities, society and environment.

- **Organise training and drills jointly with public and private-sector organisations.**
 - Organized workshop and Laem Chabang Port's annual safety training 2019 jointly with Laem Chabang Port, Laem Chabang City and Laem Chabang terminal operators.
 - Organized Tabletop (TTX) training, emergency response planning for the dangerous goods transportation jointly with Nobel NC Co., Ltd.
 - Provided two lectures regarding the transportation of dangerous goods to the State Railway of Thailand
 - Provided lectures regarding the sea transportation of dangerous goods (IMDG Code) to One Logistics, Eastern Sea Laem Chabang Co., Ltd. (ESCO) Laem Chabang International Terminal Co., Ltd (B-5 Terminal) and Maersk.
 - Provided a lecture on chemical spills emergency response training to Chao Phraya Aphaiphubet Hospital
 - Provided a lecture on the fundamental knowledge of chemical and hazardous substances to Evergreen Container Terminal (Thailand) Co., Ltd.
 - Provided a lecture on the safety regulations in relation to the transportation of dangerous goods within the dangerous goods warehouse at Laem Chabang Port to terminal operators.



- Ensure the safety of more than 150 dangerous goods sampling operations per year, including requiring sampling officers to wear personal protective equipment and employ proper and safe sampling methods/tools.



- Ensure the safety of handling activities involving dangerous goods containers at terminals, especially that the tools, equipment and areas used for the activities are free of risks, eg ignitions, leaked chemicals.



- Ensure proper temperature within the reefer containers used to avoid exposure of dangerous goods to heat and the associated risks of explosion and fire.



- Regularly inspect chemical content in the air in the areas where dangerous goods are stored, to determine presence of leaked chemicals, using VOC/Gas Detector, a device from the United States that meets international standards and gives precise and highly reliable results.

Proactive/Preventive Measures

- Inspect the safety of more than 4,500 (inbound) vessels with dangerous goods on board per year. The safety team will verify SDS data on DG-Net by examining the dangerous goods on board, and perform random inspections of dangerous goods containers, including to detect leaks/spills of hazardous substances.



- Perform random inspections of the vehicles used to transport class 2 dangerous goods (explosives, toxic gases and radioactive substances) and the drivers of the same to ensure the vehicles' satisfaction of legal standards (under the Land Transport Act BE 2522) and that the drivers are ready to drive (eg have enough rest, not under the influence of alcohol or drugs).



- Inspect the conditions of the areas and routes for handling of dangerous goods within Laem Chabang Port to ensure that they pose no risks (eg no road damage, sufficient lighting for driving), and have the safety team report any issues or risks to Laem Chabang Port.

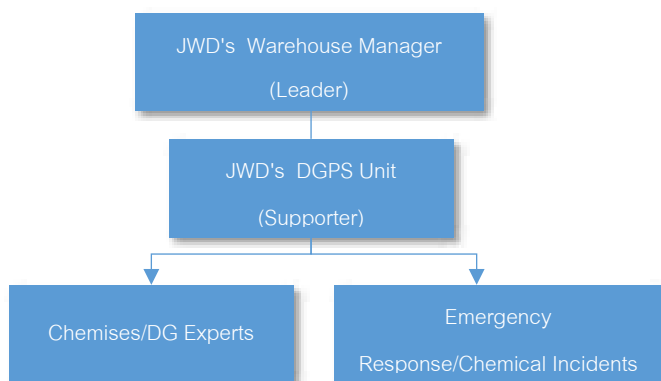
Emergency Response

- Set up a 24-hour emergency response unit/call centre staffed with emergency response officers, chemists and experts in dangerous goods who are ready to respond on a 24-hour basis, and with tools and equipment for management of chemical hazards (eg emergency vehicles, level-A protective clothing), to ensure preparedness for possible incidents. In 2019, JWD's emergency response team successfully controlled at least 43 dangerous goods-related incidents.

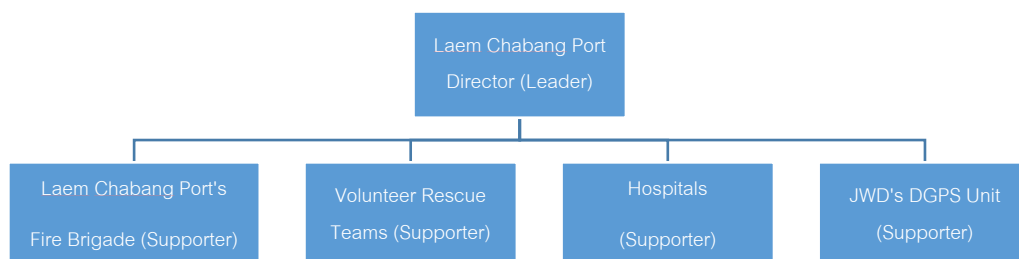


- Cause the DGPS team to prepare four levels of contingency plans that assign the parties involved either to the leader's role or to the supporter's role to tackle chemical spills or fires:

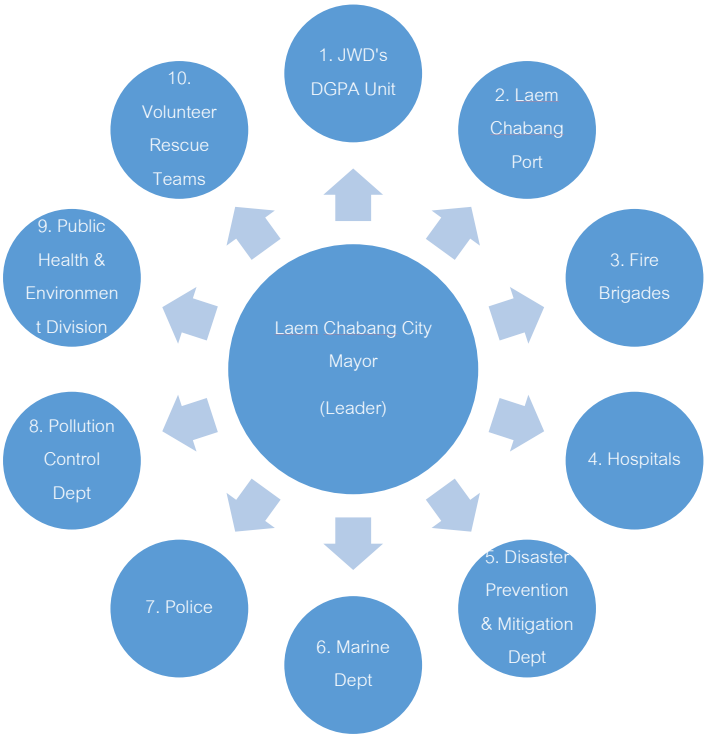
1. Level 1 Contingency Plan, to address emergencies that can be responded without Laem Chabang Port's assistance



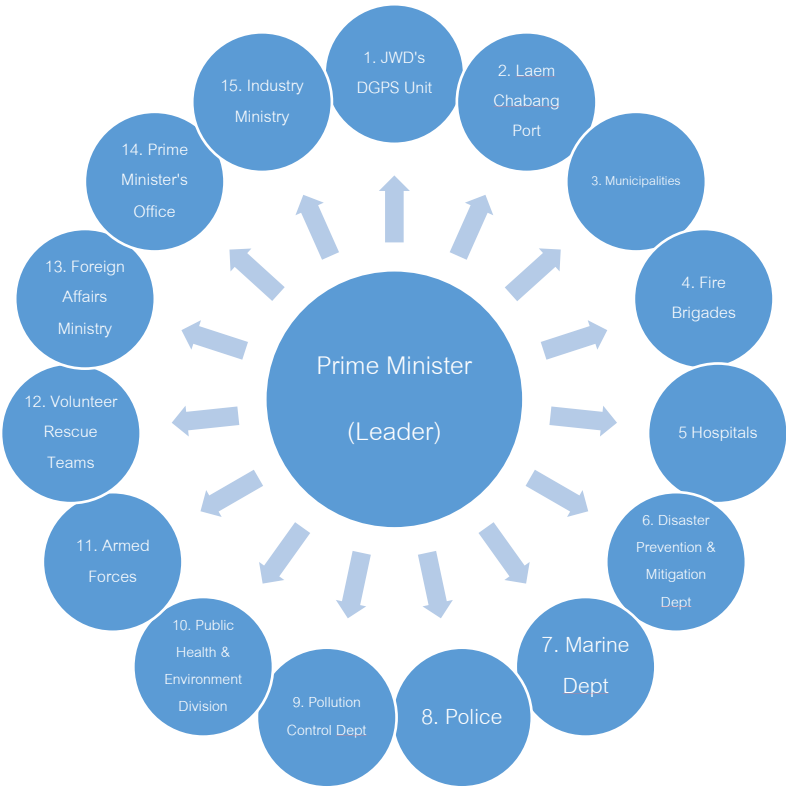
2. Level 2 Contingency Plan, to address emergencies at the level of Laem Chabang Port that require external assistance (eg from the Port's fire brigades)



- 3. Level 3 Contingency Plan, to address emergencies at the level of Laem Chabang City, with the Port taking the leadership role and JWD giving support, including necessary information about emergency response operations



- 4. Level 4 Contingency Plan, to address emergencies at the national level



From the operations, JWD's Dangerous Goods Port Safety (DGPS) had rewarded as follows:

1. Won the "Zero Accident Campaign 2019 Award" during the seven New Year's holidays.
2. Won the "Excellent Safety, Occupational Health and Working Environment Award"

4.2 Project to Use Calico from Ban Aom Rong Heeb Community to Wrap Pallets Instead of Film

Warehousing is a key business of the Company which represents more than 50% of our total revenue. Our main activity in the warehouse business is to keep customers' production organized and in good condition by using film to wrap around pallets and organizing pallets in designated areas. The Company uses a significant amount of film to perform this activity. Therefore, the Company initiated an idea to find a replacement for film that has the same qualification, is reusable, and able to acquire within the area where the warehouses are located in order to help local communities.

The cold storage segment was the first to try using the new calico as a replacement for film to wrap pallets. Calico originates from Ban Aom Rong Heeb Community, which is located at Tambon Ban Ko, Samut Sakhon nearby the cold storage warehouse.

Expenses in regard to the usage of calico in replacement of Film as of November 2019 is summarized as follows:

- Average monthly expenses from film utilization: 99,450 Baht
- Average monthly expenses from calico utilization: 371,790 Baht

Although the average monthly expenses from using calico is higher than of film, calico can be reused for more than 12 months which will reduce the cost by more than 800,000 Baht per annum. Also, this helps generate income for the local community.

Furthermore, the Company has a plan to expand this project to other cold storage plants (currently conducted a trial in one plant) and other affiliates in the cold storage segment.

Film to Warp Pallets



Calico to Warp Pallets



4.3 Other Social and Community Activities

- The company actively recruited local residents, with 16% of its workers at its main warehouse in Laem Chabang being members of the local communities.
- The company adopted a policy to employ people with disabilities.
- The company sponsored community activities.
- The company offered meals and donations to Rangsit Baby Home, etc.
- The company offered meals and donations to Karunyawet Home for person with disabilities.
- The company offered scholarships to all students at Ban lum E Su Community School.

GRI Indicator		Description	Reference Location
Strategy and Analysis Organizational Profile	G4-1	Message from the Board of Directors	Annual Report Pg. 12-13
	G4-2	Key impact, risk and opportunities	Annual Report Pg. 40-47
	G4-3	Name of the organization	JWD InfoLogistics Public Company Limited
	G4-4	Primary brands, products and services	Annual Report Pg. 25-37
	G4-5	Location of the organization's headquarters	Annual Report Pg. 281
	G4-6	Number of countries where the organization operates	Annual Report Pg. 29
	G4-7	Nature of ownership and legal form	Annual Report Pg. 279
	G4-8	Market served	Annual Report Pg. 28-29
	G4-9	Scale of the organization	Annual Report Pg. 20-23, 29
	G4-10	Total workforce by region and gender	Annual Report Pg. 144
	G4-11	Collective bargaining agreements	-
	G4-12	Organization's supply chain	Annual Report Pg. 124
	G4-13	Organizational changes during the reporting period	Annual Report Pg. 20-23, 29
	G4-14	If/How the precautionary approach or principle is addressed by the organization External charters, principles or other initiatives	-
	G4-15	External charters, principles or other initiatives	-
	G4-16	Membership associations	Warehouse, Silo and Cold Storage under the supervision of Department of Internal Trade, The Thai Chamber of Commerce, The Federation of Thai Industries, Hazardous Substances Logistics Association (HASLA)
	G4-17	Entities included in financial statement	Annual Report Pg. 174-277
	G4-18	Process for defining report boundaries and content	Annual Report Pg. 123-124
	G4-19	List all the material aspects identified	Annual Report Pg. 123
	G4-20	If/How the aspect is material within the organization	Annual Report Pg. 123-124
	G4-21	If/How the aspect is material outside the organization	Annual Report Pg. 123-124
	G4-22	Explanation of the effect of any restatements	Annual Report Pg. 177-178
	G4-23	Significant changes from previous reporting periods in the Score and Aspect Boundaries	-
Material Aspect and Boundaries			

GRI Indicator	Description	Reference Location
G4-24	List of stakeholder groups	Annual Report Pg. 125-126
G4-25	Basis for identification and selection of stakeholders	Annual Report Pg. 124
G4-26	Approach to stakeholder engagement	Annual Report Pg. 124-126
G4-27	Key topics and concerns raised through stakeholder engagement	Annual Report Pg. 123-124
G4-28	Reporting period	Jan 1 – Dec 31, 2019
G4-29	Date of most recent previous report	Annual Report 2018 (Dec 31, 2018)
G4-30	Reporting cycle	Annual Report
G4-31	Contact point	ir@jwd-logistics.com
G4-32	"In accordance" option, GRI Index	Annual Report Pg. 123-124
G4-34	Governance structure of the organization	Annual Report Pg. 52-53, 65
G4-35	Process for delegating authority for sustainability topics from the BOD to senior executives and other employees	Annual Report Pg. 13
G4-36	Executive-level positions with responsibility for sustainability topics	-
G4-37	Process for consultation between stakeholders and the highest governance body on sustainability topics.	Annual Report Pg. 125-126
G4-38	Composition of the BOD and its committees	Annual Report Pg. 65, 95-98
G4-39	Whether the Chairman is also an executive office	Annual Report Pg. 65-66
G4-40	Nomination and selection processes for the BOD and its committees	Annual Report Pg. 74-75
G4-41	Process for the BOD to ensure conflicts of interest are avoided and managed	Annual Report Pg. 100
G4-42	The BOD and senior executives' roles in the organization's mission statements, strategies, policies, and goals related to sustainability impacts	Annual Report Pg. 120-122
G4-43	Measures taken to develop and enhance the BOD's knowledge of sustainability topics	Annual Report Pg. 73
G4-46	The BOD's role in reviewing risk management processes	Annual Report Pg. 40-47
G4-47	Frequency of the BOD's review of sustainability impacts, risks and opportunities	Annual Report Pg. 14-15
G4-48	Highest committee or position that formally reviews and approves the organization's sustainability report	Chairman of the Board of Director
G4-51	Remuneration policies for the BOD and senior executives	Annual Report Pg. 70-71
G4-52	Process for determining remuneration	Annual Report Pg. 70-71
G4-53	Stakeholders' views on remuneration	Annual Report Pg. 75-76
G4-56	Codes of conduct	Annual Report Pg. 105
G4-57	Mechanisms for seeking advice on ethical and lawful behavior	Annual Report Pg. 92
G4-58	Mechanisms for reporting concerns about unethical and unlawful behavior	Annual Report Pg. 93-94

GRI Indicator		Description	Reference Location
Economic	G4-DMA	Impacts that make this aspect material	Annual Report Pg. 127-128
	G4-EC1	Economic value generated	Annual Report Pg. 127-128
	G4-EC7	Development and impact of infrastructure investments and services supported	Annual Report Pg. 161-168
	G4-EC8	Indirect economic impacts	Annual Report Pg. 161-168
Environmental	G4-DMA	Impacts that make this aspect material	Annual Report Pg. 135
	G4-EN3	Energy consumption within organization	Annual Report Pg. 135-137
	G4-EN5	Energy intensity	Annual Report Pg. 135-137
	G4-EN6	Reduction of energy consumption	Annual Report Pg. 135-137
	G4-EN7	Reduction of energy through products	Annual Report Pg. 136-137
	G4-EN9	Affected water use	Annual Report Pg. 137-139
	G4-EN13	Habitats protected	Annual Report Pg. 139-143
	G4-EN15	Direct Greenhouse Gas (GHG) emissions (scope 1)	-
	G4-EN16	Indirect Greenhouse Gas (GHG) emissions (scope 2)	Annual Report Pg. 136-137
	G4-EN17	Indirect Greenhouse Gas (GHG) emissions (scope 3)	-
	G4-EN18	Greenhouse Gas (GHG) emissions intensity	Annual Report Pg. 136-137
	G4-EN19	Reduction of Greenhouse Gas (GHG) emissions	Annual Report Pg. 136-137
	G4-EN23	Waste by type and disposal method	Annual Report Pg. 139-140
	G4-EN27	Mitigation of environmental impacts of products and services	Annual Report Pg. 141-143
	G4-EN30	Environmental impacts of transporting products	-
Social	G4-DMA	Impacts that make this aspect material	Annual Report Pg. 161
	G4-LA1	Total number of new employee hires by region	-
	G4-LA2	Benefits provided to full-time employees	Annual Report Pg. 152-160
	G4-LA6	Type of injury and rates of injury	Annual Report Pg. 160
	G4-LA9	Average hours of training per employee	Annual Report Pg. 148-149
	G4-LA10	Programs for skills management and lifelong learning	Annual Report Pg. 146-150
	G4-LA11	Percentage of employees receiving regular performance and career development review	Annual Report Pg. 146-150
	G4-SO4	Communication and training on anti-corruption policies and procedures	Annual Report Pg. 105-106
	G4-PR5	Results of surveys measuring customer satisfaction	Annual Report Pg. 132





FINANCIAL POSITION AND OPERATING PERFORMANCE

Report of The Board of Directors' Accountabilities to Financial Report

The Board of Directors is responsible for the financial statements of JWD InfoLogistics Public Company Limited and its subsidiaries. The aforementioned financial statements are prepared in accordance with generally accepted accounting principles. The financial statements are prepared under appropriated accounting policies and applied consistently by using careful judgment and the reasonable estimation. Significant information is adequately disclosed in the notes to financial statements.

The Board of Directors provides good corporate governance and maintains the risk management system and internal controls to ensure that accounting records are accurate, reliable, timely and adequate to retain the company's assets as well as to prevent fraud and significant irregular operations. The Board has appointed an Audit Committee consisting of independent directors to provide effective and efficient oversight of the financial statements, internal control system and internal audit. The Audit Committee's views are reported in its report in the Company's annual report.

The Board is confident that the internal control system and the internal audit of JWD InfoLogistics Public Company Limited and its subsidiaries represent the financial position, results of operations, and cash flows that gives a true and fair view in accordance with Thai Financial Reporting Standards. The auditors' opinion is presented in the auditors' report as part of this annual report.



Mangkorn Dhanasarnsilp
Chairman of the Board of Director



Mr. Charvanin Bunditkitsada
Chairman of Executive Committee /
Chief Executive Officer

JWD InfoLogistics Public Company Limited

Management Discussion and Analysis for the Year Ended 31 December 2019

(Unit : MM THB)	Quarterly			+ / (-)		Year		+ / (-)
	Q4/2018	Q3/2019	Q4/2019	YoY	QoQ	2018	2019	
Total Revenues	979.9	905.3	988.7	0.9%	9.2%	3,297.6	3,660.2	11.0%
Rental income and revenue from rendering of services	944.8	883.6	969.9	2.6%	9.8%	3,208.0	3,562.3	11.0%
Gross Profit	247.8	237.3	279.6	12.8%	17.8%	848.2	996.1	17.4%
Gross Margin (%)	26.2%	26.9%	28.8%			26.4%	28.0%	
EBITDA	188.7	194.4	237.8	26.0%	22.3%	707.1	848.2	19.9%
Interest income, Dividend income and Other income	21.5	21.8	18.8	(12.6%)	(13.8%)	76.0	97.9	28.8%
Share of profit (loss) of investments in associates and joint ventures	(13.1)	12.4	40.8	-	229.0%	(6.1)	114.7	-
Net profit (loss) attributable to owners of the Company	64.0	75.0	118.8	85.6%	58.4%	224.5	362.8	61.6%
Net profit (loss) Margin (%)	6.5%	8.3%	12.0%			6.8%	9.9%	
Net profit (loss) attributable to owners of the Company(before extra items)	50.3	75.0	118.8	136.2%	58.4%	210.8	362.8	72.1%
Net profit (loss) Margin (%) (before extra items)	5.1%	8.3%	12.0%			6.4%	9.9%	

* Net Profit (Loss) Margin = Net profit (loss) attributable to owners of the Company / Total revenue

Thai economy in the 4th quarter of 2019 grew by 1.6% per year, resulting in the 2019 Year-on-year economic growth of 2.4%, lower than the previous estimate of 2.6%. This is because exports have been affected by the trade war, which is a global economic problem, as well as the delay of the fiscal year 2020 government budget, impact from drought situation and the appreciation of Thai Baht*. On the other hand, the Company is still able to achieve a healthy profit from the existing business. This is accomplished through the Company's operations, which cover a wide range of businesses and the expansion of its logistics operation into the region. This strategy has given the Company a strategic advantage by reducing business risks as well as attaining benefit from such economic situations. The performance for

the year ended December 31, 2019, the Company, had total of Baht 3,660.2 million, improved by Baht 362.6 million or 11.0% from the same period previous year. The company generated revenue from rental and rendering of services of Baht 3,562.3 million, higher than that of last year by Baht 354.3 million or 11.0%. For Q4/2019, the company had total revenues of Baht 988.7 million, improved by Baht 8.8 million or 0.9% from the same period previous year. The company generated revenue from rental and rendering of services of Baht 969.9 million, higher than that of last year by Baht 25.1 million or 2.7%. The increased revenue was mainly due to higher revenue from warehouse and yard management business and food service business.

* Source: Office of the National Economic and Social Development Council

The Company had gross profit for the year ended December 31, 2019, of Baht 996.1 million, gross profit margin was 28.0% which increased by Baht 147.9 million, or 17.4% compared to the same period of previous year, where gross profit was Baht 848.2 million and gross profit margin was 26.4%. For Q4/2019, the company had gross profit of Baht 279.6 million, gross profit margin was 28.8% increased by Baht 31.8 million, or 12.8% compared to the same period of previous year, where gross profit was Baht 247.8 million and gross profit margin was 26.2%.

The Company had interest income, dividend income and other income for the year ended December 31, 2019, of Baht 97.9 million, increased by Baht 21.9 million or 28.8% compared to the same period previous year. For Q4/2019, the company had interest income, dividend income and other income of Baht 18.8 million, decreased by Baht 2.7 million or 12.6% from the same period previous year. This mainly consisted of dividend from AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust (AIMIRT), and interest received from overseas associates.

The Company had share of profit from investments in associates and joint ventures for the year ended December 31, 2019, of Baht 114.7 million, improved by Baht 120.8 million compared to the same period previous year, which had a share lost of Baht 6.1 million. For Q4/2019, the company had share of profit from investments in associates and joint ventures of Baht 40.8 million, improved by Baht 53.9 million from the same period previous year, which had a share lost of Baht 13.1 million. This mainly resulted from the equity income from Transimex Corporation (TMS) in Vietnam, Phnom Penh Special Economic Zone Plc. (PPSEZ) and Bok Seng PPSEZ Dry port in Cambodia.

■ Net Profit

The Company had net profit attributable to owners of the Company (before extra items) for year ended December 31, 2019, of Baht 362.8 million, net profit margin was 9.9% which increased by Baht 152.0 million, or 72.1% from that of previous year where net profit (before extra items) was Baht 210.8 million and net profit margin was 6.4%. For Q4/2019 ended December 31, 2019 the company had net profit attributable to owners of the Company (before extra items) of Baht 118.8 million, net profit margin was 12.0% which increased by Baht 68.5 million, or 136.2% from that of previous year where net profit (before extra items) was Baht 50.3 million and net profit margin was 5.1%.

■ Retroactive Adjustment of Previous Year Financials

The financial statements for the year ended December 31, 2019 included a retroactive adjustment of previous year financials, which was described in the notes to the financial statements. According to the previous financial statement adjustment during the year 2019, the Company found that Phnom Penh Special Economic

Zone Plc. (PPSP), a direct associate, recognized revenue from sales of land during the year 2018 incorrectly. Such revenue should be recognized in 2019 which resulting to PPSP's revenue from sale of land and net profit for the year ended December 31, 2018 were overstated. Thus, PPSP retroactively adjusted this error to the financial statements for the year ended December 31, 2018. Regarding this error in the financial statements of PPSP, the Company over recognized share of profit of investment in such associate for the year ended December 31, 2018 of USD 854.69 million or equivalent to Baht 27.62 million, and investment in such associate as at December 31, 2018 was overstated by the same amount. Therefore, the financial statements for the year ended December 31, 2018 have been retroactively adjusted to correct this error.

■ Development of Business in Year 2019

In February,

JWD Asia Holding Private Ltd. (Singapore) ("JWDAH"), whose 99.99 percent of shares are held indirectly by the Company, acquired ordinary and preference shares in PROSPER LOGISTICS JOINT STOCK COMPANY (Vietnam) ("PPL") making PPL to become the Company's subsidiary. In March 2019, JWDAH and PPL acquired shares and convertible bonds of TRANSIMEX CORPORATION ("TMS"), a listed company in the Ho Chi Minh Stock Exchange ("HOSE") from existing shareholders and convertible bondholders in the proportion of 23.66 percent of total issued shares of TMS.

In March,

The company established a new subsidiary name JWD Art Space Co., Ltd. to provide the first comprehensive art logistics service in Thailand. It offers a 24-hour temperature-and moisture-control fine art storage service, as well as transport services, insurance services, and mobile apps for customers and interested people to use as a channel to communicate and update information. This operation has commenced in November 2019

In July,

The Company established a joint venture company named JWD Store It (Ramindra) Co., Ltd., ("JV"), in which JWD Store It Co., Ltd., a subsidiary which the Company holds 89.00 percent of shares, together with Trakarnyont Co., Ltd. had jointly invested to do Self-Storage business in Ramintra branch.

In August,

The Company's subsidiary named JVK International Movers Co., Ltd. ("JVK"), which Company holds 80.00 percent of shares, sold all of its shares in another Company's subsidiary named Ocean Air International Co., Ltd. ("OAI"), which Company indirectly hold 100% of share through JVK to Mr. Terapol Klayoo, who was an original shareholder of OAI. This is due to the market

trend of Freight Forwarding business is current under highly competitive situation, where OAI had experienced competitive disadvantage from large competitors in the market and suffered continuous operating loss since JWD's acquisition. Therefore, in order to reduce such an impact, the Company decided to sell all shares of OAI back to its original shareholders. This transaction was beneficial to the overall Company's performance.

In November,

The company received the Thailand Sustainability Investment Award (THIS Award) for the second consecutive year and received the "Outstanding Investor Relations Awards" the nominated for Best Investor Relations Awards in the Business Excellence in the SET Award 2019 by the Stock Exchange of Thailand. This reflects the recognition of the Company's responsibility in environment, social and corporate governance, as well as its emphasis in establishing good and long term relationships with investors.

In December,

The company had set up a new subsidiary named "JWD Express Co., Ltd" to provide the last-mile delivery and e-commerce services. The Company indirectly holds 99.99 percent of shares through the subsidiary company named JWD Transport Co., Ltd whose 91.09 percent of shares are held by the Company.

Financial Performance Analysis

Revenue and gross profit margin by business can be summarised as follows:

Revenue (MM THB)	Quarterly			% of Total Revenue	Year		% of Total Revenue
	Q4/2018	Q3/2019	Q4/2019		2018	2019	
1. Warehouse and Yard Management	494.0	497.2	526.6	54.3%	1,857.6	2,012.4	56.5%
2. Transportation and Distribution	137.6	121.0	119.8	12.4%	497.1	490.0	13.8%
3. Moving Service	87.1	85.2	65.2	6.7%	323.2	278.6	7.8%
4. Record and Information Management	26.8	28.1	28.7	3.0%	106.6	112.0	3.1%
5. Food Service	191.1	142.8	218.0	22.5%	399.8	628.8	17.7%
6. Other Services	8.2	9.2	11.5	1.2%	23.7	40.5	1.1%
Total	944.8	883.6	969.9	100%	3,208.0	3,562.3	100%

Gross Profit Margin (%)	Quarterly			Year	
	Q4/2018	Q3/2019	Q4/2019	2018	2019
1. Warehouse and Yard Management	35.0%	35.7%	39.8%	33.4%	37.5%
2. Transportation and Distribution	19.5%	16.0%	19.1%	16.3%	16.9%
3. Moving Service	22.8%	27.9%	35.1%	24.1%	29.1%
4. Record and Information Management	49.8%	42.4%	50.9%	49.9%	46.1%
5. Food Service	11.8%	4.4%	5.5%	10.3%	6.8%
6. Other Services	(90.7)%	(15.0)%	(22.9)%	(111.9)%	(42.9)%
Total	26.2%	26.9%	28.8%	26.4%	28.0%

1. Warehouse and Yard Management

Revenue (MM THB)	Quarterly			% of Total Revenue	Year		% of Total Revenue
	Q4/2018	Q3/2019	Q4/2019		2018	2019	
1.1 General Goods	87.5	79.9	93.9	9.7%	318.8	343.4	9.6%
1.2 Dangerous Goods	123.4	148.0	123.9	12.8%	497.3	556.8	15.6%
1.3 Automotive	121.0	114.7	120.2	12.4%	437.5	464.9	13.0%
1.4 Cold Storage	162.1	154.7	188.5	19.4%	604.0	647.3	18.2%
Total	494.0	497.2	526.6	54.3%	1,857.6	2,012.4	56.5%

Gross Profit Margin (%)	Quarterly (%)			Year (%)	
	Q4/2018	Q3/2019	Q4/2019	2018	2019
1.1 General Goods	13.4%	19.4%	18.2%	10.2%	20.6%
1.2 Dangerous Goods	43.6%	41.7%	47.5%	41.7%	45.1%
1.3 Automotive	32.1%	35.9%	36.9%	32.8%	34.9%
1.4 Cold Storage	42.2%	38.1%	47.4%	39.4%	41.9%
Total	35.0%	35.7%	39.8%	33.4%	37.5%

1.1 General Goods

Revenue of general goods warehouse management service year ended December 31, 2019 was Baht 343.4 million, consisted of revenues from storage Baht 185.1 million, handling service Baht 88.1 million, custom clearance service Baht 19.3 million and other value added services Baht 50.9 million. Total revenue increased by Baht 24.6 million or 7.7% from that of the previous year. For Q4/2019, the Company had revenue from general goods warehouse management service Baht 93.9 million, higher than that of last year by Baht 6.4 million or 7.3%. This mainly resulted from the increase of volume of storage and valued added service in general warehouse and chemical supply chain warehouse. The business also attain the benefit from the movement of manufacturing bases out of China due to the trade war between China and US.

Gross profit of general goods warehouse management service for the year ended December 31, 2019 was Baht 70.9 million, and gross profit margin was 20.6%, increased by Baht 38.3 million or 117.5% compared with the same period last year where gross profit was Baht 32.6 million and

gross profit margin was 10.2%. For Q4/2019, the company had gross profit of Baht 17.1 million, gross profit margin was 18.2%, increased by Baht 5.4 million or 46.2% compared to the same period previous year where gross profit was Baht 11.7 million and gross profit margin was 13.4%.

1.2 Dangerous Goods

Revenue of dangerous goods warehouse management service for the year ended December 31, 2019 was Baht 556.8 million, consisted of revenue from yard management of Baht 545.8 million and from warehouse management of Baht 11.0 million. Total revenue was increased by Baht 59.5 million or 12.0%. The quantity of dangerous goods throughput for the year ended December, 2019 was 175,682 TEU*, increased by 2.1% from previous year. This mainly resulted from the increased of dangerous goods throughput, together with increased revenue from longer of storage time and revenue from handling of containers held over since 2018 in dangerous goods yard. For Q4/2019, revenue for the three-month period ended December 31, 2019 was 123.9 million, higher than that of last year by Baht 0.5 million or 0.4%.

Volume	Quarterly			Year	
	Q4/2018	Q3/2019	Q4/2019	2018	2019
Yard (TEU*)	44,075.8	44,708.0	42,260	171,991	175,682
Warehouse (Revenue Ton)	5,232	6,121	5,985	17,741	22,399

*TEU (Twenty Equivalent Unit) is 20-foot equivalent containers

Gross profit of dangerous goods warehouse management service for the year ended December 31, 2019 was Baht 251.0 million, gross profit margin was 45.1%, increased by Baht 43.6 million or 21.0% compared with the same period last year where gross profit was Baht 207.4 million and gross profit margin was 41.7%. For Q4/2019, the company had gross profit of Baht 58.9 million, gross profit margin was 47.5%, increased by Baht 5.1 million or 9.5% compared to the same period previous year where gross profit was Baht 53.8 million and gross profit margin was 43.6%.

1.3 Automotive

For the year ended December 31, 2019, the Company had revenue from automotive yard management of Baht 464.9 million, consists of revenue from storage of Baht 254.9 million and revenue from service rendering of Baht 210.0 million, which was increase by Baht 27.4 million or 6.3% due to the additional jobs from new and existing customers from previous year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was 120.2 million, compared from the same period last year by Baht 0.9 million or 0.7%, which is in the same level as the previous year. Nevertheless, the Company had received additional long term contracts from two new customers by the end of 2019 and the operation has already started in 2020, which will result in continuous revenue growth for this business.

Gross profit for year ended December 31, 2019 was Baht 162.1 million, gross margin was 34.9% increased by Baht 18.6 million, or 13.0% compared to the same period previous year where gross profit was Baht 143.5 million and gross profit margin was 32.8%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 44.4 million and gross profit margin was 36.9% increased from that of last year by Baht 5.5 million, or 14.1%, where gross profit was Baht 38.9 million and gross profit margin was 32.1%.

Average occupancy rate, excluding on-site area, for the year ended December 31, 2019 was 90.8%, increased from that of previous year which was 85.0%. And the average rate for the three-month period ended December 31, 2019 was 92.5%, increased from that of previous year which was 85.0%.

1.4 Cold Storage

The Company had revenue from cold storage management for the year ended December 31, 2019 of Baht 647.3 million, higher from that of previous year by Baht 43.3 million, or 7.2%. For Q4/2019, the company had revenue from cold storage management Baht 188.5 million, increased than that of last year by Baht 26.4 million or 16.3%. There is an increasing trend of storage and service volume from seafood and poultry products starting from end of Q3 through Q4 2019. This was partly the benefit from the appreciation of Thai Baht and lower global commodity price.

Gross profit from cold storage management for the year ended December 31, 2019 was Baht 271.2 million and gross profit margin was 41.9%, increased by Baht 33.4 million or 14.0% compared with the same period last year

where gross profit was Baht 237.8 million and gross profit margin was 39.4%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 89.4 million and gross profit margin was 47.4%, increased from that of last year by Baht 21.0 million, or 30.7%, where gross profit was Baht 68.4 million and gross profit margin was 42.2%.

Average occupancy rate for the year ended December 31, 2019 was 79.0%, decreased from that of previous year which was 83.8%, and the average rate for the three-month period ended December 31, 2019 was 85.1%, increased from that of previous year which was 83.5%. Note that the Company had additional capacity from a the new cold storage (Building 8 in Mahachai) which uses the automated system to provide warehouse management services, thereby increase the revenue generating capability of the business. The introduction this automated system also yields better operation efficiency as well as reduced labor and energy costs, which will result in higher profitability in long run.

2. Transportation and Distribution Service

For the year ended December 31, 2019, the Company had revenue from transportation and distribution service of Baht 490.0 million which can be divided by product category as general goods at Baht 89.1 million, dangerous goods at Baht 123.8 million, automotive at Baht 162.9 million, temperature-controlled product at Baht 45.4 million, cross-border at Baht 27.3 million and lift on-lift off activities for rail transportation at Baht 41.5 million. The revenue decreased by Baht 7.1 million or 1.4% from previous year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was Baht 119.8 million, decreased from that of last year by Baht 17.8 million or 12.9%. This mainly resulted from the decrease volume of rail yard management service, which had been affected by the shrinking export volume of petrochemical and pulp business from Thai Baht currency strengthening and U.S.-China trade war. However, since Q4/2019 through year 2020 the rail transportation volume back to normal and improve continuously. Moreover, the Company was awarded by the Port Authority of Thailand as a single operator to operate lifting and transportation service for the new Barge Terminal (Terminal A) in Laem Chabang. This operation has already started in January 2020, and will contribute a significant revenue growth of this business for years to come.

Gross profit of this service for the year ended December 31, 2019 was Baht 82.8 million and gross profit margin was 16.9%, increased by Baht 2.0 million or 2.5% compared to that of last year where gross profit was

Baht 80.8 million and gross profit margin was 16.3%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 22.9 million and gross profit margin was 19.1%, decreased from that of last year by Baht 3.9 million, or 14.6%, where gross profit was Baht 26.8 million and gross profit margin was 19.5%.

3. Moving Service for Domestic and International

For the year ended December 31, 2019, the Company had revenue from domestic and international moving service of Baht 278.6 million consisted of revenue from household moving service at Baht 191.5 million, office moving service at Baht 14.4 million, factory moving service at Baht 21.6 million, fine arts and exhibition items moving service at Baht 8.0 million and other services at Baht 43.1 million. Total revenue decreased by Baht 44.6 million or 13.8% from that of the previous year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was Baht 65.2 million, decreased from that of last year by Baht 21.9 million or 25.1%. This mainly resulted from cut of revenue from Ocean Air International Co., Ltd. ("OAI"), which the Company had divested since August 2019.

Gross profit for the year ended December 31, 2019 was Baht 81.0 million and gross profit margin was 29.1%, increased by Baht 3.0 million or 3.8% compare to that of last year where gross profit was Baht 78.0 million and gross profit margin was 24.1%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 22.9 million and gross profit margin was 35.1%, increased from that of last year by Baht 3.1 million, or 15.7%, where gross profit was Baht 19.8 million and gross profit margin was 22.8%.

4. Record and Information Management

For the year ended December 31, 2019, the Company had revenue from the record and information management service of Baht 112.0 million, which can be divided into storage revenue at Baht 92.5 million and handling service and transportation at Baht 19.5 million. Total revenue increased by Baht 5.4 million or 5.1% from the same period of previous year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was Baht 28.7 million, higher than that of last year by Baht 1.9 million or 7.1%. Due to the increased of boxes and files stock level as follows:

Quantity (Unit)	Quarterly			Year	
	Q4/2018	Q3/2019	Q4/2019	2018	2019
Boxes (Average)	875,114	943,658	955,455	871,761	927,411
Files (Average)	10,253,966	11,001,548	11,183,354	9,812,597	10,897,209
Scan (Total)	1,731,479	1,561,912	1,507,702	4,131,952	5,927,681

Gross profit for the year ended December 31, 2019 was Baht 51.6 million and gross profit margin was 46.1%, decreased by Baht 1.6 million or 3.0% from that of previous year where gross profit was Baht 53.2 million and gross profit margin was 49.9%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 14.6 million and gross profit margin was 50.9%, increased by Baht 1.3 million or 9.8% from that of previous year, where gross profit was Baht 13.3 million and gross profit margin was 49.8%.

5. Food Service Business

For the year ended December 31, 2019, the Company had revenue from food service business Baht 628.8 million. Total revenue increased by Baht 229.0 million or 57.3% from that of the previous year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was Baht 218.0 million, increased from that of last year by Baht 26.9 million or 14.1%. The increase in revenue was a result from marketing of several new product items as well as the benefit of the seasonality in second half of the year.

Gross profit for the year ended December 31, 2019 was Baht 42.7 million and gross profit margin was 6.8%, increased by Baht 1.3 million or 3.1% compare to that of last year where gross profit was Baht 41.4 million and gross profit margin was 10.3%. For Q4/2019, gross profit for the three-month period ended December 31, 2019 was Baht 12.1 million and gross profit margin was 5.5%, decreased from that of last year by Baht 10.5 million, or 46.4%, where gross profit was Baht 22.6 million and gross profit margin was 11.8%. The decrease in gross profit was mainly resulted from the investment and expense in the construction, installation and license application of the new vegetable cutting facility in Taiwan. This facility had already started operation in 2020.

6. Other Businesses

For the year ended December 31, 2019, the company had revenue from other services of Baht 40.5 million, increased by Baht 16.8 million, or 70.9% from that of the last year. For Q4/2019, revenue for the three-month period ended December 31, 2019 was Baht 11.5 million, increased by Baht 3.3 million, or 40.2% from that of the last year. This mainly resulted from the expansion of self-storage business and new operation of JWD Art Space business, which was commenced in November 2019.

■ Share of profit (loss) of investments in associates and joint ventures

The Company had equity income from investment in associates and joint ventures for the year ended December 31, 2019 of Baht 114.7 million, increased by Baht 120.8 million from that of the last year, which had a share lost of Baht 6.1 million. For Q4/2019, the company had share of profit of investments in associates and joint ventures of Baht 40.8 million, improved by Baht 53.9 million from the same period previous year, which had a share lost of Baht 13.1 million. The company currently has following important investments in associates and joint ventures, i.e., Cold and general warehouses in Cambodia and Laos, Phnom Penh Special Economic Zone (PPSEZ) and Bok Seng PPSEZ Dry port in Cambodia, Cold storage Adib Cold Logistics (ACL) in Indonesia which the company jointly acquired with Samudera Group, JWD Bokseng Logistics doing business in project cargo in Thailand and region, CJ JWD Logistics doing business in e-commerce logistics in Thailand and Transimex Corporation (TMS) in Vietnam.

■ Other income

The Company had income from investment and other operation for the year ended December 31, 2019 of Baht 97.9 million, increased by Baht 21.9 million, or 28.8% from that of the last year. For Q4/2019, income from investment and other operation was 18.8 million, lower than that of last year by Baht 2.7 million or 12.6%. This mainly resulted from dividend on AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust (AIMIRT) and interest received from overseas associates.

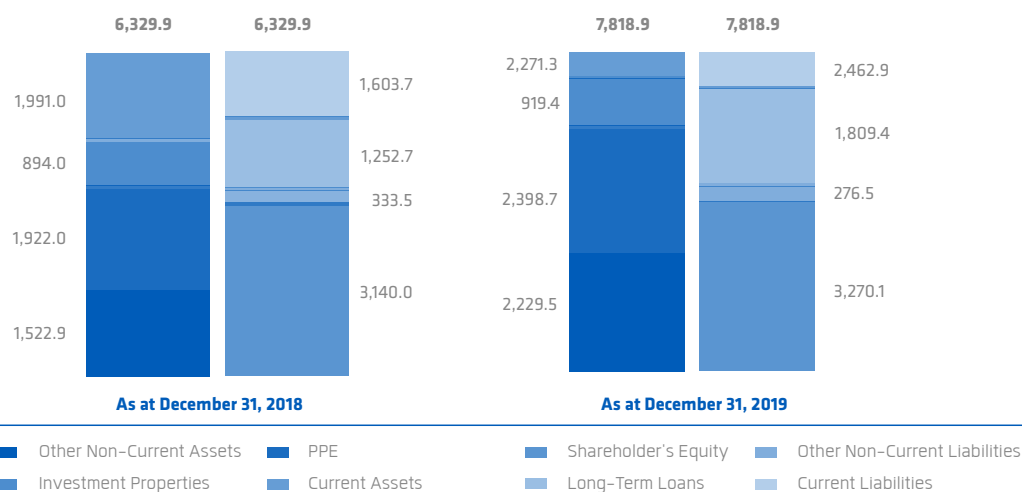
■ Selling and Administrative Expenses

For the year ended December 31, 2019, the company had selling and administrative expenses of Baht 697.7 million, increased from that of previous year by Baht 129.7 million, or 22.8%. For Q4/2019, selling and administrative expense was Baht 180.0 million, increased from that of previous year by Baht 17.6 million, or 10.8%. This increase was mainly resulted from expenses incurred in new business development, i.e. JWD Art space, Cold Chain Express, Barge terminal (Terminal A), whereas the selling and administrative expenses of existing business were still maintained at normal level.

■ Finance Cost

For the year ended December 31, 2019, the company had finance cost of Baht 106.8 million, increased by Baht 24.6 million, or 29.9% compared with that of previous year. For Q4/2019 ended December 31, 2019, finance cost was Baht 27.4 million, increased from that of previous year by Baht 5.2 million, or 23.4%. This mainly resulted from loans to support various investment projects such as the investment in Transimex Corporation (TMS) Vietnam.

Statement of Financial Position



■ Assets

As at December 31, 2019, the Company had total assets of baht 7,818.9 million, increased from December 31, 2018 by Baht 1,489.0 million, or 23.5% which was mainly from the investment in associate and conversion of debentures into shares of Baht 572.7 million in TRANSIMEX CORPORATION (TMS), Vietnam, thereby increasing the shareholding ratio to 24.78%. The increase of property, plant and equipment by Baht 446.9 million from the construction of new cold storage warehouse in Mahachai.

The Company's assets mainly consist of non-current assets especially property, plant and equipment and investment properties amounted 30.7 % and 11.8% of total assets, respectively.

Current Assets

As at December 31, 2019, current asset was Baht 2,271.3 million, increased from December 31, 2018 by Baht 280.3 million, or 14.1%. This mainly resulted from the increases in Cash and cash equivalents of Baht 429.1 million and trade receivables by Baht 96.4 million. On the other hand, short-term loans to relate parties decreased by Baht 332.3 million from the receipt of loan repayment.

Non-Current Assets

As at December 31, 2019, non-current assets was Baht 5,547.7 million, increased from December 31, 2018 by Baht 1,208.8 million, or 27.9%. This mainly resulted from the increases in investment in associates by Baht 634.8 million, the additional investments, the recognition of profit sharing from investments and the increases in property, plant and equipment of Baht 476.7 million.

■ Liabilities

As at December 31, 2019, the Company had total liabilities of Baht 4,548.8 million, increased from December 31, 2018 by Baht 1,355.4 million or 42.6 %. This mainly resulted from the increases in long-term borrowings from financial institutions by Baht 1,355.4 million, in which main purposes were for investment in an associate, i.e., TMS, and investment in the construction of the automatic cold storage warehouse (ASRS).

Current Liabilities

As at December 31, 2019, current liabilities was Baht 2,462.9 million increased from December 31, 2018 by Baht 859.2 million, or 53.6% which was mainly from the increase in Bank overdrafts and short-term borrowings from financial institutions by Baht 881.0 million.

Non-Current Liabilities

As at December 31, 2019, non-current liabilities was Baht 2,085.9 million, increased from December 31, 2018 by Baht 499.6 million or 31.5%. This mainly resulted from the increase in long-term loans from financial institutions by Baht 942.8 million and the reclassification of current portion of the debentures to current liabilities of Baht 386.0 million.

■ Shareholder's Equity

As at December 31, 2019, shareholder's equity was Baht 3,270.1 million, increased from December 31, 2018 by Baht 130.2 million or 4.1%, which mainly resulted from the recognition of net profit and non-controlling interests in year 2019.

The Company paid cash dividend at rate of THB 0.21 per share or the amount of approximately THB 214.2 million or being 78.9% of net profit. The dividend shall be paid out of the net profit of the separate financial statement operating period from 1 January 2018 to 31 December 2018. The total of dividend shall be deducted withholding tax at the rate as prescribed by law.

Statement of Cash Flows

(Unit : MM THB)	Year	
	2018	2019
Cash and Cash Equivalents at 1 January	1,218.8	456.4
Net Cash from / (used in) Operating Activities	497.3	452.1
Net Cash from / (used in) Investing Activities	(1,342.3)	(1,022.3)
Net Cash from / (used in) Financing Activities	83.9	989.6
Impact of foreign exchange rates	1.3	7.2
Net Increase (Decrease) in Cash and Cash Equivalents	(759.8)	426.6
Cash included in disposal assets group classified as held for sales	(2.6)	2.6
Cash and Cash Equivalents at 31 December	456.4	885.6

■ Cash flows from operating activities

For the year ended December 31, 2019, the Company had net cash from operating activities of Baht 452.1 million, which was mainly resulted from the increase of advance cash payment for raw material, i.e., cheese, due to increase sales by baht 31.0 million, the increase in account receivable by baht 103.5 million resulting from additional sales from cold storage business and payment of damages according to the Supreme court order on 21 November 2019 of baht 85.1 million.

■ Cash flows from investing activities

For the year ended December 31, 2019, net cash used in investing activities was Baht 1,022.3 million, which was mainly resulted from cash paid for purchasing of

investments in associates and joint ventures of baht 542.1 million and cash paid for an investment in the new cold storage in Mahachai of baht 446.9 million.

■ Cash flows from financing activities

For the year ended December 31, 2019, the Company had net cash from in financing activities of Baht 989.6 million, which was mainly resulted from the increase in long-term loans from financial institutions used for investment in TRANSIMEX CORPORATION (TMS), Vietnam, by baht 550.0 million, Dividend payment of baht 214.2 million and Interest payment on loans to financial institutions of baht 107.0 million.

Key Financial Ratios

	Year	
	2018	2019
Gross Margin (%)	26.4%	28.0%
Net Profit (Loss) Margin (%)	6.4%	9.9%
Current Ratio (Times)	1.24	0.92
Liability to Equity (Times)	1.01	1.39
Interest Bearing Debt to Equity (Times)	0.72	1.10

Note:

Gross Margin

= Gross Profit / Rental income and revenue from rendering of services

Net Profit (Loss) Margin

= Net profit (loss) attributable to owners of the Company / Total revenue

Current Ratio

= Current Asset / Current Liabilities

Liability to Equity

= Total Liabilities / Shareholder's Equity

Interest Bearing Debt to Equity

= Interest Bearing Debt / Shareholder's Equity

REPORT OF THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS**TO THE SHAREHOLDERS AND BOARD OF DIRECTORS****JWD INFOLOGISTICS PUBLIC COMPANY LIMITED****Opinion**

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

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

Basis for Opinion

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

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Emphasis of Matter

We draw attention to Note 4 of the financial statements regarding the correction of the Group's prior year errors in relation to the recognition of share of profit of investment in Phnom Penh SEZ Ple. ("PPSP") which is an associate. The Company retrospectively restated the consolidated financial statements for the year ended December 31, 2018, presented as comparative information. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the consolidated and separate financial statements of the current period. This matter was addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. In addition to the matter described in the Basis for Qualified Opinion section we have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	Audit Responses
<p>Impairment of investments in subsidiaries, associates and joint ventures</p> <p>The Group has investments in subsidiaries, associates and joint ventures which are significant to the financial statements. We have focused our audit on the balance of investment in subsidiaries, associates and joint ventures because investments in subsidiaries, associates and joint ventures are highly significant to the financial statements and are depended on the management judgements and assumptions used in the impairment assessment. The management is required to exercise judgment in determining assumptions which are uncertain in considering the discounted future cash flows.</p> <p>Accounting policies of investments, and impairment and detail of investments in subsidiaries, associates and joint ventures were disclosed in the Notes 3.7, 3.13, 15 and 16 to the financial statements, respectively.</p>	<p>Key audit procedures were included:</p> <ul style="list-style-type: none"> • Understanding the impairment consideration process and related internal control procedures on the recognition of impairment of investments in subsidiaries, associates and joint ventures. • Evaluating the design and implementation of the internal control procedures on the recognition of impairment of investments in subsidiaries, associates and joint ventures. • Performing substantive testing as follows: <ul style="list-style-type: none"> - Examining the supporting documents in relation to the management consideration of impairment indicators for investments in subsidiaries, associates and joint ventures. - Assessing the appropriateness of the management estimate by reviewing the actual operating result to the estimate in the prior year. - Assessing the appropriateness of valuation model and key assumptions used by the management used in the estimation of the allowance for impairment of investments in subsidiaries, associates and joint ventures. - Reviewing the presentation and related disclosures.

Deloitte Touche Tohmatsu Jaiyos Audit

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Other Matter

We had expressed a qualified audit opinion on the consolidated financial statements for the year ended December 31, 2018, according to our report thereon dated February 21, 2019, that we were unable to obtain sufficient appropriate audit evidence about the carrying amount of investment in Phnom Penh SEZ Plc. (“PPSP”), an associate, as at December 31, 2018 of Baht 260.88 million, and the share of profit of PPSP for the year then ended of Baht 25.36 million because the financial statements for the year ended December 31, 2018 of PPSP. were being audited by the associate’s auditor, which had not been completed. Therefore, the Company recorded investment in PPSP under the equity method by using the unaudited financial statements for the year ended December 31, 2018, which were prepared by the management of PPSP. However, on March 29, 2019, the financial statements for the year ended December 31, 2018 of PPSP (before restated) had been completely audited by its auditor. Therefore, we had obtained sufficient audit evidence about this matter and conclusion that there were no any adjustments that are required to the amounts of investment in PPSP as at December 31, 2018, and the share of profit of PPSP for the year then ended.

Other Information

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

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

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

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

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

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

Deloitte Touche Tohmatsu Jaiyos Audit

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

Deloitte Touche Tohmatsu Jaiyos Audit

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- Evaluate the overall presentation, structure and content of the consolidated and the separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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



Dr. Kiatniyom Kuntisook
Certified Public Accountant (Thailand)
Registration No. 4800

BANGKOK
February 28, 2020

DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated financial statements			Separate financial statements	
		As at December 31, 2019	As at December 31, 2018 "Restated"	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	7.3	885,538,722	456,394,959	1,218,770,842	458,051,571	82,582,023
Current investments	8	959,913	16,012,814	32,801,659	959,913	5,966,084
Trade and other current receivables						
Trade receivables	6 and 9	737,437,761	641,030,903	364,415,985	101,882,410	78,133,530
Other current receivables	6 and 10	214,973,761	205,294,160	158,312,497	42,301,161	42,069,049
Short-term loans						
Short-term loans to related parties	6 and 11	63,000,000	395,340,000	-	204,920,000	469,340,000
Short-term loans to other parties	11	159,204,937	86,710,192	40,432,463	150,000,000	8,182,463
Current portion of long-term loans to related parties	6 and 18	100,884,451	51,245,811	16,235,871	100,884,451	62,025,811
Current portion of long-term loans to other companies	18	596,183	-	-	-	-
Inventories	12	59,947,669	60,230,939	1,874,423	-	-
Other current assets		48,713,095	31,498,058	20,394,062	2,844,755	2,144,236
Disposal assets group classified as held for sale	13	-	47,253,111	-	-	-
Total Current Assets		<u>2,271,256,492</u>	<u>1,991,010,947</u>	<u>1,853,237,802</u>	<u>1,061,844,261</u>	<u>750,443,196</u>
NON-CURRENT ASSETS						
Deposits at financial institutions pledged as collateral	14	36,772,419	36,439,014	35,835,269	20,878,413	20,672,990
Investments in associates	15	1,031,963,323	397,114,819	9,706,137	236,495,342	235,515,442
Investments in subsidiaries	16	-	-	-	3,282,619,059	2,697,019,368
Investments in joint ventures	15	43,701,929	51,580,660	36,547,848	-	-
Other long-term investments	17	243,058,174	167,566,240	223,479,280	207,700,000	158,100,000
Long-term loans						
Long-term loans to related parties	6 and 18	69,419,510	55,083,536	102,698,604	95,441,143	102,303,536
Long-term loans to other companies	18	22,403,817	-	-	-	-
Intangible assets under operating agreement	19	278,899,243	283,114,288	301,535,204	279,017,187	283,114,288
Investment properties	20	919,364,472	894,049,374	858,850,761	-	-
Property, plant and equipment	21	2,398,716,150	1,922,011,339	1,735,222,941	108,882,221	101,210,122
Leasehold rights	22	64,700,620	68,246,993	71,999,114	-	-
Goodwill	23	92,902,181	113,523,036	40,672,520	-	-
Intangible assets	24	174,548,764	192,161,310	86,363,529	27,423,509	26,190,620
Deferred tax assets		18,486,397	36,240,191	42,265,255	-	18,610,511
Other non-current assets	25	152,739,920	121,724,140	134,133,066	95,564,199	94,092,369
Total Non-current Assets		<u>5,547,676,919</u>	<u>4,338,854,940</u>	<u>3,679,309,528</u>	<u>4,354,021,073</u>	<u>3,736,829,246</u>
TOTAL ASSETS		<u><u>7,818,933,411</u></u>	<u><u>6,329,865,887</u></u>	<u><u>5,532,547,330</u></u>	<u><u>5,415,865,334</u></u>	<u><u>4,487,272,442</u></u>

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated financial statements			Separate financial statements	
		As at December 31, 2019	As at December 31, 2018 "Restated"	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018
LIABILITIES AND SHAREHOLDERS' EQUITY						
CURRENT LIABILITIES						
Bank overdrafts and short-term borrowings from financial institutions	26	1,073,055,558	192,136,025	215,978,693	888,000,000	-
Trade and other current payables						
Trade payables	6 and 27	410,157,002	358,302,841	239,453,791	65,117,851	89,182,969
Other current payables	6 and 28	285,522,304	264,328,573	148,539,157	51,662,552	31,935,235
Current portion of debentures	26	386,000,000	300,000,000	200,000,000	386,000,000	300,000,000
Current portion of long-term borrowings from financial institutions	26	186,145,722	354,443,750	331,020,271	34,780,507	16,121,061
Current portion of long-term borrowings from related parties	6 and 26	-	4,840,000	-	-	-
Current portion of liabilities under finance lease agreements	26	61,742,391	51,652,606	30,438,812	7,113,582	5,015,170
Short-term borrowings from related parties	6 and 26	-	-	-	65,000,000	298,000,000
Current income tax payable		6,911,260	8,911,896	70,932,801	-	-
Other current liabilities		53,326,089	47,506,210	45,333,125	10,822,449	9,532,002
Liabilities included in disposal assets group classified as held for sale	13	-	21,538,868	-	-	-
Total Current Liabilities		2,462,860,326	1,603,660,769	1,281,696,650	1,508,496,941	749,786,437
NON-CURRENT LIABILITIES						
Debentures	26	514,000,000	900,000,000	300,000,000	514,000,000	900,000,000
Long-term borrowings from financial institutions	26	1,295,432,831	352,664,438	565,365,835	566,405,908	55,083,535
Long-term borrowings from related parties	6 and 26	19,000,000	24,160,000	29,000,000	-	-
Unearned revenue and long-term accrued rental expenses	29	60,896,601	49,075,021	52,077,806	-	-
Liabilities under finance lease agreements	26	86,341,980	95,210,729	59,800,155	10,284,718	8,567,672
Deferred tax liabilities		38,463,582	40,844,276	23,655,861	2,904,913	-
Non-current provisions for employee benefits	30	65,319,287	36,310,053	38,903,874	20,242,949	8,656,583
Other non-current provision	31	-	80,167,490	75,961,290	-	80,167,490
Other non-current liabilities		6,481,842	7,820,418	6,418,374	3,225,053	3,321,692
Total Non-current Liabilities		2,085,936,123	1,586,252,425	1,151,183,195	1,117,063,541	1,055,796,972
TOTAL LIABILITIES		4,548,796,449	3,189,913,194	2,432,879,845	2,625,560,482	1,805,583,409

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated financial statements			Separate financial statements	
		As at December 31, 2019	As at December 31, 2018 “Restated”	As at January 1, 2018	As at December 31, 2019	As at December 31, 2018
LIABILITIES AND SHAREHOLDERS' EQUITY (CONTINUED)						
SHAREHOLDERS' EQUITY						
SHARE CAPITAL						
Authorized share capital						
1,020,000,000 ordinary shares of Baht 0.50 each	32	510,000,000	510,000,000	510,000,000	510,000,000	510,000,000
Issued and paid-up share capital						
1,020,000,000 ordinary shares of Baht 0.50 each, fully paid		509,999,972	509,999,972	509,999,972	509,999,972	509,999,972
Share premium on ordinary shares	32	1,335,829,590	1,335,829,590	1,335,829,590	1,335,829,590	1,335,829,590
Surplus on acquisition of subsidiaries by share swap	32	390,969,319	390,969,319	390,969,319	390,969,319	390,969,319
Surplus on business restructuring under common control	32	428,789,709	421,301,739	421,301,739	-	-
Surplus on share-based payment transactions		3,241,598	3,241,598	3,241,598	3,241,598	3,241,598
Retained earnings						
Appropriated						
Legal reserve	32	51,000,000	51,000,000	51,000,000	51,000,000	51,000,000
Unappropriated		438,751,154	304,000,513	338,057,568	457,104,373	388,168,554
Other components of shareholders' equity		(8,625,832)	1,143,365	(4,330,532)	42,160,000	2,480,000
Equity attributable to owners of the parent		3,149,955,510	3,017,486,096	3,046,069,254	2,790,304,852	2,681,689,033
Non-controlling interests		120,181,452	122,466,597	53,598,231	-	-
TOTAL SHAREHOLDERS' EQUITY		3,270,136,962	3,139,952,693	3,099,667,485	2,790,304,852	2,681,689,033
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		7,818,933,411	6,329,865,887	5,532,547,330	5,415,865,334	4,487,272,442

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME
AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated financial statements		Separate financial statements	
		2019	2018 "Restated"	2019	2018
REVENUES					
Revenues from rental and rendering of services	6	2,938,017,393	2,808,198,587	1,042,848,713	979,294,435
Revenues from sales	43	624,322,129	399,780,320	-	-
Interest income and dividend income		56,023,295	43,123,299	259,311,810	274,938,122
Gain on sale of assets to trust	21	-	13,702,595	-	-
Other income		41,876,633	32,832,912	20,203,545	6,686,215
Total Revenues		3,660,239,450	3,297,637,713	1,322,364,068	1,260,918,772
EXPENSES					
Costs of rental and rendering of services	36	1,984,471,935	2,001,678,764	740,042,985	770,179,569
Costs of goods sold	36 and 43	581,808,375	358,148,127	-	-
Selling expenses	36	64,456,093	55,369,879	13,589,894	14,813,812
Administrative expenses	36	633,255,180	512,622,903	183,988,186	141,427,004
Loss on provisions	31	4,975,724	4,206,200	4,975,724	4,206,200
Finance costs		106,838,823	82,213,146	74,630,158	52,252,220
Total Expenses		3,375,806,130	3,014,239,019	1,017,226,947	982,878,805
Share of profit (loss) of investments in associates and joint ventures	6	114,720,916	(6,114,008)	-	-
PROFIT BEFORE INCOME TAX EXPENSE		399,154,236	277,284,686	305,137,121	278,039,967
INCOME TAX EXPENSE	37	(46,754,706)	(50,467,777)	(14,788,298)	(6,566,311)
PROFIT FOR THE YEAR		352,399,530	226,816,909	290,348,823	271,473,656
OTHER COMPREHENSIVE INCOME (LOSS)					
Components of other comprehensive income that will be reclassified to profit or loss					
Share of other comprehensive loss of investments in foreign associates and joint ventures		(60,050,654)	-	-	-
Exchange differences on translation of financial statements of foreign subsidiaries		8,045,704	(1,259,464)	-	-
Gain on remeasurement of available-for-sale investments	17	49,600,000	1,788,480	49,600,000	1,788,480
Income tax relating to components of other comprehensive income that will be reclassified to profit or loss	37	(9,920,000)	(357,696)	(9,920,000)	(357,696)
		(12,324,950)	171,320	39,680,000	1,430,784
Components of other comprehensive income that will be not reclassified to profit or loss					
Loss on remeasurements of defined benefit plans	30	(16,799,950)	-	(9,016,278)	-
Income tax relating to components of other comprehensive income that will be not reclassified to profit or loss	37	3,359,990	-	1,803,256	-
		(13,439,960)	-	(7,213,022)	-
Other comprehensive income (loss) for the year, net of tax		(25,764,910)	171,320	32,466,978	1,430,784
Total comprehensive income for the year		326,634,620	226,988,229	322,815,801	272,904,440

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)
AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2019	2018 "Restated"	2019	2018
Profit (loss) attributable to:					
Owners of the parent		362,790,583	224,518,837	290,348,823	271,473,656
Non-controlling interests		(10,391,053)	2,298,072	-	-
Profit for the year		<u>352,399,530</u>	<u>226,816,909</u>	<u>290,348,823</u>	<u>271,473,656</u>
Total comprehensive income (loss) attributable to:					
Owners of the parent		339,581,426	224,690,157	322,815,801	272,904,440
Non-controlling interests		(12,946,806)	2,298,072	-	-
Total comprehensive income for the year		<u>326,634,620</u>	<u>226,988,229</u>	<u>322,815,801</u>	<u>272,904,440</u>
Basic earnings per share	BAHT	0.36	0.22	0.28	0.27
Weighted average number of ordinary share	SHARES	1,020,000,000	1,020,000,000	1,020,000,000	1,020,000,000

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
CONSOLIDATED FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2019

Unit : Baht													
Notes	Owners of the parent										Non-controlling interests	Total shareholders' equity	
	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on acquisition of subsidiaries by share swap	Surplus on business restructuring under common control	Surplus on share-based payment transactions	Retained earnings		Other components of shareholders' equity					
						Appropriated	Unappropriated	Exchange differences on translation of financial statements of foreign subsidiaries	Gain (loss) on remeasurement of available-for-sale investments	Total other components of shareholders' equity			
										Legal reserve			

For the year ended December 31, 2018

Balance as at January 1, 2018

Increase in non-controlling interests from business combination

Increase in retained earnings of capital increasing of subsidiary

Decrease in the Company's retained earnings with no change in control

Dividend paid to shareholders

Reversal of loss on remeasurement of available-for-sale investments from investment reclassification

Other comprehensive income for the year

Profit - previously reported

Accounting errors correction

Other comprehensive income (loss)

Total comprehensive income (loss) for the year-restated

Balance as at December 31, 2018 - restated

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)
CONSOLIDATED FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2019

	Notes	Unit : Baht														
		Owners of the parent														
		Issued and paid-up share capital	Share premium on ordinary shares	Surplus on acquisition of subsidiaries by share swap	Surplus on business restructuring under common control	Surplus on share-based payment transactions	Retained earnings			Other components of shareholders' equity			Equity attributable to owners of the parent	Non-controlling interests	Total shareholders' equity	
							Appropriated	Legal reserve	Unappropriated	Exchange differences on translation of financial statements of foreign subsidiaries, associates and joint ventures	Gain (loss) on remeasurement of available-for-sale investments	Total other components of shareholders' equity				
For the year ended December 31, 2019																
Balance as at January 1, 2019 - previously reported		509,999,972	1,335,829,590	390,969,319	421,301,739	3,241,598	51,000,000	331,616,225	(1,336,635)	2,480,000	1,143,365	3,045,101,808	122,466,597	3,167,568,405		
Accumulated effect from accounting errors correction	4	-	-	-	-	-	-	(27,615,712)	-	-	-	(27,615,712)	-	(27,615,712)		
Balance as at January 1, 2019 - restated		509,999,972	1,335,829,590	390,969,319	421,301,739	3,241,598	51,000,000	304,000,513	(1,336,635)	2,480,000	1,143,365	3,017,486,096	122,466,597	3,139,952,693		
Dividend paid to shareholders of the Company	39	-	-	-	-	-	-	(214,199,982)	-	-	-	(214,199,982)	-	(214,199,982)		
Dividend paid to non-controlling interests of subsidiaries		-	-	-	-	-	-	-	-	-	-	-	(38,167,630)	(38,167,630)		
Increase in non-controlling interests from selling of investment in subsidiary		-	-	-	-	-	-	(400,000)	-	-	-	(400,000)	400,000	-		
Decrease in non-controlling interests from business restructuring under common control		-	-	-	7,487,970	-	-	-	-	-	-	7,487,970	(11,887,971)	(4,400,001)		
Increase in non-controlling interests from establishing of investments in subsidiaries		-	-	-	-	-	-	-	-	-	-	-	9,580,003	9,580,003		
Increase in non-controlling interests from increase in share capital of investments in subsidiaries		-	-	-	-	-	-	-	-	-	-	-	50,737,259	50,737,259		
Comprehensive income for the year																
Profit								362,790,583	-	-	-	362,790,583	(10,391,053)	352,399,530		
Other comprehensive income (loss)								(13,439,960)	(49,449,197)	39,680,000	(9,769,197)	(23,209,157)	(2,555,753)	(25,764,910)		
Total comprehensive income (loss) for the year								349,350,623	(49,449,197)	39,680,000	(9,769,197)	339,581,426	(12,946,806)	326,634,620		
Balance as at December 31, 2019		509,999,972	1,335,829,590	390,969,319	428,789,709	3,241,598	51,000,000	438,751,154	(50,785,832)	42,160,000	(8,625,832)	3,149,955,510	120,181,452	3,270,136,962		

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

SEPARATE FINANCIAL STATEMENTS

AS AT DECEMBER 31, 2019

Unit : Baht									Unit : Baht
Notes	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on acquisition of subsidiaries by share swap	Surplus on share-based payment transactions	Retained earnings		Other components of shareholders' equity	Total shareholders' equity	
					Appropriated	Unappropriated			
					Legal reserve		Gain (loss) on remeasurement of available-for-sale investments		
For the year ended December 31, 2018									
	509,999,972	1,335,829,590	390,969,319	3,241,598	51,000,000	371,694,884	(4,253,361)	2,658,482,002	
39	-	-	-	-	-	(254,999,986)	-	(254,999,986)	
17	-	-	-	-	-	-	5,302,577	5,302,577	
Comprehensive income for the year									
Profit	-	-	-	-	-	271,473,656	-	271,473,656	
Other comprehensive income	-	-	-	-	-	-	1,430,784	1,430,784	
Total comprehensive income for the year	-	-	-	-	-	271,473,656	1,430,784	272,904,440	
Balance as at December 31, 2018									
	509,999,972	1,335,829,590	390,969,319	3,241,598	51,000,000	388,168,554	2,480,000	2,681,689,033	
For the year ended December 31, 2019									
	509,999,972	1,335,829,590	390,969,319	3,241,598	51,000,000	388,168,554	2,480,000	2,681,689,033	
39	-	-	-	-	-	(214,199,982)	-	(214,199,982)	
Comprehensive income for the year									
Profit	-	-	-	-	-	290,348,823	-	290,348,823	
Other comprehensive income	-	-	-	-	-	(7,213,022)	39,680,000	32,466,978	
Total comprehensive income for the year	-	-	-	-	-	283,135,801	39,680,000	322,815,801	
Balance as at December 31, 2019									
	509,999,972	1,335,829,590	390,969,319	3,241,598	51,000,000	457,104,373	42,160,000	2,790,304,852	

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS
AS AT DECEMBER 31, 2019

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2019	2018 "Restated"	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before income tax expense	399,154,236	277,284,686	305,137,121	278,039,967
Adjustments by				
Gain on sales of temporary investments	(285,847)	(401,412)	(17,908)	(197,868)
Unrealized (gain) loss on temporary investments	(9,951)	11,471	(9,950)	(6,395)
Bad debt and doubtful debts expense (reversal)	1,726,287	(34,757)	1,294,599	(482,478)
Doubtful debts expense - other current receivables	1,126,941	-	1,126,941	-
Unrealized (gain) loss on foreign exchange rates	5,000,758	1,203,440	3,103,680	(221,202)
Doubtful debts expense - short-term loan to other party	8,182,463	-	8,182,463	-
Share of (gain) loss of investments in associates and joint ventures	(114,720,916)	6,114,008	-	-
Loss on fair value adjustment from available-for-sale investment to investment in an associate	-	6,628,221	-	6,628,221
Loss from sale of investment in subsidiaries	11,290,986	-	-	-
Loss from impairment of other long-term investment	5,529,426	-	-	-
Amortization - intangible assets under operating agreement	22,366,564	29,670,663	22,366,564	29,670,663
Depreciation - investment properties	62,384,813	57,781,220	-	-
Depreciation - property, plant and equipment	231,824,996	239,233,064	29,304,843	29,072,317
Gain on sale of property, plant and equipment	(4,912,842)	(17,296,765)	(1,724,610)	(344,245)
Amortization - leasehold rights	3,546,372	3,752,121	-	-
Amortization - intangible assets	22,083,708	17,209,646	4,833,972	5,239,152
Provision expense	4,975,724	4,206,200	4,975,724	4,206,200
Employee benefits expense	14,266,395	5,005,051	2,713,988	1,110,705
Dividend income	(11,783,100)	(9,368,681)	(226,024,753)	(237,887,844)
Interest income	(44,240,195)	(33,754,618)	(33,287,057)	(37,050,278)
Finance costs	106,838,823	82,213,146	74,630,158	52,252,220
Profit from operations before changes in operating assets and liabilities	724,345,641	669,456,704	196,605,775	130,029,135
Operating assets (increase) decrease				
Trade receivables	(103,464,985)	(186,852,298)	(24,873,078)	(2,289,148)
Other current receivables	(64,271,177)	(30,057,251)	(8,289,950)	613,003
Inventories	283,270	(27,836,388)	-	-
Other current assets	11,240,865	(6,048,681)	(700,514)	672,100
Deposits at financial institutions pledged as collateral	(333,405)	1,507,055	(205,423)	(203,403)
Other non-current assets	(30,202,622)	(3,020,193)	(1,943,900)	(902,532)
Operating liabilities increase (decrease)				
Trade payables	54,292,142	52,339,467	(24,065,118)	28,943,799
Other current payables	(8,198,940)	135,084,338	3,383,985	(20,911,092)
Other current liabilities	5,780,659	(1,174,997)	1,290,451	356,476
Unearned revenue and long-term accrued rental expenses	11,821,580	(3,002,785)	-	-
Other non-current liabilities	(1,338,575)	1,402,044	(96,647)	(220,652)
Provision for employee benefit paid	(1,618,178)	(138,880)	(143,900)	(138,880)
Provision for other non-current paid	(85,143,214)	-	(85,143,214)	-
Net cash flows generated from operations	513,193,061	601,658,135	55,818,467	135,948,806
Income tax received	39,247,430	31,076,279	28,218,431	25,751,779
Income tax paid	(100,371,427)	(135,399,646)	(29,135,979)	(24,479,874)
Net cash provided by operating activities	452,069,064	497,334,768	54,900,919	137,220,711

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONTINUED)

AS AT DECEMBER 31, 2019

Unit : Baht

	Notes	Consolidated financial statements		Separate financial statements	
		2019	2018 "Restated"	2019	2018
CASH FLOWS FROM INVESTING ACTIVITIES					
Cash received from (paid for) sale of current investments		15,348,699	17,178,786	5,034,029	(3,000,000)
Cash received from (paid for) short-term loans to related parties		257,023,617	(395,340,000)	264,420,000	(445,990,000)
Cash received from (paid for) short-term loans to other parties		-	(46,277,729)	(150,000,000)	32,000,000
Cash paid for purchase of investments in associates and joint ventures		(542,101,271)	(342,203,901)	(979,900)	(169,163,842)
Cash paid for purchase of investments in subsidiaries		-	(113,369,733)	(585,599,691)	(594,579,745)
Cash received from sale of investment in a subsidiary		400,000	-	-	1,499,875
Cash paid for sale of investment in a subsidiary		(839,511)	-	-	-
Cash paid for purchase of other long-term investments		(62,196,260)	-	-	-
Cash received from long-term loans to related parties		29,427,515	17,522,135	30,427,514	17,522,135
Cash paid for long-term loans to related parties		(70,350,000)	(35,700,000)	-70,350,000	-35,700,000
Cash paid for purchase of intangible asset under operating agreement		(4,320,976)	(11,184,129)	(4,438,920)	(11,184,129)
Cash paid for purchase of investment properties		(84,911,365)	(90,357,560)	-	-
Cash paid for purchase of property, plant and equipment		(635,386,468)	(455,962,605)	(27,275,707)	(25,148,436)
Proceeds from sale of property, plant and equipment		6,380,067	102,807,797	1,724,622	348,303
Cash paid for purchase of intangible asset		(4,605,066)	(16,249,274)	(5,976,861)	(9,834,013)
Dividends received		31,872,863	9,368,681	226,024,753	397,887,739
Interest received		41,920,232	17,418,692	40,217,953	17,101,534
Net cash flows used in investing activities		(1,022,337,924)	(1,342,348,840)	(276,772,208)	(828,240,579)
CASH FLOWS FROM FINANCING ACTIVITIES					
Cash received from (repayment to) bank overdrafts and short-term borrowings from financial institutions		882,112,121	(41,326,963)	888,000,000	(80,000,000)
Cash received from short-term borrowings from related parties		-	-	(233,000,000)	143,000,000
Cash received from debenture issuance		-	900,000,000	-	900,000,000
Cash repayment for debenture		(300,000,000)	(200,000,000)	(300,000,000)	(200,000,000)
Proceeds from long-term borrowings from financial institutions		959,231,150	90,572,060	550,000,000	-
Cash repayment for long-term borrowings from financial institutions		(180,108,628)	(291,283,140)	(15,366,024)	(17,522,136)
Cash repayment for long-term borrowings from related party		(10,000,000)	-	-	-
Cash repayment for liabilities under finance lease agreements		(62,548,742)	(43,425,354)	(6,693,530)	(5,131,965)
Cash received from establishing and increasing of subsidiary's registered share capital of non-controlling interests		60,317,262	2,870,000	-	-
Dividend paid to shareholders		(214,199,982)	(254,999,986)	(214,199,982)	(254,999,986)
Dividend paid to shareholders of non-controlling interests		(38,167,630)	-	-	-
Interest paid		(107,002,246)	(78,512,833)	(71,399,627)	(48,376,791)
Net cash flows provided by financing activities		989,633,305	83,893,784	597,340,837	436,969,122
Exchange differences on translation of financial statements of foreign subsidiaries		7,226,161	1,297,562	-	-
Net increase (decrease) in cash and cash equivalents		426,590,606	(759,822,726)	375,469,548	(254,050,746)
Cash and cash equivalents as at January 1,		456,394,959	1,218,770,842	82,582,023	336,632,769
Add (less) Cash included in disposal assets group classified as held for sales	13	2,553,157	(2,553,157)	-	-
Cash and cash equivalents as at December 31,	7.3	885,538,722	456,394,959	458,051,571	82,582,023

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

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

Note	Contents
1	Operations and general information
2	Basis of preparation and presentation of financial statements
3	Significant accounting policies
4	Correction of errors
5	Acquisitions of business
6	Related parties transactions
7	Supplementary disclosure of cash flows information
8	Current investments
9	Trade receivables
10	Other current receivables
11	Short-term loans
12	Inventories
13	Disposal assets group classified as held for sales and liabilities included in disposal assets group classified as held for sale and disposal of business
14	Deposits at financial institutions pledged as collateral
15	Investments in associates and joint ventures
16	Investments in subsidiaries
17	Other long-term investments
18	Long-term loans
19	Intangible assets under operating agreement
20	Investment properties
21	Property, plant and equipment
22	Leasehold rights
23	Goodwill
24	Intangible assets
25	Other non-current assets
26	Interest bearing liabilities
27	Trade payables
28	Other current payables
29	Unearned revenue and long-term accrued rental expenses
30	Non-current provisions for employee benefits
31	Other non-current provision
32	Share premium on ordinary shares and reserves
33	Operating segment
34	Provident fund
35	Operating leases
36	Expenses by nature
37	Income tax expense

JWD INFOLOGISTICS PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

Note	Contents
38	Promotional privileges
39	Dividends
40	Financial instruments
41	Significant agreements
42	Commitments with non-related parties
43	Reclassifications
44	Events after the reporting period
45	Approval of the financial statements

1. OPERATION AND GENERAL INFORMATION

JWD InfoLogistics Public Company Limited, the “Company” or “JWDIL”, is incorporated in Thailand and has its registered office at 36 Krungthep Kreetha Road, Khwang Huamark, Khet Bangkapi, Bangkok, Thailand.

The Company was listed on the Stock Exchange of Thailand on September 29, 2015.

As at December 31, 2019 and 2018, the Company’s major shareholders are Mr. Charvanin Bunditkitsada and the Bunditkitsada Family, holding 42.89% and 42.89% of the Company’s total shares, respectively.

The principal activities of the Company, subsidiaries, associates and joint ventures (collectively named as “the Group”) are fully integrated in-land and oversea logistics businesses covering freight and transportation, warehouse management, port services, carriage, packing and handling of goods and cargo container. In addition, the Group is principally engaged in the provision of buildings and other constructions rental, record and information storage and related services, yard management, household and office moving services, IT solutions for logistics software management, cold chain business and related services.

The Company entered into an agreement to invest in the construction, management and operation of dangerous goods warehouse (“Operating agreement”) with the Port Authority of Thailand (“PAT”), for a period of 30 years, from October 1, 2003 to September 30, 2033.

Details of the Group’s subsidiaries as at December 31, were as follows:

Name of the entities	Type of business	Country of incorporation	Group ownership interest (%)		
			2019	2018	
Direct subsidiaries					
Benjaporn Land Co., Ltd.	Lease of land and buildings	Thailand	100.00	100.00	
Auto Logic Co., Ltd.	Yard management and related services	Thailand	100.00	100.00	
DataSafe Co., Ltd.	Record and information management	Thailand	100.00	100.00	
JVK International Movers Co., Ltd. (see Note 16)	Packing, domestic and overseas moving services	Thailand	90.09	80.18	
JWD Asia Co., Ltd.	Logistics, transportation and warehouse management, port and packing services	Thailand	100.00	100.00	
Dynamic IT Solutions Co., Ltd.	Selling and installation of electronics devices, software applications and network services	Thailand	100.00	100.00	
JWD Transport (Thailand) Co., Ltd.	In-land and overseas transportation services	Thailand	91.09	91.09	
Japac Holdings Co., Ltd.	Investment holding	Thailand	100.00	100.00	
JWD Pacific Co., Ltd.	Cold storage service	Thailand	99.60	99.60	
JWD Pacific Land Co., Ltd.	Warehousing service	Thailand	100.00	100.00	
JWD Store It Co., Ltd.	Self-storage service	Thailand	89.00	89.00	
Global Foodservice Network Co., Ltd.	Investment holding	Thailand	100.00	100.00	
JWD Art space Co., Ltd. (see Note 16)	Art Storage	Thailand	100.00	-	

Name of the entities	Type of business	Country of incorporation	Group ownership interest (%)		
			2019	2018	
Indirect subsidiaries					
Pacific Cold Storage Co., Ltd.	Cold storage and transportation services	Thailand	100.00	100.00	
Pacific Logistics Pro Co., Ltd.	Transportation service	Thailand	100.00	100.00	
JPK Cold Storage Co., Ltd. (see Note 16)	Cold storage service	Thailand	74.69	67.04	
Gillian Co., Ltd.	Land rental service	Thailand	100.00	100.00	
Ocean Air International Co., Ltd. (see Note 13)	Freight forwarder	Thailand	-	80.18	
JWD Energy and Resources Co., Ltd	Investment holding	Thailand	100.00	100.00	
JWD Asia Holdings Private Ltd.	Investment holding	Singapore	100.00	100.00	
JVK Indochina Movers Ltd.	Transportation service	Vietnam	90.09	80.18	
JCM Logistics & Warehousing Private Limited	Investment holding	Singapore	52.50	52.50	
Jasia Logistics (Myanmar) Co., Ltd.	Warehousing and transportation services	Myanmar	52.50	52.50	
Chi Shan Long Feng Food Co., Ltd. (see Note 5.1)	Food services	Taiwan	60.00	60.00	
DataSafe (Cambodia) Ltd. (see Note 5.1)	Record and information management	Cambodia	100.00	100.00	
Gogo Fresh Technology Co., Ltd.	Selling of temperature - controlled equipment	Thailand	100.00	100.00	
JWD Bok Seng Logistics (Thailand) Co., Ltd. (see Note 16)	Domestic and overseas moving services	Thailand	54.05	80.18	
JWD Store-it (Raminthra) Co., Ltd. (see Note 16)	Self - Storage service	Thailand	45.39 ⁽¹⁾	-	
Prosper Logistics Joint Stock Company (see Note 16)	Investment holding	Vietnam	50.88	-	
JDMS Logistics Joint Stock Company (see Note 16)	Investment holding	Vietnam	50.98	-	
JWD Express Co., Ltd. (see Note 16)	Transportation services with temperature control	Thailand	91.09	-	

(1) The group has power of control over such company through a direct subsidiary.

2. BASIS FOR PREPARATION AND PRESENTATION OF THE FINANCIAL STATEMENTS

- 2.1 The Group and the Company maintain its accounting records and present in Thai Baht which is the Group and the Company's functional currency and prepares its statutory financial statements in the Thai language in conformity with Thai Financial Reporting Standards ("TFRS") and practices generally accepted in Thailand.
- 2.2 The Group's and the Company's financial statements have been prepared in accordance with the Thai Accounting Standard (TAS) No. 1 (Revised 2018) "Presentation of Financial Statements", which was effective for financial periods beginning on or after January 1, 2019 onward, and the Regulation of The Stock Exchange of Thailand (SET) dated October 2, 2017, regarding the preparation and submission of financial statements and reports for the financial position and results of operations of the listed companies B.E. 2560 and the Notification of the Department of Business Development regarding "The Brief Particulars in the Financial Statement (No. 2) B.E. 2559" dated October 11, 2016.
- 2.3 The financial statements have been prepared under the historical cost convention except for the following items and as disclosed in the significant accounting policies (see Note 3).

Items	Measurement bases
Investment held for trading	Fair value
Available-for-sale investments	Fair value
Defined benefit liability	Present value of the defined benefit obligation as explained in Note 3.16

The financial statements are presented in Thai Baht.

2.4 TFRSs affecting the presentation and/or disclosure in the financial statements in the current period.

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

Thai Financial Reporting Standard No. 15 “Revenue from Contracts with Customers” (“TFRS 15”). It will supersede the following revenue Standards and Interpretations upon its effective date:

Thai Accounting Standard

No. 11 (Revised 2017) Construction Contracts

No. 18 (Revised 2017) Revenue

Thai Accounting Standard Interpretation

No. 31 (Revised 2017) Revenue-Barter Transactions Involving Advertising Services

Thai Financial Reporting Standard Interpretation

No. 13 (Revised 2017) Customer Loyalty Programmes

No. 15 (Revised 2017) Agreements for the Construction of Real Estate

No. 18 (Revised 2017) Transfers of Assets from Customers

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

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

Under “TFRS 15”, an entity recognizes revenue when (or as) a performance obligation is satisfied, i.e. when ‘control’ of the goods or services underlying the particular performance obligation is transferred to the customer.

However, the adoption of this TFRS does not have any significant impact on the Group and the Company's financial statements.

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

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

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

Group of Financial Instruments Standards

Thai Accounting Standards ("TAS")

TAS 32	Financial Instruments: Presentation
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Thai Financial Reporting Standards ("TFRS")

TFRS 7	Financial Instruments: Disclosures
TFRS 9	Financial Instruments

Thai Financial Reporting Standard Interpretations ("TFRIC")

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

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

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

Thai Financial Reporting Standards No. 16 “Leases”

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

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

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

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

3. SIGNIFICANT ACCOUNTING POLICIES

The consolidated and separate financial statements are prepared in English version from the consolidated and separate financial statements followed the laws which is in Thai. In the event of any conflict or be interpreted in two different languages, the Thai version consolidated and separate financial statements in accordance with Thailand law is superseded.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

3.1 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 and joint ventures.

Business combinations

The Group applies the acquisition method for all business combinations when control is transferred to the Group, as describe in subsidiaries section, other than those with entities under common control.

The Group’s control is achieved when the Group (1) has power over the investee (2) is exposed, or has rights, to variable returns from its involvement with the investee and (3) has the ability to use its power to affect its returns. The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Goodwill is measured as the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquiree, less the fair value amount of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. Any gain on bargain purchase is recognized in profit or loss immediately.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration and share-based payment awards of the acquiree that are replaced mandatorily in the business combination. If a business combination results in the termination of pre-existing relationships between the Group and the acquiree, then the lower of the termination amount, as contained in the agreement, and the value of the off-market element is deducted from the consideration transferred and recognized in other expenses.

When share-based payment awards exchanged (replacement awards) for awards held by the acquiree's employees (acquiree's awards) relate to past services, then a part of the market-based measure of the awards replaced is included in the consideration transferred. If they require future services, then the difference between the amount included in consideration transferred and the market-based measure of the replacement awards is treated as post-combination compensation cost.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

Transaction costs that the Group incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

Step acquisition

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognized in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognized in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

Acquisitions from entities under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognized at the carrying amounts recognized previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within Group equity. Any cash paid for the acquisition is recognized directly in equity.

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.

Non-controlling interests

At the acquisition date, the Group measures any non-controlling interest at its proportionate interest in the identifiable net assets of the acquiree.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

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 recognized 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 associates and a joint venture.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognized 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 or joint control ceases.

Transactions eliminated on consolidation

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

3.2 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 recognized as profit or loss in such period.

Foreign operations

The assets and liabilities of foreign operations are translated to Thai Baht at the exchange rates at the reporting date.

The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions.

Foreign exchange differences are recognized in the statements of other comprehensive income and accumulated in the translation reserve, except to extent that the translation difference is allocated to non-controlling interest.

3.3 Cash and cash equivalents

Cash and cash equivalents in the statements of cash flows comprise cash balances, all deposits at financial institutions and highly liquid short-term investments with original maturities of 3 months or less from the date of acquisition. Bank overdrafts that are repayable on demand are a component of financing activities for the purpose of the statement of cash flows and excluding deposits at financial institutions used as collateral.

3.4 Trade and other current accounts receivable

Trade and other current accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

3.5 Inventories

Inventories are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost 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 realizable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

3.6 Non-current assets classified as held for sale

Non-current assets classified as held for sale, if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

The assets or asset group must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets or asset group, and its sale must be highly probable.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group shall be allocated first to reduce the carrying amount of goodwill, and then to the other assets based on the pro rata of the carrying amount of each asset.

3.7 Investments

Current investment

Temporary investment consists of deposit at banks having a maturity exceed 3 months but not over 12 months which presents at cost and is no collateralized.

Investments in associates, subsidiaries and joint ventures

Investments in associates, subsidiaries and joint ventures in the separate financial statements of the Company are accounted for using the cost method. Investments in associates and joint ventures in the consolidated financial statements are accounted for using the equity method.

Investments in other equity securities

Marketable equity securities held for trading are classified as current assets and are stated at fair value, with any resultant gain or loss recognized in the statements of profit or loss and other comprehensive income.

Marketable equity securities, other than those securities held for trading, or intended to be held to maturity, are classified as available-for-sale investments. Available-for-sale investments are, subsequently to initial recognition, stated at fair value, and changes therein, other than impairment losses and foreign currency differences, are recognized directly in equity and the statement of other comprehensive income.

Impairment losses and foreign exchange differences are recognized in the statements of profit or loss and other comprehensive income.

Equity securities which are not marketable are stated at cost less any impairment losses.

The fair value of financial instruments classified as held-for-trading and available-for-sale is determined as the quoted bid price at the reporting date.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount is recognized as profit or loss in the statement of profit or loss and other comprehensive income.

If the Group and the Company dispose of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

3.8 Investment properties

Investment properties are properties and buildings which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are measured at cost less accumulated depreciation and impairment losses (if any).

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials, direct labour, and any other costs directly attributable to bring the investment property to a working condition for its intended use and capitalised borrowing costs.

Depreciation is charged to the statements of profit and loss and other comprehensive income on a straight-line basis over the estimated useful lives of each property. The estimated useful lives are as follows:

Investment properties	10 - 30 years
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No depreciation is provided on freehold land which is classified as investment properties.

The Group and the Company use the cost method to transfer between investment properties and owner-occupied properties, when the objective of such assets are change.

3.9 Property, plant and equipment

Recognition and measurement

Owned assets

Land is stated at cost less provision for impairment (if any), plant and equipment are stated at cost less accumulated depreciation and provision for impairment (if any).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labour, and any other costs directly attributable to bring the assets to a working condition for their intended use, the costs of dismantling and removing the items, 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 property, plant and equipment have different useful lives, they are accounted for as separate items (major components).

Any gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net amount as profit or loss in the statements of profit and loss and other comprehensive income.

Leased assets

Leases in terms of which the Group and the Company substantially assume all the risk and rewards of ownership are classified as finance leases. 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 provision for impairment (if any). 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 statements of profit and loss and other comprehensive income.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognized 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 derecognized. The costs of the day-to-day maintenance servicing of property, plant and equipment are recognized in the statements of profit and loss and other comprehensive income 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 the statements of profit and loss and other comprehensive income on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. The estimated useful lives are as follows:

Land improvement	5 - 30 years
Buildings and building improvements	5 - 30 years
Machinery and equipment	5 - 20 years
Office equipment and other equipment	5 years
Vehicles	5 - 10 years
Tooling and warehouse equipment	5 years

No depreciation is provided on freehold land or assets under construction and installation.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.10 Leasehold rights

Leasehold rights consists of leasehold of land of the Group, is measured at cost less accumulated amortization and allowance for impairment (if any).

Amortization

Amortization is charged as an expense to the statements of profit and loss and other comprehensive income on a straight-line basis over the period of the contract.

3.11 Goodwill

Goodwill that arises upon the acquisition of subsidiaries is initially recognized as described in Note 3.1 Subsequent to the initial recognition, goodwill is measured at cost less allowance for impairment. The Group assesses an impairment of goodwill annually, without consideration of indication that such goodwill may be impaired.

3.12 Intangible assets

Other intangible assets

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortization and allowance for impairment (if any).

Amortization

Amortization is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortization is recognized in the statements of profit and loss and other comprehensive income on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful lives for the current and comparative periods are as follows:

Software licenses and land used right	3 - 10 years
Customer relationship	10 years
Trademarks	10 years

Amortization methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.13 Impairment

The carrying amounts of the Group's and the Company 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. For goodwill and intangible assets that have indefinite useful lives or are not yet available for use, the recoverable amount is estimated each year at the same time.

An impairment loss is recognized if the carrying amount of an asset exceeds its recoverable amount. The impairment loss is recognized in the statements of profit and loss and other comprehensive income unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

When a decline in the fair value of an available-for-sale financial asset has been recognized directly in equity and there is objective evidence that the value of the asset is impaired, the cumulative loss that had been recognized directly in equity is recognized in the statements of profit and loss and other comprehensive income even though the financial asset has not been derecognized. The amount of the cumulative loss that is recognized in the statements of profit and loss and other comprehensive income is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognized in the statements of profit and loss and other comprehensive income.

Calculation of recoverable amount

The recoverable amount of held-to-maturity securities carries at amortized 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.

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.

Reversals 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 recognized in the statements of profit and loss and other comprehensive income.

An impairment loss in respect of goodwill is not reversed. Impairment losses recognized in prior periods in respect of other 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 Amortization, if no impairment loss had been recognized.

3.14 Interest-bearing liabilities

Interest-bearing liabilities are recognized initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortized cost with any difference between cost and redemption value being recognized in the statements of profit and loss and other comprehensive income over the period of the borrowings.

3.15 Trade and other current accounts payable

Trade and other current accounts payable are stated at cost.

3.16 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity (provident fund) and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in the statement of profit and loss and other comprehensive income in the periods during which services are rendered by employees.

Defined benefit plans

The Group's and the Company'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 by a qualified actuary using the projected unit credit method.

Remeasurements of the defined benefit liability, actuarial gain or loss are recognized immediately in the statement of other comprehensive income. The Group and the Company determine the interest expense on the defined benefit liability for the period by applying the discount rate used to measure the net 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 benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in the statements of profit and loss and other comprehensive income.

Past service cost related to plan amendment is recognized as an expense in the statements of profit and loss and other comprehensive income.

Termination benefits

Termination benefits are expensed at the earlier of when the Group and the Company can no longer withdraw the offer of those benefits and when the Group and the Company recognise 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 in the statement of other comprehensive income, as the related service is provided. A liability is recognized for the amount expected to be paid if the Group and the Company 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.

3.17 Share-based payments

The grant-date fair value of equity-settled share-based payment awards granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met.

The fair value of the amount payable to employees in respect of share appreciation rights, which are settled in cash, is recognized as an expense with a corresponding increase in liabilities, over the period that the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date. Any changes in the fair value of the liability are recognized as personnel expenses in the statements of profit and loss and other comprehensive income.

3.18 Provisions

A provision is recognized if the Group and the Company have a present legal or constructive obligation, as a result of a past event, 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 recognized as a finance cost.

3.19 Revenue and expenses

Revenue excludes value added taxes and is arrived at after deduction of trade discounts and volume rebates.

Revenue from rental and rendering of service

Revenue from rental is recognized in the statements of profit and loss and other comprehensive income over time throughout service periods by based on a straight-line basis. Lease incentives granted are recognized as an integral part of the total rental income. Revenue from rendering of services which are the short-term services recognized at the point in time when the services are rendered to the customer.

Revenue from arrangement under operating agreement

Revenue from the operation or service provided under the operating agreement is recognized in the statement of profit and loss and other comprehensive income over time because the customer receives and uses the benefits simultaneously.

Sale of goods

Revenue from sale of goods is recognized in the statement of profit or loss and other comprehensive income at the point in time when a customer obtains control of promised goods.

Dividend income

Dividend income is recognized in the statement of profit and loss and other comprehensive income on the date the Group's and the Company's right to receive payments is established.

Interest income and other income

Interest income and other income are recognized in the statement of profit and loss and other comprehensive income on an accrual basis.

Expenses

Expenses are recognized on an accrued basis.

3.20 Finance costs

Interest expenses and similar costs are charged to the statements of profit and loss and other comprehensive income 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 year of time to be prepared for its intended use or sale.

3.21 Lease payments

Payments made under operating leases are recognized in the statements of profit and loss and other comprehensive income on a straight line basis over the term of the lease.

Contingent lease payments are accounted for revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

If a sale and leaseback transaction results in an operating lease, and the lease payments and the sale price are at fair value, there has in effect been a normal sale transaction and any profit or loss is recognized in the statements of profit and loss and other comprehensive income, immediately.

3.22 Income tax

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognized in profit or loss except to the extent that they relate to a business combination, or items recognized 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 recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized 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 jointly-controlled entities 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 and the Company 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 and the Company take into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group and the Company believe 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 and the Company 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 recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. 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.

3.23 Earnings per share

The Group and the Company present 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 year.

3.24 Segment reporting

Segment results that are reported to the Group's CEO (the Chief Operating Decision Maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

3.25 Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group and the Company take into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. The fair value for measurement and/or disclosure purposes in the financial statements is determined on such a basis, except for leasing transactions that are within the scope of TAS 17 (Revised 2017), and measurements that have some similarities to fair value but are not fair value, such as net realizable value in TAS 2 (Revised 2017) or value in use in TAS 36 (Revised 2017).

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

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

3.26 Accounting estimated and source of estimation uncertainty

The preparation of financial statements in conformity with Thai Financial Reporting Standards (TFRSs) requires the Group's management to exercise various judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of assets, liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the year. Although these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

(1) Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the Note 15 and 21 to the financial statements for the classification of investment in associate and the accounting treatment and the recognition of sale and lease back of assets, respectively.

(2) Assumptions and estimation uncertainties

Information about assumption and estimation uncertainties that have a significant risk of resulting in a material adjustments to the amounts recognized in the note to financial statements is included in the followings:

Note 5 to the financial statements	Acquisition of subsidiary: fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis;
Notes 15, 16, 17, 19, 20, 21, 22, 23 and 24 to the financial statements	Impairment test: key assumptions underlying recoverable amounts.
Notes 31 to the financial statements	Recognition and measurement of provisions and contingencies key assumptions about the likelihood and magnitude of an outflow of resources.

4. CORRECTION OF ERRORS

During the year 2019, the Company found that Phnom Penh SEZ Plc. (“PPSP”), a direct associate, recognized revenue from sales of land during the year 2018 incorrectly. Such revenue should be recognized in 2019 which resulting to PPSP’s revenue from sale of land and net profit for the year ended December 31, 2018 were overstated. Thus, PPSP retroactively adjusted this error to the financial statements for the year ended December 31, 2018. Regarding this error in the financial statements of PPSP, the Company over recognized share of profit of investment in such associate for the year ended December 31, 2018 of Baht 27.62 million, and investment in such associate as at December 31, 2018 was overstated by the same amount. Therefore, the financial statements for the year ended December 31, 2018 have been retroactively adjusted to correct this error.

The effects of adjustments regarding such errors to the financial statements for the year ended December 31, 2018 are as follow:

	Unit : Thousand Baht		
	Consolidated financial statements		
	As previously reported	Correction of errors in previous year	Amount as restated
<u>Statement of financial position</u>			
As at December 31, 2018			
Assets			
Investments in associates	424,731	(27,616)	397,115
Shareholders’ equity			
Retained earnings - Unappropriated	331,616	(27,616)	304,000
<u>Statements of profit or loss and other comprehensive income</u>			
For the year ended December 31, 2018			
Share of profit (loss) of investments in associates and joint ventures	21,502	(27,616)	(6,114)
Profit for the year	254,433	(27,616)	226,817
Total comprehensive income for the year	254,604	(27,616)	226,988
Basic earnings per share (Baht)	0.25	(0.03)	0.22

5. ACQUISITIONS OF BUSINESS

5.1 Acquisitions of subsidiaries

For the year ended December 31, 2018

- Chi Shan Long Feng Food Co., Ltd.

On May 8, 2018, the Group purchased shares of Chi Shan Long Feng Food Co., Ltd. (“CSLF”) which is a company registered in Republic of China (Taiwan) from the CSLF’s former shareholders of 3,600,000 shares or 60% of CSLF’s issued and paid-up shares capital, totaling TWD 150,327,812 or approximately Baht 160.23 million.

During the year 2018, the Group engaged an independent appraiser to appraise the fair value of identifiable assets acquired and liabilities assumed and allocation of fair value at the acquisition date. The Group received the purchase price allocation report dated February 7, 2019 from the independent appraiser. The Group has applied Thai Financial Reporting Standard No. 3 (revised 2017) “Business combinations” to recognize the business combination transaction. The following summarizes the major classes of consideration transferred and the recognized fair value of assets acquired and liabilities assumed at the business acquisition date:

	Unit : Thousand Baht
Cash and cash equivalents	47,092
Trade and other current receivables	99,006
Inventories	30,497
Other current assets	5,644
Deposits at financial institutions pledged as collateral	2,131
Other long-term investment	9,216
Property, plant and equipment	1,613
Bank overdraft and short-term borrowings from financial institutions	(25,250)
Trade and other current payables	(88,094)
Income tax payable	(4,046)
Other current liabilities	(3,910)
Long-term borrowings from financial institutions	(10,654)
Customer relationships	93,755
Trademarks	14,916
Deferred tax liabilities - customer relationships	(18,752)
Deferred tax liabilities - trademarks	(2,983)
Total identifiable assets - net from acquisitions of business	150,181
Non-controlling interests	60,072
Consideration transferred	160,229
Goodwill	70,120

During the year 2018, the Group has considered the fair value of assets acquired and liabilities assumed from the business acquisition and recorded the difference amount between the purchase price and the value of consideration received in the account “Goodwill” in the amount of Baht 70.12 million by considering the information from the purchase price allocation report of an independent appraiser dated February 7, 2019 and other relevant factors obtained within one year from the acquisition date.

- DataSafe (Cambodia) Ltd.

On April 24, 2018, the Group purchased shares of DataSafe (Cambodia) Ltd. from former shareholder of such company for shareholding 100%, totaling USD 95,000 million (or equivalent to Baht 3.04 million). The net identifiable assets acquired on the date of acquisition were USD 9,360 million (or equivalent to Baht 0.29 million). The Company recorded the difference amount between the purchasing price and the value of consideration received as goodwill amounting to Baht 2.85 million.

6. RELATED PARTIES TRANSACTIONS

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with key management and other related parties were as follows:

Name of entities	Country of incorporation /nationality	Nature of relationships
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group.
Kingfisher Holdings Limited	Thailand	Related party and the shareholder of indirect subsidiary
Choksamut Marine Co., Ltd.	Thailand	Related party and executive management is the shareholder
CY Solutions Co., Ltd.	Thailand	Related party and executive management is the shareholder
Winnergy (Thailand) Co., Ltd.	Thailand	Related party and executive management is the shareholder
Sbang Sustainable Energies Ltd.	Thailand	Related party and executive management is the shareholder
Clean Energy Community Ltd.	Thailand	Related party and executive management is the shareholder
Southeast Asian Packaging and Canning Limited	Thailand	Related party and the shareholder and directors of indirect subsidiary is shareholder
Clipper Holdings Co., Ltd.	Hong Kong	Related party and being the shareholder of indirect subsidiary
Marchetti Group Holdings Pte. Ltd.	Singapore	Related party and being the shareholder of indirect subsidiary
Bok Seng Logistics Private Limited	Singapore	Related party and the shareholder of indirect subsidiary is shareholder
JVK - Naga Movers Ltd.	Cambodia	Indirect associate
JVK - Naga Movers, LDA	Timor-Leste	Indirect associate
Phnom Penh SEZ Plc.	Cambodia	Direct associate
Bok Seng PPSEZ Dry Port Co., Ltd.	Cambodia	Indirect associate
CJ JWD Logistics (Thailand) Co., Ltd.	Thailand	Direct associate
Transimex Corporation	Vietnam	Indirect associate
EM Logistics & Warehousing Pte. Ltd.	Singapore	Indirect joint venture
Link Asia Logistics (Thailand) Co., Ltd.	Thailand	Indirect joint venture
Siam JWD Logistics Co., Ltd.	Thailand	Indirect joint venture
PT Samudera JWD Logistics	Indonesia	Indirect joint venture
JWD Asia Logistics (Cambodia) Co., Ltd.	Cambodia	Indirect associate
JWD Asia Logistics (Lao) Co., Ltd.	Lao	Indirect associate
PT Adib Cold Logistic	Indonesia	Indirect joint venture

The pricing policies are explained further below:

Transactions	Pricing policies
Sale / purchase of goods	Cost plus margin
Rendering / receiving of services	Market price
Lease / rent	Market and contractually agreed prices
Dividend income	Right to receive dividend
Interest income / expense	Rate as mutually agreed with reference interest rates quoted by financial institutions
Purchase / sale of assets	Book value plus margin

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

Type of transaction	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018 “Restated” (see Note 4)	2019	2018
Subsidiaries				
Revenue from rental and rendering of services	-	-	11,517	17,483
Interest income	-	-	5,535	5,076
Dividend income	-	-	211,874	228,520
Other income	-	-	13,833	3,364
Service fee	-	-	146,514	171,960
Rental expenses	-	-	122,749	135,204
Interest expenses	-	-	5,757	13,441
Purchase of assets	-	-	6,658	2,241
Joint ventures				
Revenue from rental and rendering of services	3,864	3,497	1,694	243
Interest income	7,008	2,124	1,719	2,124
Other income	4,788	3,794	-	-
Share of loss of investments in joint ventures	1,962	5,272	-	-
Associates				
Revenue from rental and rendering of services	2,841	664	-	-
Other income	3,753	-	-	-
Service fee	-	184	-	-
Share of profit (loss) of investments in associate	116,683	(843)	-	-
Key management personnel compensation				
Short-term employee benefits	49,895	55,471	34,151	32,866
Post-employee benefits	1,200	1,135	382	362
	<u>51,095</u>	<u>56,606</u>	<u>34,533</u>	<u>33,228</u>

Type of transaction	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018 “Restated”	2019	2018
Other related parties				
Revenue from rental and rendering of services	8,264	11,789	-	-
Interest income	25,241	2,124	25,241	2,124
Other income	89	-	-	-
Service fee and rental expenses	8,337	5,960	-	-
Interest expenses	1,024	1,088	-	-

Balances as at December 31, with related parties were as follows:

Type of balances	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Trade receivable				
Subsidiaries	-	-	7,366	4,471
Associates and joint ventures	30,312	969	2,077	-
Other related parties	3,892	1,308	3,198	53
	<u>34,204</u>	<u>2,277</u>	<u>12,641</u>	<u>4,524</u>
Other current receivables				
Subsidiaries	-	-	10,611	8,808
Associates and joint ventures	20,146	61,183	130	26
Other related parties	26,751	21,703	19,825	21,677
	<u>46,897</u>	<u>82,886</u>	<u>30,566</u>	<u>30,511</u>
Loans to related parties				
Short-term loans				
Subsidiary	-	-	141,920	74,000
Other related parties	63,000	395,340	63,000	395,340
	<u>63,000</u>	<u>395,340</u>	<u>204,920</u>	<u>469,340</u>
Long-term loans				
Subsidiaries	-	-	57,000	58,000
Associates and joint ventures	57,033	35,602	26,054	35,602
Other related parties	113,271	70,727	113,271	70,727
	<u>170,304</u>	<u>106,329</u>	<u>196,325</u>	<u>164,329</u>

Movements during the years ended December 31, of long-term loans to related parties were as follows:

Type of balances	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Long-term loans to subsidiaries				
Balance as at January 1,	-	-	58,000	58,000
<u>Decrease</u> Cash receive from	-	-	(1,000)	-
Balance as at December 31,	-	-	57,000	58,000
Long-term loans to associate and joint ventures				
Balance as at January 1,	35,602	43,974	35,602	43,974
<u>Increase</u> Reclassification	54,461	-	-	-
<u>Decrease</u> Cash receive from	(8,221)	(6,571)	(8,221)	(6,571)
Convert to investment in a joint ventures	(19,696)	-	-	-
Exchange rate difference from foreign currency translation	(5,113)	(1,801)	(1,327)	(1,801)
Balance as at December 31,	57,033	35,602	26,054	35,602
Long-term loans to other related parties				
Balance as at January 1,	70,727	74,960	70,727	43,974
<u>Increase</u> Loan payment to	70,350	35,700	70,350	35,700
<u>Decrease</u> Cash receive from	(21,206)	(37,557)	(21,206)	(6,571)
Exchange rate difference from foreign currency translation	(6,600)	(2,376)	(6,600)	(2,376)
Balance as at December 31,	113,271	70,727	113,271	70,727
Total long-term loans to related parties				
Balance as at January 1,	106,329	118,934	164,329	145,948
<u>Increase</u> loan payment to	70,350	35,700	70,350	35,700
Reclassification	54,461	-	-	-
<u>Decrease</u> Cash receive from	(29,427)	(44,128)	(30,427)	(13,142)
Convert to investment	(19,696)	-	-	-
Exchange rate difference from foreign currency translation	(11,713)	(4,177)	(7,927)	(4,177)
Balance as at December 31,	170,304	106,329	196,325	164,329

Type of balances	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Trade payable				
Subsidiaries	-	-	24,826	26,702
Associates and joint ventures	7,328	5,279	-	-
Other related parties	1,367	782	-	-
	<u>8,695</u>	<u>6,061</u>	<u>24,826</u>	<u>26,702</u>
Other current payables				
Subsidiaries	-	-	-	554
Associates and joint ventures	9,075	9,005	-	-
Other related parties	764	4,296	-	-
	<u>9,839</u>	<u>13,301</u>	<u>-</u>	<u>554</u>
Short-term borrowings from				
Subsidiaries	<u>-</u>	<u>-</u>	<u>65,000</u>	<u>298,000</u>
Long-term borrowings				
Other related parties	<u>19,000</u>	<u>29,000</u>	<u>-</u>	<u>-</u>

Movements during the years ended December 31, of long-term borrowings from related parties were as follows:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Long-term borrowings from other related parties		
Balance as at January 1,	29,000	29,000
Decrease cash repayment	(10,000)	-
Balance as at December 31,	<u>19,000</u>	<u>29,000</u>

Significant operating lease agreements with related parties

- Car park rental agreement

On March 11, 2019, Auto Logic Co., Ltd. entered into the operating lease agreement for car park rental with Winnergy (Thailand) Co., Ltd. for a period of one year. The monthly rental and service expense is at the rate of Baht 0.68 million.

On January 10, 2019, Auto Logic Co., Ltd. entered into the operating lease agreement for car park rental with Gillian Co., Ltd. for a period of one year. The monthly rental and service expense is at the rate of Baht 0.50 million.

- Offices, warehouses and service agreements

On January 1, 2019, the JWD InfoLogistics Public Company Limited entered into several operating lease agreements with Benjaporn Land Co., Ltd., to rent offices and warehouses including service to the Company, with the monthly rental charges and service fee of Baht 0.16 - 3.60 million, for a period of one year.

7. SUPPLEMENTARY DISCLOSURE OF CASH FLOWS INFORMATION

7.1 Unused credit facilities as of December 31, consist of the followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Short-term credit facilities	462,874	453,094	250,000	270,000
Long-term credit facilities	523,288	836,839	206,115	168,355
	<u>986,162</u>	<u>1,289,933</u>	<u>456,115</u>	<u>438,355</u>

The Group and the Company have short-term and long-term credit facilities with financial institutions which pledged by saving accounts, the ordinary shares of a foreign indirect associate and a foreign indirect subsidiary, properties and its buildings, investment properties, leasehold rights as collateral, and guaranteed by the Company and related parties, and the Group and the Company' management (see Notes 14, 15, 20, 21 and 22).

7.2 Non-cash transactions relating to purchasing of non-current assets as at December 31, are as following:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Payables for purchases of intangible assets under operating agreements	13,831	-	13,831	-
Payables for purchases of investment properties	5,455	2,622	-	-
Payables for purchases of property, plant and equipment	58,881	48,330	1,279	2,087
Payables for purchases of intangible assets	444	-	90	-

Movements of interest-bearing liabilities arising from financing activities for the years ended December 31, are as follows:

For the year ended December 31, 2019

Unit : Thousand Baht							
	Balance as at January 1, 2019	Net financing cash flows	Consolidated financial statements				Balance as at December 31, 2019
			Non-cash change				
			Additional agreements	Currencies adjustment	Decrease from business disposal	Reclassification (see Note 13)	
Bank overdrafts and short-term borrowings from financial institutions	192,136	882,112	-	-	(8,958)	7,766	1,073,056
Debentures*	1,200,000	(300,000)	-	-	-	-	900,000
Long-term borrowings from financial institutions*	707,108	779,123	-	(4,652)	-	-	1,481,579
Long-term borrowings from related parties*	29,000	(10,000)	-	-	-	-	19,000
Liabilities under finance lease agreements*	146,864	(62,549)	63,769	-	-	-	148,084

* Including current portion

For the year ended December 31, 2018

Unit : Thousand Baht							
	Balance as at January 1, 2018	Net financing cash flows	Consolidated financial statements				Balance as at December 31, 2018
			Non-cash change				
			Additional agreements	Currencies adjustment	Increase from business acquisition (see Note 5.1)	Reclassification (see Note 13)	
Bank overdrafts and short-term borrowings from financial institutions	215,979	(41,327)	-	-	25,250	(7,766)	192,136
Debentures*	500,000	700,000	-	-	-	-	1,200,000
Long-term borrowings from financial institutions*	896,386	(200,711)	-	779	10,654	-	707,108
Long-term borrowings from related parties*	29,000	-	-	-	-	-	29,000
Liabilities under finance lease Agreements*	90,239	(43,425)	100,050	-	-	-	146,864

* Including current portion

For the year ended December 31, 2019

Unit : Thousand Baht

	Balance as at January 1, 2019	Net financing cash flows	Separate financial statements Non-cash change		Balance as at December 31, 2019
			Additional agreements	Currencies adjustment	
Bank overdrafts and short-term borrowings from financial institutions	-	888,000	-	-	888,000
Debentures*	1,200,000	(300,000)	-	-	900,000
Short-term borrowings from related parties*	298,000	(233,000)	-	-	65,000
Long-term borrowings from financial institutions*	71,205	534,634	-	(4,653)	601,186
Liabilities under finance lease agreements*	13,583	(6,694)	10,509	-	17,398

* Including current portion

For the year ended December 31, 2018

Unit : Thousand Baht

	Balance as at January 1, 2018	Net financing cash flows	Separate financial statements Non-cash change		Balance as at December 31, 2018
			Additional agreements	Currencies adjustment	
Bank overdrafts and short-term borrowings from financial institutions	80,000	(80,000)	-	-	-
Debentures*	500,000	700,000	-	-	1,200,000
Short-term borrowings from related parties*	155,000	143,000	-	-	298,000
Long-term borrowings from financial institutions*	87,948	(17,522)	-	779	71,205
Liabilities under finance lease agreements*	16,739	(5,132)	1,976	-	13,583

* Including current portion

7.3 Cash and cash equivalents as at December 31, consist of the following:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Cash on hand	18,495	3,280	4,369	1,023
Cash at banks - current accounts	71,751	57,456	12,028	243
Cash at banks - savings accounts	778,671	363,727	431,433	76,833
Cheque on hand	16,622	26,493	10,222	4,483
Short-term investments with high liquidity	-	5,439	-	-
	<u>885,539</u>	<u>456,395</u>	<u>458,052</u>	<u>82,582</u>

8. CURRENT INVESTMENTS

Current investments as at December 31, consist of the following:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Marketable securities held for trading	<u>960</u>	<u>16,013</u>	<u>960</u>	<u>5,966</u>

Movements of marketable securities held for trading for the years ended December 31, were as follows:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Balance as at January 1,	16,013	32,802	5,966	2,762
<u>Increase</u> Purchases during the year	80,000	350,000	-	260,000
<u>Decrease</u> Sales during the year	(95,063)	(366,778)	(5,016)	(256,802)
Unrealized profit (loss) on fair value adjustment	<u>10</u>	<u>(11)</u>	<u>10</u>	<u>6</u>
Balance as at December 31,	<u>960</u>	<u>16,013</u>	<u>960</u>	<u>5,966</u>

9. TRADE RECEIVABLES

Trade receivables as at December 31, consist of:

	Note	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018
Related parties	6	34,204	2,277	12,641	4,524
Other parties		<u>707,657</u>	<u>641,497</u>	<u>91,236</u>	<u>74,310</u>
		741,861	643,774	103,877	78,834
<u>Less</u> Allowance for doubtful accounts		<u>(4,423)</u>	<u>(2,743)</u>	<u>(1,995)</u>	<u>(700)</u>
		<u>737,438</u>	<u>641,031</u>	<u>101,882</u>	<u>78,134</u>
		2019	2018	2019	2018
Bad debt and doubtful debts expense for the years		<u>(1,726)</u>	<u>(35)</u>	<u>(1,295)</u>	<u>482</u>

Aging analyses for trade receivables were as follows:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Related parties				
Within credit terms	7,516	1,232	7,487	2,944
Overdue:				
Less than 3 months	3,990	350	3,789	1,580
Over 3 - 6 months	1,119	176	1,365	-
Over 6 - 12 months	14,174	351	-	-
Over 12 months	7,405	168	-	-
	<u>34,204</u>	<u>2,277</u>	<u>12,641</u>	<u>4,524</u>
Other parties				
Within credit terms	514,290	473,393	45,292	41,090
Overdue:				
Less than 3 months	173,301	132,757	39,630	30,421
Over 3 - 6 months	11,003	21,740	3,996	1,994
Over 6 - 12 months	3,471	10,355	694	805
Over 12 months	5,592	3,252	1,624	-
	<u>707,657</u>	<u>641,497</u>	<u>91,236</u>	<u>74,310</u>
<u>Less</u> Allowance for doubtful accounts	<u>(4,423)</u>	<u>(2,743)</u>	<u>(1,995)</u>	<u>(700)</u>
	<u>703,234</u>	<u>638,754</u>	<u>89,241</u>	<u>73,610</u>
	<u>737,438</u>	<u>641,031</u>	<u>101,882</u>	<u>78,134</u>

The normal credit terms granted by the Group and the Company range from 7 days to 60 days.

10. OTHER CURRENT RECEIVABLES

Other current receivables as at December 31, consist of:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Related parties:				
Other receivables	24,874	54,460	9,454	-
Accrued interest income	15,098	21,703	21,112	28,741
Others	6,925	6,723	-	1,770
	<u>46,897</u>	<u>82,886</u>	<u>30,566</u>	<u>30,511</u>
Other parties:				
Accrued interest income	69	1,092	-	1,026
Prepaid expenses	120,983	76,588	9,770	9,016
Advance payment for construction	30,316	30,316	-	-
Advance payment to suppliers	1,169	2,635	-	-
Other receivables for claim damaged goods	1,604	-	-	-
Others	13,936	11,777	1,965	1,516
	<u>168,077</u>	<u>122,408</u>	<u>11,735</u>	<u>11,558</u>
	<u>214,974</u>	<u>205,294</u>	<u>42,301</u>	<u>42,069</u>

Short-term loans to related parties and other parties as at December 31, consist of:

Company's name	Maturity	Interest rate (% per annum)		Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018	2019	2018
Short-term loans to related parties							
JWD Pacific Land Co., Ltd.	At call	3.50	3.50	-	-	64,000	64,000
JWD ASIA Co., Ltd.	At call	5.00	-	-	-	37,620	-
JWD Transport (Thailand) Co., Ltd.	At call	3.75	3.75	-	-	39,300	10,000
Global Food Service Network Co., Ltd.	At call	3.50	-	-	-	1,000	-
Community Green Energy Co., Ltd.	Within 1 year	6.50	6.50	63,000	173,000	63,000	173,000
Sabang Sustainable Energy Co., Ltd.	Within 1 year	-	6.50	-	222,340	-	222,340
				<u>63,000</u>	<u>395,340</u>	<u>204,920</u>	<u>469,340</u>
Short-term loans to other parties							
Nigo Logistics Company Limited	At call	5.00	5.00	8,182	8,182	8,182	8,182
<u>Less</u> Allowance for doubtful accounts				<u>(8,182)</u>	<u>-</u>	<u>(8,182)</u>	<u>-</u>
				-	8,182	-	8,182
Poseidon Associate Group Co., Ltd.	At call	7.80	7.80	9,205	3,844	-	-
Thrived Asset Co., Ltd.	June 30, 2020	5.00	-	150,000	-	150,000	-
Other individual	Within 1 year	-	7.50	-	74,684	-	-
				<u>159,205</u>	<u>86,710</u>	<u>150,000</u>	<u>8,182</u>

As at December 31, 2019 and 2018, short-term loans to related parties and other parties presented in the consolidated financial statements of Baht 9.21 million and Baht 86.71 million, respectively, and presented in the separate financial statements of Baht 141.92 million and Baht 82.18 million, respectively, are unsecured.

As at December 31, 2019 and 2018, loan to Community Green Energy Co., Ltd. of Baht 63.00 million and 173.00 million, respectively, is mortgaged by land and properties, machine and equipment and letter of guarantee for the borrower's right, and is due by 1 year after loan is granted or the date that loan is converted to shares, if the Company exercises its right. However, as at December 31, 2019, the Company did not exercise its right to convert loan to the borrower's shares.

As at December 31, 2018, loan to Sabang Sustainable Energy Co., Ltd. of Baht 222.34 million, is mortgaged by the claims transfer agreement, and due by 1 year after loan is granted or the date that loan is converted to shares. During the year 2019, the company received whole repayments of such short-term loan and the Company did not exercise the right to convert loan to the borrower's shares.

As at December 31, 2019, loan to Thrived Asset Co., Ltd.. of Baht 150.00 million, is secured by leasehold right which is under a Business Security Agreement.

12. INVENTORIES

Inventories as at December 31, consist of:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Finished goods	53,437	55,451
Work in process	369	-
Supplies and spare parts	6,142	4,780
	<u>59,948</u>	<u>60,231</u>

Inventories recognized as an expense and was included in cost of sales for the years ended December 31, were as follows:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Cost of goods sold	<u>458,323</u>	<u>297,449</u>

13. DISPOSAL ASSETS GROUP CLASSIFIED AS HELD FOR SALES AND LIABILITIES INCLUDED IN DISPOSAL ASSETS GROUP CLASSIFIED AS HELD FOR SALE AND DISPOSAL OF BUSINESS

On February 15, 2018, JVK International Movers Co., Ltd. (“JVKM”), the direct subsidiary, entered into share purchase agreement with the former shareholders of Ocean Air International Co., Ltd. (“OAI”), in order to sell its 99.99% of the ordinary shares of OAI totaling of Baht 23.40 million back to the former shareholders according to the conditions as stipulated in the agreement within May 15, 2018. Therefore, the Group reclassified assets and liabilities of such subsidiary as disposal assets group classified as held for sales and liabilities included in disposal assets group classified as held for sales. As at December 31, 2018 the details are as follows:

Unit : Thousand Baht Consolidated financial statements As at December 31, 2018	
Cash and cash equivalents	2,553
Trade and other current receivables	8,197
Other current assets	3,794
Property, plant and equipment	210
Other non-current assets	32,499
Disposal assets group classified as held for sale	<u>47,253</u>
Bank overdrafts and short-term borrowings from financial institutions	(7,766)
Trade and other current payables	(5,722)
Other current liabilities	(590)
Other non-current liabilities	(7,460)
Liabilities included in disposal assets group classified as held for sale	<u>(21,538)</u>
Disposal assets group classified as held for sale - net	<u>25,715</u>

However, as at February 15, 2019, sales of such investment in subsidiary have not been completed. Therefore, the Group cancelled classified all assets and liabilities of such subsidiary as disposal assets group classified as held for sales and liabilities included in disposal assets group classified as held for sales.

Subsequently, on August 30, 2019, JVKM disposed all shares of OAI to the former shareholders. The Group has loss on sale of such investment in subsidiary for the year ended December 31, 2019 of Baht 11.29 million (see Note 16).

Selling shares of such subsidiary does not cause the Group to lose the significant business.

14. DEPOSITS AT FINANCIAL INSTITUTIONS PLEDGED AS COLLATERAL

As at December 31, 2019 and 2018, the Group’s deposits at financial institutions of Baht 36.77 million and Baht 36.44 million, respectively. The Company’s deposits at financial institutions of Baht 20.88 million and Baht 20.67 million, respectively, were pledged as collateral for credit facilities with financial institutions (see Note 7.1) and letters of guarantee (see Note 42).

Investments in associates and joint ventures as at December 31, were as following:

Consolidated financial statements										Unit : Thousand
Company's name	Type of business	Country of incorporation	Ownership Interest (%)		Paid-up capital		Balance at equity method		Balance at cost method	
			2019	2018	2019	2018	2019	2018	2019	2018
Investments in associates										
JVK - Naga Movers Ltd.	Transportation service	Cambodia	50.00	50.00	USD 25	USD 25	4,775	4,673	1,001	1,001
JVK - Naga Movers, LDA	Transportation service	Timor-Leste	50.00	50.00	USD 25	USD 25	6,557	6,043	800	800
Phnom Penh SEZ Plc.	Managing and operating special economic zone	Cambodia	14.61	14.61	USD 2,058	USD 2,058	266,052	233,264	235,515	235,515
Bok Seng PPSEZ Dry Port Co., Ltd.	Transportation service	Cambodia	40.00	40.00	USD 4,573	USD 4,573	156,292	153,135	152,736	152,736
CJ JWD Logistics (Thailand) Co., Ltd.	Transportation service	Thailand	49.00	-	THB 2,000	-	1,353	-	980	-
Transimex Corporation	Transportation service	Vietnam	24.78	-	VND 548,807,570	-	596,934	-	572,664	-
							1,031,963	397,115	963,696	390,052
Joint ventures										
EM Logistics & Warehousing Pte. Ltd.	Investment holding	Singapore	50.00	50.00	USD 945	USD 945	12,441	7,627	19,452	19,452
Link Asia Logistics Co., Ltd.	Transportation service	Thailand	40.00	40.00	THB 4,000	THB 4,000	1,968	1,968	1,600	1,600
Siam JWD Logistics Co., Ltd.	Warehouse and transportation service	Thailand	42.50	42.50	THB 5,000	THB 5,000	2,340	1,954	2,125	2,125
PT Samudera JWD Logistics	Transportation service	Indonesia	48.72	48.72	IDR 57,655,314	IDR 43,067,341	26,953	40,032	66,989	48,243
							43,702	51,581	90,166	71,420

Investments in associates in the separate financial statements as at December 31, were as following:

Separate financial statements							Unit : Thousand	
Company's name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital		Balance at cost method	
			2019	2018	2019	2018	2019	2018
							Baht	Baht
Investments in associates								
Phnom Penh SEZ Plc.	Managing and operating special economic zone	Cambodia	14.61	14.61	USD 2,058	USD 2,058	235,515	235,515
CJ JWD Logistics (Thailand) Co., Ltd.	Transportation services	Thailand	49.00	-	THB 2,000	-	980	-
							<u>236,495</u>	<u>235,515</u>

Movements during the years ended December 31, of investments in associates and joint ventures, were as follows:

	Consolidated financial statements		Unit : Thousand Baht	
	2019	2018	2019	2018
		"Restated" (see Note 4)		
Balance as at January 1,	448,696	46,254	235,515	-
<u>Increase</u> - Acquisitions	542,102	342,204	980	169,163
- Share of gain (loss) of investment in associates and joint ventures	114,720	(6,114)	-	-
- Reclassification of investment	50,288	66,352	-	66,352
<u>Decrease</u> - Dividend income	(20,090)	-	-	-
- Share of other comprehensive loss of foreign investments in associates and joint ventures	(60,051)	-	-	-
Balance as at December 31,	<u>1,075,665</u>	<u>448,696</u>	<u>236,495</u>	<u>235,515</u>

For the year ended December 31, 2019, dividend income received from associates was Baht 20.09 million (2018 : nil).

- On January 8, 2019, the Company established a new associate named CJ JWD Logistics (Thailand) Co., Ltd., having its registered capital of Baht 2.00 million. The Company holds 49.00% of this subsidiary's shares. The Company has already paid a whole share subscription during the year.
- During the year 2019, JWD Asia Holding Private Ltd. ("JWDAH") and Prosper Logistics Joint Stock Company ("PPL"), which are indirect subsidiaries, invested in investment in Transimex Corporation ("TMS"), by purchasing of shares amounting to VND 405,681 million or equivalent to approximately Baht 572.66 million (as at December 31, 2019, JWDAH and PPL have ownership interest at 7.93% and 16.85%, respectively, totaling 24.78%). The group has significant influence in TMS on March 27, 2019.
- During 2019, JWDAH made an additional investment in the ordinary shares of PT Samudera JWD Logistics, which is incorporated in Indonesia, amounting to IDR 9,035 million or equivalent to Baht 18.75 million.

- As at December 31, 2017, the Company hold investment in equity shares of Phnom Penh SEZ Plc. (“PPSP”) by having ownership interest at 5.18%, and classified it as available-for-sale investment. Subsequently, on August 10, 2018, PPSP appointed the Executive Committee (“EXCO”) which the Company has two representatives of nine persons. The EXCO shall develop and implement business plans, policies, procedures and budgets that have been recommended and approved by PPSP’s Board of Directors, monitor the operating and financial performance of PPSP, prioritize and allocate investment and resources, and manage and develop talent. The EXCO shall implement the policy and strategy adopted by PPSP’s Board of Directors and deal with key operational matters. Although the Company holds PPSE’s equity shares and has voting right less than 20%, the Company exercises significant influence by virtue of its contractual right of the EXCO’s appointment.

Therefore, the Company reversed all accounts with respect to investment in PPSP and recognized investment in PPSP as an investment in an associate by using fair value as at August 10, 2018, which is considered as the transfer date, amounting to Baht 66.35 million. The Company also recognized loss on fair value adjustment from available-for-sale investment to investment in an associate of Baht 6.63 million in the statement of profit and loss and other comprehensive income for the year ended December 31, 2018.

Subsequently, on October 19, 2018, the Company made an additional investment in common shares of PPSP of USD 5.28 million or equivalent to Baht 169.16 million which resulting to having the ownership interest of 14.61%.

Investment in PPSP which presented in the consolidated financial statement as at December 31, 2018 of Baht 260.88 million, and share of profit of such associate for year then ended of Baht 25.36 million, were calculated from the associate’s financial statements for the year ended December 31, 2018 which had been audited.

As at December 31, 2019, investment in TMS of Baht 572.66 million was used as collateral for long-term credit facility with a financial institution (2018 : nil) (see Notes 7.1 and 26).

The following table summarizes the financial information of the significance associates and joint ventures as included in their own financial statements as at December 31, adjusted for differences in accounting policies.

	Material Associates		Unit : Thousand Baht	
	2019	2018	2019	2018
		“Restated”		
		(see Note 4)		
Other comprehensive income				
for the year ended December 31,				
Total comprehensive income (100%)	399,738	363,882	23,128	228
Group’s share of total comprehensive income	74,748	7,510	11,263	111
Statement of financial position as at December 31,				
Current assets	3,294,571	3,128,349	54,478	100,013
Non-current assets	4,134,478	4,333,406	109,333	45,770
Current liabilities	(1,463,225)	(2,134,689)	(11,698)	(56,373)
Non-current liabilities	(1,467,238)	(1,476,017)	(45,846)	-
Net assets (100%)	4,498,586	3,851,049	106,267	89,410
Group’s share of net assets	954,472	280,805	51,752	43,543

The following is summarised financial information for the Group's interest in immaterial associates and joint ventures based on the amounts reported in the Group's consolidated financial statements.

Unit : Thousand Baht

	Immaterial Associates		Immaterial Joint ventures	
	2019	2018	2019	2018
Carrying amount of share in immaterial associates and joint ventures	<u>3,002</u>	<u>2,020</u>	<u>10,452</u>	<u>19,201</u>
Group's share profit of total comprehensive income	<u>1,493</u>	<u>1,010</u>	<u>7,500</u>	<u>5,383</u>

Reconciliation of the above summarized financial information to the carrying amount of the interest in associates and joint ventures recognized in the consolidated financial statements is as follows:

Unit: Thousand Baht
Consolidated
financial statements
2019 **2018**
 "Restated"
 (see Note 4)

Net assets of associates and joint ventures	<u>4,628,812</u>	<u>1,752,099</u>
Amounting of the Group's ownership interest in the associates and joint ventures	1,017,935	345,344
Goodwill	<u>57,730</u>	<u>103,352</u>
Carrying amount of the Group's share in the associates and joint ventures	<u>1,075,665</u>	<u>448,696</u>

16. INVESTMENT IN SUBSIDIARIES

Investments in subsidiaries recorded by the cost method in the separate financial statements as at December 31, consist of:

Company's name	Type of business	Country of incorporation	Ownership interest (%)				Separate financial statements				Dividend income For the year ended December 31,	Unit : Thousand Baht
			2019		2018		Paid-up capital		Cost			
Direct subsidiaries												
Benjaporn Land Co., Ltd.	Lease of land and buildings	Thailand	100.00	100.00	500,000	500,000	500,000	500,000	-	-		
Auto Logic Co., Ltd.	Yard management and related services	Thailand	100.00	100.00	50,000	52,591	50,000	52,591	120,000	120,000		
Datasafe Co., Ltd.	Record and information management	Thailand	100.00	100.00	75,000	75,000	75,000	75,000	3,000	-		
JVK International Movers Co., Ltd.	Packing, domestic and overseas moving services	Thailand	90.09	80.18	44,400	40,000	44,400	35,600	-	-		
JWD Asia Co., Ltd.	Logistics, transportation and warehouse management, port and packing services	Thailand	100.00	100.00	1,010,000	1,010,000	520,700	520,700	-	-		
Dynamic IT Solutions Co., Ltd.	Selling and installation of electronics devices, software applications and network services	Thailand	100.00	100.00	7,100	9,905	7,100	9,905	8,875	8,520		
JWD Transport (Thailand) Co., Ltd.	In-land and overseas transportation services	Thailand	91.09	91.09	60,000	54,655	60,000	54,655	-	-		
Japac Holding Co., Ltd.	Investment holding	Thailand	100.00	100.00	415,500	806,469	415,500	806,469	80,000	100,000		
JWD Pacific Co., Ltd.	Cold storage service	Thailand	99.60	99.60	250,000	249,000	250,000	249,000	-	-		
JWD Pacific Land Co., Ltd.	Warehousing service	Thailand	100.00	100.00	115,000	115,000	115,000	115,000	-	-		
JWD Store It Co., Ltd.	Self-storage service	Thailand	89.00	89.00	91,100	89,000	60,000	53,400	-	-		
Global Foodservice Network Co., Ltd.	Investment holding	Thailand	100.00	100.00	231,000	230,999	224,700	224,699	-	-		
JWD Art Space Co., Ltd.	Art gallery services	Thailand	100.00	-	50,000	50,000	-	-	-	-		
						3,282,619		2,697,019	211,875	228,520		

Unit : Thousand Baht

Movements for the years ended December 31, of investments in subsidiaries, were as follows:

	Unit : Thousand Baht Separate financial statements	
	2019	2018
Balance as at January 1,	2,697,019	2,105,190
<u>Increase</u> Acquisitions	585,600	594,579
<u>Decrease</u> Disposals	-	(2,750)
Balance as at December 31,	<u>3,282,619</u>	<u>2,697,019</u>

The Group's and the Company's investing for the year ended December 31, 2019

- On February 8, 2019, Global Foodservice Network Co., Ltd. ("GFN"), which is a direct subsidiary, invested in new ordinary shares of Chi Shan Long Feng Food Co., Ltd. ("CSLF"), which is the Company's indirect subsidiary, of TWD 54.00 million or equivalent to Baht 55.11 million. GFN still has ownership interest at 60% of CSLF's total shares.
- On February 21, 2019, JWD Asia Holding Private Ltd. ("JWDAH") which is an indirect subsidiary, purchased new ordinary shares and preferred shares of Prosper Logistics Joint Stock Company ("PPL") of VND 10,360 million or equivalent to Baht 14.03 million. JWDAH holds 50.88% of PPL's total shares. In addition, JWDAH has control over PPL by Shareholders Agreement date March 1, 2019 to appoint and depose such company's Board of Directors and control all the voting rights of the Shareholders Meeting (see Note 1).
- On July 1, 2019, the Company invested in new ordinary shares of GFN of Baht 6.30 million. The Company fully paid for its shares.
- During 2019, JVKM, which is a direct subsidiary, paid for JWD Bok Seng Logistics (Thailand) Co., Ltd.'s shares of Baht 14.40 million.
- During 2019, the Company paid for new ordinary shares of JWD Store-It Co., Ltd. ("JWDST") of Baht 35.60 million.
- During 2019, the Company invested in new ordinary shares of JWD Asia Co., Ltd. ("JWDA") which is a direct subsidiary, of Baht 489.30 million. The Company fully paid for its shares.
- During 2019, JWDA invested in new ordinary shares of JWDAH of USD 17.69 million (or equivalents Baht 562.06 million). JWDA fully paid for its shares.
- On November 4, 2019, JWDAH purchased new ordinary shares of JDMS Logistics Joint Stock Company ("JDMS") of VND 9,971.70 million or equivalent to Baht 14.03 million. JWDAH holds 50.98% of JDMS's total shares. In addition, JWDAH has control over JDMS by Call Option Agreement date October 30, 2019 to have right to purchase remaining shares of JDMS at any time without any conditions and irrevocable right (see Note 1).

- On August 29, 2019, the Extraordinary General Meeting of JPK Cold Storage Co., Ltd. (“JPKCS”), which is an indirect subsidiary, passed a resolution to change its par value of ordinary shares from Baht 100 per share to Baht 52 million per share, or decrease of Baht 48 per share, which led to the authorized share capital of JPKCS decreased from Baht 151.70 million to Baht 78.88 million, or decreased of Baht 72.82 million. JPKCS registered the decrease in authorized share capital with the Department of Business Development on October 9, 2019. JWD Pacific Co., Ltd (“JWDP”), which is a direct subsidiary, still has ownership interest at 67.04% of JPKCS’s total shares.

Subsequently, on October 28, 2019, the Extraordinary General Meeting of JPKCS passed a resolution to increase authorized share capital by issuing new ordinary shares of 482,000 shares with par value of Baht 52 per share, totaling of Baht 25.07 million. JPKCS registered the increase in authorized share capital with the Department of Business Development and fully received share subscription of new ordinary shares from JWDP. JWDP has increased its ownership interest from 67.04% to 74.69% of JPKCS’s total shares (see Note 1).

The Group’s and the company’s established new subsidiaries in 2019

- On March 8, 2019, the Company established a new subsidiary, named JWD Art Space Co., Ltd. (“JWDAS”), having its registered share capital of Baht 25.00 million. The Company holds 100% of its registered share capital. Subsequently, During 2019, JWDAS increased its registered share capital of Baht 25.00 million (total registered share capital is Baht 50 million). The Company fully paid for its shares.
- On July 19, 2019, the Group established a new subsidiary, named JWD Store-It (Raminthra) Co., Ltd., having its registered share capital of Baht 16.00 million. The Group holds 45.39% of its registered share capital. During the year, JWDST has already paid for such shares subscription of Baht 2.65 million.
- On December 16, 2019, the Group established a new indirect subsidiary, named JWD Express Co., Ltd., having its registered share capital of Baht 40.00 million. The Group holds 91.09% of its registered share capital. During the year, JWD Transport (Thailand) Co., Ltd. has already paid for such shares subscription of Baht 12.00 million.

Partial disposal of a subsidiary while control is retained.

- During 2019, JVKM disposed partial interest in JWD Bok Seng Logistics (Thailand) Co., Ltd. of Baht 0.40 million which affected to the decrease in its interest from 80.18% to 54.05%. However, there is on change in the controlling interest of the group in such subsidiary (see Note 1).
- On August 30, 2019, JVKM disposed all shares of OAI to the former shareholders of OAI (see Note 13).

Later, the former shareholder of OAI disposed shares of JVKM of Baht 4.40 million back to the Company. Therefore, the Company’s ownership interests in JVKM increased from 80.18% to 90.09% (see Note 1).

As at December 31, 2019, investment in JWDAH of Baht 859.61 million was used as collateral for long-term credit facility with a financial institution (2018 : nil) (see Notes 7.1 and 26).

17. OTHER LONG-TERM INVESTMENTS

Other long-term investments as at December 31, were as following:

	Consolidated financial statements		Separate financial statements		Unit : Thousand Baht Dividend income for the year ended December 31,	
	2019	2018	2019	2018	2019	2018
Available-for-sale marketable securities	207,700	158,100	207,700	158,100	11,783	6,421
Available-for-sale debt securities	31,543	-	-	-	-	-
Non-marketable securities	3,815	9,466	-	-	-	-
	<u>243,058</u>	<u>167,566</u>	<u>207,700</u>	<u>158,100</u>	<u>11,783</u>	<u>6,421</u>

Movements of available-for-sale marketable securities for the years ended December 31, of, were as follows:

	Consolidated financial statements		Separate financial statements	
	2019	2018	2019	2018
Balance as at January 1,	158,100	223,130	158,100	223,130
<u>Decrease</u> Sales during the year	-	(466)	-	(466)
Reclassification of investment (see Note 15)				
- cost of investment	-	(72,980)	-	(72,980)
- loss on remeasurement of available-for-sale	-	6,628	-	6,628
<u>Increase</u> Valuation adjustment	49,600	1,788	49,600	1,788
Balance as at December 31,	<u>207,700</u>	<u>158,100</u>	<u>207,700</u>	<u>158,100</u>

Movements of Available-for-sale debt securities for the years ended December 31, of, were as follows:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Balance as at January 1,	-	-
<u>Increase</u> - Acquisitions	62,196	-
- Valuation adjustment	889	-
<u>Decrease</u> - Convert to investment in an associate	(31,542)	-
Balance as at December 31,	<u>31,543</u>	<u>-</u>

During 2019, the Group purchased of convertible debentures of Transimax Corporation ("TMS") of VND 44,425.90 million or equivalent to approximately Baht 62.20 million. Later, the Group has converted the convertible debentures of TMS to ordinary shares of VND 22,213 million or equivalent to Baht 31.54 million. As at December 31, 2019, the Group classified these convertible debentures as available-for-sale debt securities.

Movements of non-marketable securities for the years ended December 31, were follows:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Balance as at January 1,	9,466	349
Increase from business acquisition (Note 5.1)	-	9,216
Decrease from impairment of other investment	(5,529)	-
Exchange rate difference from foreign currency translation	(122)	(99)
Balance as at December 31,	<u>3,815</u>	<u>9,466</u>

18. LONG-TERM LOANS

Long-term loans as at December 31, consist of:

	Maturity date		Repayment periods		Interest rate (% per annum)		Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Long-term loans to related parties										
Subsidiaries										
JPK Cold Storage Co., Ltd.	Jan 21, 2027 ⁽¹⁾	Jan 21, 2027 ⁽¹⁾	Monthly	Monthly	3.75	3.75	-	-	57,000	58,000
Joint ventures										
EM Logistics & Warehousing Private Limited	Jun 27, 2024	Jun 27, 2024	Quarterly	Quarterly	LIBOR +3	LIBOR +3	8,663	10,812	8,663	10,812
JWD Asia Logistics (Cambodia) Co., Ltd.	Jun 27, 2024	Jun 27, 2024	Quarterly	Quarterly	LIBOR +3	LIBOR +3	17,391	24,790	17,391	24,790
PT Samudera JWD Logistics	Jan 1, 2019	-	End of contact	-	6.70	-	30,978	-	-	-
							57,032	35,602	26,054	35,602
Other related parties										
Clipper Holdings Co., Ltd.	Jun 27, 2024	Jun 27, 2024	Quarterly	Quarterly	LIBOR +3	LIBOR +3	26,055	35,602	26,055	35,602
Bok Seng Logistics Private Limited	Nov 30, 2020 ⁽²⁾	Nov 30, 2020 ⁽²⁾	Monthly	Monthly	MLR -1.25	MLR -1.25	87,216	35,125	87,216	35,125
							113,271	70,727	113,271	70,727
							170,303	106,329	196,325	164,329
							(100,884)	(51,246)	(100,884)	(62,026)
							69,419	55,083	95,441	102,303
Long-term loans to related parties										
	August 2031 ⁽³⁾	-	Monthly	-	5	-	23,000	-	-	-
							(596)	-	-	-
							22,404	-	-	-

(1) As at December 31, 2018, the Group had unsecured borrowing agreement with Kingfisher Holdings Limited, which is a related company, for credit facility of Baht 29.00 million, which all amount of borrowings has been fully drawn. Subsequently, on October 31, 2019, the Group agreed to amend the condition in such borrowing agreement to extend the maturity date and amended credit facility from Baht 29.00 million to Baht 19.00 million. The first repayment was in August 2019 (see Note 26.5).

(2) As at December 31, 2019 and 2018, the Company has the Convertible Loan Agreement with Bok Seng Logistics Pte. Ltd. (the "Borrower") amount of Baht 87.22 million and Baht 35.13 million, respectively. Such loan will be repayable on a monthly basis which at each maturity date, the Company may either elect to demand for loan repayment, or convert the outstanding principal amount plus accrued interest to the Borrower's common shares. The conversion right can be exercised at any time after maturity dates. This loan is secured by ordinary shares of PPSP of the Borrower's right. However, as at December 31, 2019 and 2018, the Company has not exercised such conversion right.

(3) As at December 31, 2018, the Group has short-term loan of Baht 23 million to OAI which is in the form of unsecured promissory note. However, during the year 2019, the Company sold investment in OAI to the former shareholder of OAI (see Note 13). Therefore, the Group agreed to amend the loan agreement with OAI by revising the maturity date from repayment at call to repayment within 10 years and revised the interest rate from 7.68% per annum to 5.00% per annum.

In addition, such loan has 1 year grace period starting from August 31, 2019 to August 31, 2020 and will be due for repayment on a monthly basis, Baht 0.24 million per installment.

19. INTANGIBLE ASSETS UNDER OPERATING AGREEMENT

Movements of intangible assets under operating agreement as at December 31, consist of the followings:

For the year ended December 31, 2019

	Consolidated financial statements			Unit: Thousand Baht
	Balance as at January 1, 2019	Increase	Transfer in/ (out)	Balance as at December 31, 2019
Cost:				
Intangible assets under operating agreement	519,377	980	16,841	537,198
Total Cost	519,377	980	16,841	537,198
Accumulated depreciation:				
Intangible assets under operating agreement	(236,473)	(22,366)	-	(258,839)
Total Accumulated depreciation	(236,473)	(22,366)	-	(258,839)
Assets under construction	210	17,171	(16,841)	540
Intangible assets under operating agreement	283,114			278,899

For the year ended December 31, 2018

	Consolidated financial statements			Unit: Thousand Baht
	Balance as at January 1, 2018	Increase	Transfer in/ (out)	Balance as at December 31, 2018
Cost:				
Intangible assets under operating agreement	503,725	1,324	14,328	519,377
Total Cost	503,725	1,324	14,328	519,377
Accumulated depreciation:				
Intangible assets under operating agreement	(206,802)	(29,671)	-	(236,473)
Total Accumulated depreciation	(206,802)	(29,671)	-	(236,473)
Assets under construction	4,678	9,860	(14,328)	210
Intangible assets under operating agreement	301,601			283,114
Depreciation for the years ended December 31,				
2019				22,366
2018				29,671

For the year ended December 31, 2019

	Unit: Thousand Baht		
	Separate financial statements		
	Balance as at January 1, 2019	Increase	Transfer in/ (out)
Balance as at December 31, 2019			
Cost:			
Intangible assets under operating agreement	519,377	1,098	16,841
Total Cost	519,377	1,098	16,841
Accumulated depreciation:			
Intangible assets under operating agreement	(236,473)	(22,366)	-
Total Accumulated depreciation	(236,473)	(22,366)	-
Assets under construction	210	17,171	(16,841)
Intangible assets under operating agreement	283,114		279,017

For the year ended December 31, 2018

	Unit: Thousand Baht		
	Separate financial statements		
	Balance as at January 1, 2018	Increase	Transfer in/ (out)
Balance as at December 31, 2018			
Cost:			
Intangible assets under operating agreement	503,725	1,324	14,328
Total Cost	503,725	1,324	14,328
Accumulated depreciation:			
Intangible assets under operating agreement	(206,802)	(29,671)	-
Total Accumulated depreciation	(206,802)	(29,671)	-
Assets under construction	4,678	9,860	(14,328)
Intangible assets under operating agreement	301,601		283,114
Depreciation for the years ended December 31,			
2019			22,366
2018			29,671

Under terms and conditions of the Operating agreement, The Company had contractual commitments. At the end of the agreement, all non-movable assets use in operation of dangerous goods warehouse of the Company's right will be transferred to Port Authority of Thailand ("PAT"), immediately. For movable-assets, PAT had option to purchase a whole or partial of such equipment by a net book values (see Note 41).

20. INVESTMENT PROPERTIES

Investment properties comprise a number of unused land and commercial properties that are leased to third parties. Each of the leases contains an initial non-cancellable period of 1-30 years. Subsequent renewals are negotiated with the leasee. Movement of investment properties for the years ended December 31, consist of the followings:

For the year ended December 31, 2019

	Consolidated financial statements				Unit : Thousand Baht
	Balance as at January 1, 2019	Increase	Decrease	Transfer in/ (out)	Balance as at December 31, 2019
Cost:					
Land and land improvements	68,266	-	-	-	68,266
Buildings and buildings improvements	1,176,282	28,174	(170)	35,301	1,239,587
Total Cost	1,244,548	28,174	(170)	35,301	1,307,853
Accumulated depreciation:					
Land improvements	(27,724)	(4,157)	-	-	(31,881)
Buildings and buildings improvements	(334,490)	(58,228)	126	-	(392,592)
Total Accumulated depreciation	(362,214)	(62,385)	126	-	(424,473)
Properties under construction	11,715	59,570	-	(35,301)	35,984
Investment properties	894,049				919,364

For the year ended December 31, 2018

	Consolidated financial statements				Unit : Thousand Baht
	Balance as at January 1, 2018	Increase	Transfer in/ (out)	Balance as at December 31, 2018	
Cost:					
Land and land improvements	60,921	-	7,345	68,266	
Buildings and buildings improvements	1,095,032	7,129	74,121	1,176,282	
Total Cost	1,155,953	7,129	81,466	1,244,548	
Accumulated depreciation:					
Land improvements	(23,504)	(4,220)	-	(27,724)	
Buildings and buildings improvements	(280,929)	(53,561)	-	(334,490)	
Total Accumulated depreciation	(304,433)	(57,781)	-	(362,214)	
Properties under construction	7,331	85,850	(81,466)	11,715	
Investment properties	858,851			894,049	

Depreciation for the years ended December 31,

2019	62,385
2018	57,781

The Group used investment properties as collateral assets to secure the credit facilities provided by the financial institutions and letters of guarantee (see Notes 7.1, 26 and 42)

As at December 31, the Group's investment properties which were in the consolidated financial statements have fair values determined by the market approach and income as follows:

	Unit : Million Baht
Fair Values	Consolidated financial statements
2019	1,171.41
2018	951.32

21. PROPERTY, PLANT AND EQUIPMENT

Movements of property, plant and equipment for the years ended December 31, consist of the followings:

For the year ended December 31, 2019

	Unit : Thousand Baht							
	Balance as at January 1, 2019	Increase	Decrease	Consolidated financial statements Transfer in (out)	Exchange differences on translation of financial statements of foreign subsidiaries	Reclassification (see Note 13)	Decrease from business disposal	Balance as at December 31, 2019
Cost:								
Land and land improvements	285,086	-	-	-	-	-	-	285,086
Buildings and building improvements	1,407,887	16,467	(71)	46,673	21	-	-	1,470,977
Machinery and equipment	675,829	25,695	(2,283)	128,251	(50)	-	-	827,442
Office, furniture and other equipment	153,926	16,985	(2,416)	5,728	(261)	2,324	(2,324)	173,962
Vehicles	459,302	63,653	(21,024)	22,494	(144)	1,500	(1,500)	524,281
Tooling and warehouse equipment	84,648	7,179	(37)	2,525	-	-	-	94,315
Total Cost	3,066,678	129,979	(25,831)	205,671	(434)	3,824	(3,824)	3,376,063
Accumulated depreciation:								
Land improvements	(1,137)	(395)	-	-	-	-	-	(1,532)
Buildings and building improvements	(746,006)	(103,265)	68	-	(1)	-	-	(849,204)
Machinery and equipment	(238,427)	(72,299)	1,955	-	26	-	-	(308,745)
Office, furniture and other equipment	(120,190)	(14,494)	2,238	-	189	(2,124)	2,186	(132,195)
Vehicles	(185,457)	(35,834)	20,073	-	39	(1,490)	1,490	(207,179)
Tooling and warehouse equipment	(73,440)	(5,538)	32	-	-	-	-	(78,946)
Total Accumulated depreciation	(1,364,657)	(231,825)	24,366	-	253	(3,614)	3,676	(1,571,801)
Assets under construction	219,991	579,788	-	(205,671)	346	-	-	594,454
Property, plant and equipment	1,922,012							2,398,716

For the year ended December 31, 2018

Unit : Thousand Bahri								
	Balance as at January 1, 2018	Increase	Consolidated financial statements			Reclassification to disposal assets group classified as held for sales (see Note 13)	Balance as at December 31, 2018	
			Increase from business acquisition (see Note 5.1)	Decrease	Transfer in (out)			Exchange differences on translation of financial statements of foreign subsidiaries
Cost:								
Land and land improvements	275,702	9,384	-	-	-	-	285,086	
Buildings and building improvements	1,429,822	18,364	-	(75,104)	34,805	-	1,407,887	
Machinery and equipment	576,138	76,090	1,406	(15,055)	37,302	(52)	675,829	
Office, furniture and other equipment	148,792	5,125	4,578	(3,754)	1,505	4	(2,324)	
Vehicles	354,877	101,431	-	(11,262)	15,765	(9)	(1,500)	
Tooling and warehouse equipment	80,597	4,397	-	(566)	230	(10)	-	
Total Cost	2,865,928	214,791	5,984	(105,741)	89,607	(67)	(3,824)	
							3,066,678	
Accumulated depreciation:								
Land improvements	(742)	(395)	-	-	-	-	(1,137)	
Buildings and building improvements	(632,687)	(116,254)	-	2,935	-	-	(746,006)	
Machinery and equipment	(168,027)	(73,034)	(203)	2,829	-	8	(238,427)	
Office, furniture and other equipment	(107,417)	(15,245)	(3,278)	3,589	-	37	2,124	
Vehicles	(168,018)	(29,234)	-	10,313	-	(8)	1,490	
Tooling and warehouse equipment	(68,939)	(5,071)	-	565	-	5	(73,440)	
Total Accumulated depreciation	(1,145,830)	(239,233)	(3,481)	20,231	-	42	(1,364,657)	
Assets under construction	15,125	294,473	-	-	(89,607)	-	219,991	
Property, plant and equipment	1,735,223						1,922,012	

Depreciation for the years ended December 31,

2019
2018

231,825
239,233

**Cost of property, plant and equipment which are
fully depreciated and still in use as at December 31,**

2019
2018

1,144
840

Unit : Million Baht

For the year ended December 31, 2019

Unit : Thousand Baht					
	Separate financial statements				Balance as at December 31, 2019
	Balance as at January 1, 2019	Increase	Decrease	Transfer in (out)	
Cost:					
Buildings and building improvements	52,023	2,512	-	3,095	57,630
Machinery and equipment	122,414	3,726	-	13,245	139,385
Office, furniture and other equipment	55,345	4,450	(476)	322	59,641
Vehicles	28,276	12,479	(5,308)	-	35,447
Tooling and warehouse equipment	60,537	1,020	(28)	368	61,897
Total Cost	318,595	24,187	(5,812)	17,030	354,000
Accumulated depreciation:					
Buildings and building improvements	(29,468)	(5,012)	-	-	(34,480)
Machinery and equipment	(77,103)	(13,199)	-	-	(90,302)
Office, furniture and other equipment	(43,814)	(5,883)	476	-	(49,221)
Vehicles	(18,944)	(3,621)	5,307	-	(17,258)
Tooling and warehouse equipment	(56,457)	(1,588)	28	-	(58,017)
Total Accumulated depreciation	(225,786)	(29,303)	5,811	-	(249,278)
Assets under construction	8,401	12,789	-	(17,030)	4,160
Property, plant and equipment	101,210				108,882

For the year ended December 31, 2018

Unit : Thousand Baht					
	Separate financial statements				Balance as at December 31, 2018
	Balance as at January 1, 2018	Increase	Decrease	Transfer in (out)	
Cost:					
Buildings and building improvements	41,521	3,773	-	6,729	52,023
Machinery and equipment	116,460	3,847	-	2,107	122,414
Office, furniture and other equipment	54,450	1,770	(880)	5	55,345
Vehicles	28,051	1,381	(1,156)	-	28,276
Tooling and warehouse equipment	58,966	1,341	-	230	60,537
Total Cost	299,448	12,112	(2,036)	9,071	318,595
Accumulated depreciation:					
Buildings and building improvements	(24,904)	(4,564)	-	-	(29,468)
Machinery and equipment	(65,648)	(11,455)	-	-	(77,103)
Office, furniture and other equipment	(37,878)	(6,812)	876	-	(43,814)
Vehicles	(16,415)	(3,685)	1,156	-	(18,944)
Tooling and warehouse equipment	(53,901)	(2,556)	-	-	(56,457)
Total Accumulated depreciation	(198,746)	(29,072)	2,032	-	(225,786)
Assets under construction	2,653	14,819	-	(9,071)	8,401
Property, plant and equipment	103,355				101,210

Depreciation for the years ended December 31,

2019	29,303
2018	29,072

Unit : Million Baht

Cost of property, plant and equipment which are
fully depreciated and still in use as at December 31,

2019	175
2018	156

As at December 2019 and 2018, the Group's property plant and equipment were pledged as collateral to secure the credit facilities provided by the financial institutions and letters of guarantee (see Notes 7.1, 26 and 42).

As at December 31, net book value of assets under finance lease agreements of the Group and the Company which were included in property plant and equipment were as following:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Machinery and equipment	32,004	36,927	7,293	9,995
Office, furniture and other equipment	1,347	1,811	845	1,341
Vehicles	251,309	190,536	17,243	9,246
	<u>284,660</u>	<u>229,274</u>	<u>25,381</u>	<u>20,582</u>

For the years ended December 31, capitalised borrowing costs relating to the acquisition of the plant and equipment which were parts of property plant and equipment were as following:

	Consolidated financial statements		Unit :Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Capitalised borrowing costs	8,645	690	-	-
Interest rate (%)	3.40 - 4.50	3.65	-	-

On November 9, 2018, the Company's subsidiaries sold certain plant and equipment, used for the operation of warehouse management to AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust ("the Trust"). The Company's subsidiaries entered into the lease agreements with the Trust to lease the assets back for their operations. In this regard, the sale price of the said assets and lease payment according to the leaseback agreements, which are the operating lease, are at fair value.

Detail of sale of plant and equipment consist of:

	Unit :Million Baht Consolidated financial statements	
	2019	2018
Net book value as at the selling date	-	80.97
Selling price	-	100.00
Gain from sale of assets to the trust (net of related expenses)	<u>-</u>	<u>13.70</u>

22. LEASEHOLD RIGHTS

Movements of leasehold rights for the years ended December 31, are as follows:

For the year ended December 31, 2019

	Unit : Thousand Baht		
	Consolidated financial statements		
	Balance as at January 1, 2019	Increase	Balance as at December 31, 2019
Cost:			
Leasehold rights for land	106,621	-	106,621
Total Cost	106,621	-	106,621
Accumulated amortization:			
Leasehold rights for land	(38,374)	(3,546)	(41,920)
Total Accumulated amortization	(38,374)	(3,546)	(41,920)
Leasehold rights	68,247		64,701

For the year ended December 31, 2018

	Unit : Thousand Baht		
	Consolidated financial statements		
	Balance as at January 1, 2018	Increase	Balance as at December 31, 2018
Cost:			
Leasehold rights for land	106,621	-	106,621
Total Cost	106,621	-	106,621
Accumulated amortization:			
Leasehold rights for land	(34,622)	(3,752)	(38,374)
Total Accumulated amortization	(34,622)	(3,752)	(38,374)
Leasehold rights	71,999		68,247
Amortization for the years ended December 31,			
2019			3,546
2018			3,752

As at December 31, 2019 and 2018, the Group's leasehold right for land were pledged as collateral to secure the credit facilities provided by the financial institutions (see Notes 7.1 and 26).

23. GOODWILL

Movements of goodwill for the years ended December 31, are as follows:

	Note	Unit : Thousand Baht Consolidated financial statements	
		2019	2018
Cost			
Balance as at January 1,		113,523	40,672
<u>Increase</u> business acquisition	5.1	-	72,966
Exchange rate difference on translation of financial statements of foreign subsidiaries		45	(115)
<u>Decrease</u> business disposal		(20,666)	-
Balance as at December 31,		<u>92,902</u>	<u>113,523</u>

24. INTANGIBLE ASSETS

Movements of intangible assets for the years ended December 31, are as follows:

For the year ended December 31, 2019

	Unit : Thousand Baht Consolidated financial statements			
	Balance as at January 1, 2019	Increase	Transfer in/ (transfer out)/	Balance as at December 31, 2019
			Exchange differences on translation of financial statements of foreign subsidiaries	
Cost:				
Land used right	4,527	-	-	4,527
Trademarks	14,756	-	-	12,200
Customer relationship	163,307	-	-	163,307
Software licenses	87,782	2,137	523	90,442
Software licenses under installation	8,409	2,912	(523)	10,798
Total Cost	<u>278,781</u>	<u>5,049</u>	<u>-</u>	<u>281,274</u>
Accumulated amortization:				
Land used right	(1,053)	(631)	-	(1,684)
Trademarks	(967)	(9,365)	-	(8,354)
Customer relationship	(39,910)	(8,545)	-	(48,455)
Software licenses	(44,690)	(3,542)	-	(48,232)
Total Accumulated amortization	<u>(86,620)</u>	<u>(22,083)</u>	<u>-</u>	<u>(106,725)</u>
Intangible assets	<u>192,161</u>			<u>174,549</u>

For the year ended December 31, 2018

Unit : Thousand Baht							
	Balance as at January 1, 2018	Increase	Consolidated financial statements			Exchange differences on translation of financial statements of foreign subsidiaries	Balance as at December 31, 2018
			Increase from business acquisition (see Note 5.1)	Decrease	Transfer in/ (transfer out)/		
Cost:							
Land used right	4,527	-	-	-	-	-	4,527
Trademarks	-	-	14,916	-	-	(160)	14,756
Customer relationship	70,555	-	93,755	-	-	(1,003)	163,307
Software licenses	81,015	4,303	-	(385)	3,537	(688)	87,782
Software licenses under installation	-	11,946	-	-	(3,537)	-	8,409
Total Cost	156,097	16,249	108,671	(385)	-	(1,851)	278,781
Accumulated amortization:							
Land used right	(422)	(631)	-	-	-	-	(1,053)
Trademarks	-	(967)	-	-	-	-	(967)
Customer relationship	(26,806)	(13,137)	-	-	-	33	(39,910)
Software licenses	(42,506)	(2,474)	-	290	-	-	(44,690)
Total Accumulated amortization	(69,734)	(17,209)	-	290	-	33	(86,620)
Intangible assets	<u>86,363</u>						<u>192,161</u>
Amortization for the years ended December 31,							
2019							<u>22,083</u>
2018							<u>17,209</u>

For the year ended December 31, 2019

Unit : Thousand Baht			
	Separate financial statements		
	Balance as at January 1, 2019	Increase	Balance as at December 31, 2019
		Transfer in/ (out)	
Cost:			
Software licenses	42,177	636	43,783
Software licenses under installation	8,980	5,431	13,441
Total Cost	<u>51,157</u>	<u>6,067</u>	<u>57,224</u>
Accumulated amortization:			
Software licenses	(24,966)	(4,834)	(29,800)
Total Accumulated amortization	<u>(24,966)</u>	<u>(4,834)</u>	<u>(29,800)</u>
Intangible assets	<u>26,191</u>		<u>27,424</u>

For the year ended December 31, 2018**Unit : Thousand Baht**

	Separate financial statements		
	Balance as at January 1, 2018	Increase	Transfer in/ (out)
			Balance as at December 31, 2018
Cost:			
Software licenses	41,231	699	247
Software licenses under installation	92	9,135	(247)
Total Cost	41,323	9,834	-
			51,157
Accumulated amortization:			
Software licenses	(19,727)	(5,239)	-
Total Accumulated amortization	(19,727)	(5,239)	-
			(24,966)
Intangible assets	<u>21,596</u>		
			<u>26,191</u>
Amortization for the years ended December 31,			
2019			4,834
2018			5,239

25. OTHER NON-CURRENT ASSETS

Other non-current assets as at December 31, consist of the following:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Current investment				
Refundable income tax	65,403	61,124	50,691	51,163
Deposits	87,337	60,600	44,873	42,929
	<u>152,740</u>	<u>121,724</u>	<u>95,564</u>	<u>94,092</u>

26. INTEREST-BEARING LIABILITIES

Interest-bearing liabilities as at December 31, consist of the followings:

Current interest-bearing liabilities	Notes	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018
Bank overdrafts and short-term borrowings from financial institutions	26.1				
- Secured		172,366	136,000	-	-
- Unsecured		900,689	56,136	888,000	-
		<u>1,073,055</u>	<u>192,136</u>	<u>888,000</u>	<u>-</u>
Short-term borrowings from related parties	6 and 26.2				
- Unsecured		-	-	65,000	298,000
Current portion of debenture	26.3				
- Unsecured		386,000	300,000	386,000	300,000
Current portion of long-term borrowings from financial institutions	26.4				
- Secured		151,365	335,805	-	-
- Unsecured		34,781	18,639	34,781	16,121
		<u>186,146</u>	<u>354,444</u>	<u>34,781</u>	<u>16,121</u>
Current portion of long-term borrowings from related parties	6 and 26.5				
- Unsecured		-	4,840	-	-
Current portion of finance lease liabilities	26.6				
Total current interest-bearing liabilities		<u>1,706,943</u>	<u>903,073</u>	<u>1,380,895</u>	<u>619,136</u>
Debtenture	26.3				
- Unsecured		514,000	900,000	514,000	900,000
Long-term loans from financial institutions	26.4				
- Secured		639,378	288,339	-	-
- Unsecured		656,055	64,325	566,406	55,084
		<u>1,295,433</u>	<u>352,664</u>	<u>566,406</u>	<u>55,084</u>
Long-term borrowings from related parties	6 and 26.5				
- Unsecured		19,000	24,160	-	-
Finance lease liabilities	26.6				
Total non-current interest-bearing liabilities		<u>1,914,775</u>	<u>1,372,035</u>	<u>1,090,691</u>	<u>963,652</u>
Grand total interest-bearing liabilities		<u>3,621,718</u>	<u>2,275,108</u>	<u>2,471,586</u>	<u>1,582,788</u>

26.1 Bank overdraft and short-term borrowings from financial institutions as at December 31, consist of the followings:

	Repayment period	Interest rate (% per annum)		Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018	2019	2018
Bank overdraft	Monthly	2.86 - 7.12	3.37 - 7.13	16,925	5,706	-	-
Promissory notes	Within a year	2.00 - 4.00	2.50 - 7.13	1,056,130	186,430	888,000	-
				<u>1,073,055</u>	<u>192,136</u>	<u>888,000</u>	<u>-</u>

26.2 Short-term borrowings from related parties as at December 31, consist of the followings:

Company's name	Maturity date	Interest rate (% per annum)		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018
JWD Pacific Co., Ltd.	At call	3.50	-	45,000	-
Pacific Cold Storage Co., Ltd	At call	-	3.50	-	163,000
Auto Logic Co., Ltd	At call	-	3.50	-	70,000
Benjaporn Land Co., Ltd.	At call	3.50	3.50	20,000	65,000
				<u>65,000</u>	<u>298,000</u>

As at December 31, 2019 and 2018, all short-term borrowing from related companies which are unsecured.

26.3 Debentures

On November 10, 2016, the Company issued unsubordinated, unsecured debentures and without a shareholders representative with the name registered in the amount of Baht 300 million (300,000 units at par value of Baht 1,000 each), These debentures will be mature on November 10, 2019 with fixed coupon rate at and 3.25% per annum, and payable every three-month period. During the year 2019, the Company has already paid such debentures to lender in full amount.

On November 8, 2018, the Company issued unsubordinated and unsecured debentures of Baht 386 million (386,000 units at par value of Baht 1,000 each) and Baht 514 million (514,000 units at par value of Baht 1,000 each) which will be matured on November 8, 2020 and November 8, 2021, respectively. Such debentures bear fixed coupon rate at 3.65% per annum and 4.00% per annum, respectively, and payable every three-month period.

On December 12, 2019, the Company's Board of Director's meeting passed a resolution to issue and offer unsubordinated and unsecured debentures, which have maturity date within 3 years with par value of Baht 1,000 per share. Total value of this offer is not over Baht 600 million. This offer is limited to institutional investors and major investors and should be done within March 2020.

26.4 Long-term borrowings from financial institutions as at December 31, consist of the followings:

Company's name	Repayment periods	Maturity date		Interest rate (% per annum)		Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018	2019	2018	2019	2018
Long-term borrowings of the Company	Monthly	Within 6 years	Within 6 years	Libor + 3	Libor + 3	601,187	71,205	601,187	71,205
Long-term borrowings of subsidiaries									
Benjaporn Land Co., Ltd.	Monthly	Within 1 to 6 years	Within 1 to 6 years	MLR-0.5 to -2.00	MLR-0.5 to -2.00	73,154	151,606	-	-
JWD Pacific Land Co., Ltd.	Monthly	Within 1 to 4 years	Within 1 year	MLR-0.5 to -1.75	MLR-1 to -1.75	125,000	155,489	-	-
JWD Transport (Thailand) Co., Ltd.	Monthly	Within 4 to 5 years	Within 4 to 5 years	2.00	2.15	9,297	11,759	-	-
Pacific Cold Storage Co., Ltd.	Monthly	Within 2 to 9 years	Within 2 to 9 years	MLR-1.50 to -2.95	MLR-1.50 to -2.95	471,341	99,605	-	-
JPK Cold Storage Co., Ltd.	Monthly	Within 1 to 6 years	Within 1 year	4.15	4.15	200,750	216,000	-	-
Gillian Co., Ltd.	Monthly	-	Within 1 year	-	MLR-1	-	1,444	-	-
Global Food Service Network Co., Ltd.	Monthly	Within 5 years	-	MLR-1	-	850	-	-	-
						1,481,579	707,108	601,187	71,205
Less current portion of long-term borrowings from financial institutions						(186,146)	(354,444)	(34,781)	(16,121)
						1,295,433	352,664	566,406	55,084

The Group and the Company must comply with the conditions and requirements including financial covenant ratios as specified in the loan agreements and the conditions of debentures.

As at December 31, 2019, JWD Pacific Land Co., Ltd., a subsidiary of the Company, is unable to comply with the financial covenants specified in the loan agreement. However, the subsidiary received a letter of consent waiver for breaching conditions from the financial institutions. Accordingly, as at December 31, 2019, the Group has classified this outstanding loan balance as long-term loan in the consolidated financial statements.

26.5 Long-term borrowings from a related party as at December 31, consist of the followings:

Company's name	Contact date	Maturity date	Interest rate (% per annum)		Unit : Thousand Baht Consolidated financial statements	
			2019	2018	2019	2018
JPK Cold Storage Co., Ltd.	Sep 4, 2015*	Feb 28, 2021	-	3.75	-	24,000
	Jan 5, 2017**	Feb 28, 2021	-	3.75	-	5,000
	Oct 31, 2019***	May 31, 2027	3.75	-	19,000	-
					<u>19,000</u>	<u>29,000</u>
<u>Less</u> current portion of long-term borrowings from related party					<u>-</u>	<u>(4,840)</u>
					<u>19,000</u>	<u>24,160</u>

*credit facility of Baht 24.00 million with a repayment grace period of 18 months.

**credit facility of Baht 5.00 million with a repayment grace period of 11 months.

***credit facility of Baht 19.00 million with a repayment grace period of 5 years 8 months.

As at December 31, 2018, the Group had unsecured borrowing agreement with Kingfisher Holdings Limited, which is a related company, for credit facility of Baht 29.00 million, which all amount of borrowings has been fully drawn. Subsequently, on October 31, 2019, the Group agreed to amend the condition in such borrowing agreement to extend the maturity date and amended credit facility from Baht 29 million to Baht 19 million (see Note 18).

As at December 31, the periods to maturity period of interest-bearing liabilities, excluding finance lease liabilities, were as follows:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Within one year	1,645,201	851,420	1,373,781	614,121
After one year but within five years	1,596,633	1,258,624	1,080,406	955,084
After five years	231,800	18,200	-	-
	<u>3,473,634</u>	<u>2,128,244</u>	<u>2,454,187</u>	<u>1,569,205</u>

As at December 31, secured interest-bearing liabilities which were secured by the Company, authorized directors of the Group and the Company, and the mortgage assets were as follows:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Investment properties (see Note 20)	700,675	836,454
Property, plant and equipment (see Note 21)	976,805	746,550
Prepaid rental expenses (see Note 22)	30,623	31,620
Investment of TMS (see Note 15)	572,664	-
Investment of JWDAH (see Note 16)	859,610	-
	<u>3,140,377</u>	<u>1,614,624</u>

26.6 Finance lease liabilities as at December 31, were as follows:

			Unit : Thousand Baht		
			Consolidated financial statements		
			2019	2018	
	Future minimum lease payments	Deferred interests	Present value of minimum lease payments	Future minimum lease payments	Present value of minimum lease payments
Within one year	66,457	4,715	61,742	56,922	5,269
After one year but within five years	89,441	3,099	86,342	100,483	5,272
	<u>155,898</u>	<u>7,814</u>	<u>148,084</u>	<u>157,405</u>	<u>10,541</u>
					<u>146,864</u>

			Unit : Thousand Baht		
			Separate financial statements		
			2019	2018	
	Future minimum lease payments	Deferred interests	Present value of minimum lease payments	Future minimum lease payments	Present value of minimum lease payments
Within one year	7,709	595	7,114	5,558	543
After one year but within five years	10,709	424	10,285	8,956	388
	<u>18,418</u>	<u>1,019</u>	<u>17,399</u>	<u>14,514</u>	<u>931</u>
					<u>13,583</u>

27. TRADE PAYABLES

Trade payables as at December 31, were as following:

		Unit : Thousand Baht			
		Consolidated financial statements		Separate financial statements	
Note		2019	2018	2019	2018
Related parties	6	8,695	6,061	24,826	26,702
Other parties		<u>401,462</u>	<u>352,242</u>	<u>40,292</u>	<u>62,481</u>
		<u>410,157</u>	<u>358,303</u>	<u>65,118</u>	<u>89,183</u>

28. OTHER CURRENT PAYABLES

Other current payables as at December 31, were as followings:

	Notes	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
		2019	2018	2019	2018
Related parties	6	9,839	13,301	-	554
Other parties					
Accrued operating expenses		123,055	144,100	23,886	22,377
Deposits and advance received		47,112	38,111	-	-
Payable for purchasing of intangible assets under operating agreement	7.2	13,831	-	13,831	-
Payable for purchasing of investment properties	7.2	5,455	2,622	-	-
Payable for purchasing of property, plant and equipment	7.2	58,881	48,330	1,279	2,087
Payable for purchasing of intangible assets	7.2	444	-	90	-
Others		26,905	17,865	12,577	6,917
		<u>285,522</u>	<u>264,329</u>	<u>51,663</u>	<u>31,935</u>

29. UNEARNED REVENUE AND LONG-TERM ACCRUED RENTAL EXPENSES

Unearned revenue is difference between revenue recognition of rental income under long-term operating lease agreements by using straight-line method and recognition of rental income in actual as specified in agreements. The Group will amortize this unearned revenue as revenue from rental and recognize in the statement of profit and loss and other comprehensive income over time throughout service periods.

Long-term accrued rental expenses is the differences between the recognition of rental expenses under long-term operating lease agreements by using straight-line method and recognition of rental expenses in actual as specified in the agreements. The Group will amortize these long-term deferred rental expenses as expenses when services are provided to the Group.

As at December 31, unearned revenue and long-term accrued rental expenses are as followings:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2019
Unearned revenue	2,931	6,109
Long-term accrued rental expenses	57,966	42,966
	<u>60,897</u>	<u>49,075</u>

30. NON-CURRENT PROVISIONS FOR EMPLOYEE BENEFITS

Non-current provisions for employee benefits as at December 31, were as followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Obligations in statement of financial position:				
Post-employment benefits retirement benefit plan	65,319	36,310	20,243	8,657

Employee benefit expenses recognized in the statements of profit or loss and other comprehensive income for the years were as followings:

	Consolidated financial statements		Unit: Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Past service costs	9,461	-	1,479	-
Current service costs	3,753	3,911	975	880
Interest on obligation	1,052	1,094	260	231
	<u>14,266</u>	<u>5,005</u>	<u>2,714</u>	<u>1,111</u>

Loss on remeasurements of defined benefit plans recognized in the statement of profit or loss and other comprehensive income for the years ended December 31, are arising from:

	Consolidated financial statements		Unit: Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Financial assumptions	3,629	-	692	-
Experience adjustment	6,388	-	2,974	-
Demographic assumptions	6,783	-	5,350	-
	<u>16,800</u>	<u>-</u>	<u>9,016</u>	<u>-</u>

Movements of the present value of the defined benefit obligations for the years ended December 31:

	Consolidated financial statements		Unit: Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Balance as at January 1,	36,310	38,904	8,657	7,685
<u>Increase</u> Current service costs and interest on obligations	14,266	5,005	2,714	1,111
Remeasurements of defined benefit plans	16,800	-	9,016	-
<u>Decrease</u> Benefits paid	(1,618)	(139)	(144)	(139)
Liabilities decreaseing from business disposal	(7,899)	-	-	-
Reversal (transfer to) liabilities included in disposal asset Group classified as held for sales (see Note13)	7,460	(7,460)	-	-
Balance as at December 31,	<u>65,319</u>	<u>36,310</u>	<u>20,243</u>	<u>8,657</u>

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

	Consolidated financial statements		Separate financial statements	
	2019	2018	2019	2018
Discount rate (%)	1.22 - 2.49	3.05	1.22 - 2.49	3.05
Retirement age	60 years	60 years	60 years	60 years
Future salary increases (%)	5.5	5.0 - 7.0	5.5	5.0 - 7.0
Employee turnover rate (%)	0 - 25	0 - 35	0 - 25	0 - 35
Mortality rate (%)	3.0	3.0	3.0	3.0

The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period, while holding all other assumptions constant.

The impact on the employee benefit obligations increased/ (decreased) as at December 31, were as followings:

	Consolidated financial statements		Unit: Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Discount rate - increase by 1%	(5,915)	(2,734)	(5,915)	(2,734)
Discount rate - decrease by 1%	6,879	3,140	6,879	3,140
Future salary - increases by 1 %	6,552	3,712	6,552	3,712
Future salary - decreases by 1 %	5,771	(3,274)	5,771	(3,274)
Employee turnover rate - decrease by 20% of assumption	10,702	7,515	10,702	7,515
Employee turnover rate - increase by 20% of assumption	(7,992)	(5,269)	(7,992)	(5,269)
Improving the mortality rate - decrease by 1%	(249)	(225)	(249)	(225)
Improving the mortality rate - increase by 1%	224	201	224	201

The Labor Protection Act (No. 7) B.E. 2562 has been announced in the Royal Gazette on April 5, 2019 which effective within 30 days after the announcement date in the Royal Gazette. This Labor Protection Act stipulates additional legal severance pay rates for employees who have worked for an uninterrupted period of 20 years or more. Such employees are entitled to receive compensation of not less than 400 days at the employees latest wage rate. This change is considered an amendment to post-employment benefits plan.

31. OTHER NON-CURRENT PROVISION

Movements of other non-current provision for the years ended December 31, were as follows:

	Unit : Thousand Baht Consolidated and Separate financial statements	
	2019	2018
Balance as at January 1,	80,167	75,961
<u>Increase</u> recognize as expenses during the year	4,976	4,206
<u>Decrease</u> paid during the year	(85,143)	-
Balance as at December 31,	<u>-</u>	<u>80,167</u>

In 2013, a client and its insurance company are a co-plaintiff and filed legal action to claim for damages caused by the goods stored at the Company's warehouse and allegedly the fire occurrence in the warehouse damaged that goods whereby the plaintiff claims damages of Baht 117.75 million.

On November 21, 2019, the Supreme Court judged the Company to pay for damages including interest to the plaintiff in the total amount of Baht 85.14 million. The Company has already paid following the verdict on December 12, 2019.

32. SHARE PREMIUM ON ORDINARY SHARES AND RESERVES

- Share premium on ordinary shares

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.

- Legal reserve

Section 116 of the Public Companies Act B.E. 2535 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward (if any) 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.

- Surplus on acquisition of subsidiaries by share swap

Surplus on acquisition of subsidiaries by share swap accounts within equity relates to the difference between the fair value of the Company's ordinary shares on the acquisition date and the amount received for shares issued on the share swap to the shareholders of the acquiree.

- Surplus on business restructuring under common control

Surplus on business restructuring under common control accounts within equity relates to the difference between the net book value of net assets of the subsidiaries on the business restructuring date and the value of the consideration paid by the Company.

- Other components of shareholder's equity
 - Exchange differences on translation of financial statements of foreign subsidiaries present equity comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.
 - Gain (loss) on remeasurement of available-for-sale investments account within equity comprises the cumulative net change in fair value of available-for-sale investments until the investments are derecognized or impaired.

33. OPERATING SEGMENT

The Group has six reportable segments, as described below, which are the Group's strategic divisions. The strategic divisions offer different services, and are managed separately because they are different business operations which require different marketing strategy. For each of strategic division, the Chief Operating Decision Maker (CODM) reviews internal management reports at least a quarterly basis. The following summary describes the operations in each of the Group's reportable segments.

- Segment 1 Integrated logistics, supply chain and warehouse management
- Segment 2 Transportation services
- Segment 3 Domestic and international removal
- Segment 4 Record and information storage
- Segment 5 Foods
- Segment 6 Others

Information regarding the results of each reportable segment is included below. 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.

Reconciliation of reportable segment assets and liabilities

	Unit : Million Baht	
	2019	2018
Assets		
Total assets for reportable segments	13,005	10,645
Eliminations	(5,186)	(4,315)
Consolidated total assets	<u>7,819</u>	<u>6,330</u>
Liabilities		
Total liabilities for reportable segments	5,432	3,901
Eliminations	(883)	(711)
Consolidated total liabilities	<u>4,549</u>	<u>3,190</u>

Geographical segments

Segment 1 and 3 provide an overseas logistics and removed services. Segment 5 is sales of goods in overseas. In presenting the information on the basis of geographical segments, segmented rental income, revenue from rendering of services, and revenue from sale are based on the geographical location of clients.

Geographical information

Revenue from external customers are identified by geographical locations of clients

	Unit: Million Baht	
	2019	2018
Revenue from external customers		
Thailand	3,355	2,620
Taiwan	624	400
The United States of America	146	90
Myanmar	-	11
Laos	-	3
Cambodia	1	1
Other countries	-	83
	<u>4,126</u>	<u>3,208</u>

Non-current assets

	Unit: Million Baht	
	2019	2018
Thailand	3,978	3,553
Taiwan	104	43
	<u>4,082</u>	<u>3,596</u>

Major customers

For the year 2019 and 2018, the Group has no major customer with revenue of 10 percent or more of the Group's revenues.

34. PROVIDENT FUNDS

The defined contribution plans comprise provident funds established by the Group and the Company for its employees. Membership to the funds is on a voluntary basis. Contributions are by the Group and the Company at the rate ranging from 3% to 15% of their basic salaries and by the Group and the Company at the rate ranging from 3% to 6% of the employees' basic salaries. The provident funds are registered with the Ministry of Finance as juristic entities and managed by a licensed Fund Manager.

The Group and the Company's contributions to the provident fund which were recorded as expenses for the years ended December 31, were as followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Provident fund	<u>11,567</u>	<u>9,915</u>	<u>4,695</u>	<u>4,484</u>

35. OPERATING LEASES

Significant operating leases as lessees are as followings:

Contractor	Agreement date	Counterparty	Term	Remuneration to be received (paid)
Assets lease agreements				
JWD Pacific Co., Ltd.	December 26, 2017	AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust	10 years, starting from December 26, 2017 to December 25, 2027	The monthly asset lease fee is specified in the agreement.
	December 21, 2018	AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust	9 years, starting from December 21, 2018 to December 25, 2027	The monthly asset lease fee is specified in the agreement.
Pacific Cold Storage Co., Ltd.	December 26, 2017	AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust	10 years, starting from December 26, 2017 to December 25, 2027	The monthly asset lease fee is specified in the agreement.
Datasafe Co., Ltd.	December 26, 2017	AIM Industrial Growth Freehold and Leasehold Real Estate Investment Trust	10 years, starting from December 26, 2017 to December 25, 2027	The monthly asset lease fee is specified in the agreement.

Contractor	Agreement date	Counterparty	Term	Remuneration to be received (paid)
Land lease agreements				
Benjaporn Land Co., Ltd.	July 1, 2003	Port Authority of Thailand	3 years to 25 years, starting from July 1, 2003 to June 30, 2028	The monthly asset lease fee is specified in the agreement.
	January 25, 2013	Individual	10 years, starting from July 6, 2018 to July 5, 2028	The monthly asset lease fee is specified in the agreement.
	November 27, 2017	Individual	7 years, starting from July 6, 2028 to July 5, 2035	The monthly asset lease fee is specified in the agreement.
Auto Logic Co., Ltd.	October 1, 2008	Port Authority of Thailand	10 years, starting from October 1, 2008 to December 31, 2023	The monthly asset lease fee is specified in the agreement.
	October 10, 2008	Port Authority of Thailand	5 years, starting from October 10, 2008 to September 30, 2023	The monthly asset lease fee is specified in the agreement.

At December 31, the future minimum lease payments under non-cancellable operating lease agreements were as followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Within one year	287,290	210,623	13,800	9,199
After one year but within five years	925,083	687,007	14,862	4,092
After five years	676,168	671,630	-	-
	<u>1,888,541</u>	<u>1,569,260</u>	<u>28,662</u>	<u>13,291</u>

At December 31, the future minimum lease receives under non-cancellable operating lease agreements were as followings:

	Unit : Thousand Baht Consolidated financial statements	
	2019	2018
Within one year	4,130	20,810
After one year but within five years	6,970	10,100
After five years	14,167	15,167
	<u>25,267</u>	<u>46,077</u>

36. EXPENSES BY NATURE

The financial statements include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TFRS as at December 31, were as followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Employee benefit expenses	738,322	685,266	210,391	189,000
Depreciation and amortization	314,043	359,495	56,505	63,982
Transportation expenses	292,371	304,524	150,708	170,030
Utilities and maintenance expenses	214,808	206,573	71,558	73,645
Rental expenses	313,595	284,203	152,480	173,315
Share of profit of the operating agreement and operating of dangerous goods warehouse	159,795	146,596	159,795	146,596
Traveling expenses	28,722	30,593	5,739	6,327
Consumables used	595,929	382,489	21,623	23,527
Insurance premium expenses	27,428	22,183	3,362	3,755
Others	578,979	505,898	105,460	76,243
Total cost of rental and rendering of services, cost of goods sold, selling expenses and administrative expenses	<u>3,263,992</u>	<u>2,927,820</u>	<u>937,621</u>	<u>926,420</u>

37. INCOME TAX EXPENSE

Income tax expense for the years ended December 31, consist of the followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Current tax expense	39,589	46,992	1,390	7,340
Deferred taxes relating to temporary differences	<u>7,166</u>	<u>3,476</u>	<u>13,398</u>	<u>(774)</u>
Income tax expense	<u>46,755</u>	<u>50,468</u>	<u>14,788</u>	<u>6,566</u>

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Income tax relating to the components of other comprehensive income (loss)				
Deferred tax relating to gain (loss) on remeasurement of available-for-sale investments	<u>9,920</u>	<u>358</u>	<u>9,920</u>	<u>(1,683)</u>
Deferred tax relating to actuarial gain (loss)	<u>(3,360)</u>	<u>-</u>	<u>(1,803)</u>	<u>-</u>

Income tax expense for the years ended December 31, can be reconciled to the accounting profit as followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018 "Restated" (see Note 4)	2019	2018
Profit before tax expense	399,154	277,285	305,137	278,040
Income tax calculated at 20%	79,831	55,457	61,027	55,608
Effect of transactions that are not taxable income and expenses	(37,954)	(8,707)	(46,239)	(49,042)
Current year losses for which no deferred tax asset was recognized	439	(97)	-	-
Over provided in prior years	-	(350)	-	-
Intercompany profit not yet recognized	4,439	4,165	-	-
Tax expense per the statement of profit or loss and other comprehensive income	46,755	50,468	14,788	6,566
Effective tax rate	% 11.71	% 18.20	% 4.85	% 2.36

38. PROMOTIONAL PRIVILEGES

By virtue of the provisions of the Industrial Investment Promotion Act of B.E. 2520, the Group has been granted privileges by the Board of Investment relating to cold storage services and services related to software applications used in logistic business. The privileges granted include:

- exemption from payment of income tax for certain operations for a year of eight years from the date on which the income is first derived from such operations;
- loss during the tax exemption, it could be deducted from the net profit after the exemption period not exceeding five years.

As a promoted company, the Group must comply with certain terms and conditions prescribed in the promotional certificates.

Summary of revenue from promoted and non-promoted businesses:

	Consolidated financial statements			Unit : Thousand Baht Separate financial statements		
	2019			2018		
	Promoted business	Non-promoted businesses	Total	Promoted business	Non-promoted businesses	Total
Ravenue from rental and rendering of services	596,179	2,341,839	2,938,018	565,663	2,242,536	2,808,199
Revenue from sales	-	624,322	624,322	-	399,780	399,780
	596,179	2,966,161	3,562,340	565,663	2,642,316	3,207,979

39. DIVIDENDS

On April 26, 2018, the Company's Ordinary General Meeting of Shareholders passed a resolution to approve the appropriation of profit to dividends of Baht 0.25 per share, totalling of Baht 255.00 million. Some portion was paid as the interim dividend according to the resolution of the Board of Director's meeting No. 1/2018, on January 11, 2018, of Baht 0.15 per share, amounting to Baht 153.00 million. The remaining dividend payment was Baht 0.10 per share, amounting to Baht 102.00 million. Such dividend was paid on May 25, 2018.

On April 25, 2019, the Company's Ordinary General Meeting of Shareholders passed a resolution to approve the appropriation of profit to dividends of Baht 0.21 per share, totalling of Baht 214.20 million. Such dividend was paid on May 24, 2019.

The Annual General Shareholders' Meetings of subsidiaries passed a resolution to distribute annual dividends for the year 2019 to ordinary shareholders of subsidiaries as followings:

Company's name	General shareholders' meeting date	Dividend per share (Baht)	Dividend paid to		Unit : Thousand Baht
			Owners of parent	Non-controlling interests	Total amount
Chi Shan Long Feng Food Co.,Ltd	Feb 15, 2019	6.00	-	38,168	38,168
Dynamic IT Solutions Co., Ltd.	Apr 24, 2019	125.00	8,875	-	8,875
DataSafe Co.,Ltd	Apr 24, 2019	4.00	3,000	-	3,000
Auto Logic Co., Ltd.	Apr 25, 2019	120.00	60,000	-	60,000
Pacific Cold Storage Co., Ltd.	May 23, 2019	32.28	143,000	-	143,000
Japac Holdings Co., Ltd.	May 24, 2019	19.25	80,000	-	80,000
Auto Logic Co., Ltd.	Dec 11, 2019	120.00	60,000	-	60,000
			<u>354,875</u>	<u>38,168</u>	<u>393,043</u>

The Annual General Shareholders' Meetings of a subsidiary passed a resolution to distribute annual dividends for the year 2018 to ordinary shareholders of subsidiaries as followings:

Company's name	General shareholders' meeting date	Dividend per share (Baht)	Dividend paid to		Unit : Thousand Baht
			Owners of parent	Non-controlling interests	Total amount
Dynamic IT Solutions Co., Ltd.	Apr 25, 2018	120.00	8,520	-	8,520
Auto Logic Co., Ltd.	Apr 26, 2018	120.00	60,000	-	60,000
Japac Holdings Co., Ltd.	Nov 12, 2018	24.06	100,000	-	100,000
Auto Logic Co., Ltd.	Dec 11, 2018	120.00	60,000	-	60,000
			<u>228,520</u>	<u>-</u>	<u>228,520</u>

40. FINANCIAL INSTRUMENTS

Financial risk management policies

The Group and the Company are 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 and the Company do not hold or issue derivative financial instruments for speculative or trading purposes. Risk management is integral to the whole business of the Group and the Company. The Group and the Company have a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved.

Capital management

The Board of Directors' policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital, which the Group and the Company define as result from operating activities divided by total shareholders' equity, excluding non-controlling interests and also monitor the level of dividends to ordinary shareholders.

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's and the Company's operations and their cash flows. The Group and the Company are primarily exposed to interest rate risk from its loans. If the market interest rate is fluctuate, the Group and the Company will mitigates this risk by ensuring that the majority of its loans are at fixed interest rates.

Foreign currency risk

The Group and the Company are exposed to foreign currency risk relating to receiving of services and providing of services, loans to and loans from in foreign currencies. However, the Group and the Company did not utilise any financial instruments to remote foreign currency risk since such financial assets and liabilities denominated in the foreign currencies in the statement of financial position are insignificant.

As at December 31, the Group and the Company were exposed to foreign currency risk in respect of financial assets and liabilities denominated in the following currencies:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
United States Dollars				
Cash and cash equivalents	19,186	48,504	2,324	3,016
Trade receivable	7,790	34,564	4,486	2,707
Loans to related parties	51,408	106,329	51,408	106,329
Interest-bearing liabilities	(601,186)	(71,205)	(601,186)	(71,205)
Trade payable	(1,971)	(16,669)	-	-
Other current payables	(30,289)	(4,269)	-	-
	<u>(555,062)</u>	<u>97,254</u>	<u>(542,968)</u>	<u>40,847</u>

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Other currencies				
Cash and cash equivalents	53,711	44,288	3,141	-
Trade receivable	-	155,621	-	-
Loans to related parties	87,216	-	87,216	-
Interest-bearing liabilities	(68,129)	-	-	-
Trade payable	(124,443)	(111,985)	-	-
Other current payable	(34,278)	(32,675)	-	-
	<u>(85,923)</u>	<u>55,249</u>	<u>90,357</u>	<u>-</u>

Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group and the Company as and when they fall due.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. However, due to the large number of parties comprising the Group's and the Company's customer base, Management does not anticipate material losses from its debt collection.

Liquidity risk

The Group and the Company monitor their liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's and the Company's operations and to mitigate the effects of fluctuations in cash flows.

Carrying amount and fair value

The following table shows the carrying amount and fair values of financial assets and liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Unit : Thousand Baht					
Consolidated financial statements					
	Carrying amount	Fair value			
		Level 1	Level 2	Level 3	Total
As at December 31, 2019					
Financial assets measured at fair value					
Unit trust held for trading	960	960	-	-	960
Equity securities available-for-sale	207,700	207,700	-	-	207,700
Debt securities available-for-sale	35,358	35,358	-	-	35,358
Financial assets and liabilities not measured at fair value					
Long-term loans to related parties	170,304	-	186,057	-	186,057
Long-term loans to other parties	23,000	-	25,473	-	25,473
Debentures	900,000	-	913,512	-	913,512
Long-term borrowings from financial institutions	1,481,579	-	1,493,626	-	1,493,626
Long-term borrowings from related parties	19,000	-	19,195	-	19,195
Finance lease liabilities	148,084	-	149,504	-	149,504
As at December 31, 2018					
Financial assets measured at fair value					
Unit trust held for trading	16,013	16,013	-	-	16,013
Equity securities available-for-sale	158,100	158,100	-	-	158,100
Financial assets and liabilities not measured at fair value					
Long-term loans to related parties	106,329	-	111,475	-	111,475
Debentures	1,200,000	-	1,213,604	-	1,213,604
Long-term borrowings from financial institutions	707,108	-	725,403	-	725,403
Long-term borrowings from related parties	29,000	-	29,593	-	29,593
Finance lease liabilities	146,863	-	146,446	-	146,446

Unit : Thousand Baht					
Separate financial statements					
	Carrying amount	Fair value			
		Level 1	Level 2	Level 3	Total
As at December 31, 2019					
Financial assets measured at fair value					
Unit trust held for trading	960	960	-	-	960
Equity securities available-for-sale	207,700	207,700	-	-	207,700
Financial assets and liabilities not measured at fair value					
Long-term loans to related parties	196,326	-	202,264	-	202,264
Debentures	900,000	-	913,512	-	913,512
Long-term borrowings from financial institution	601,187	-	600,904	-	600,904
Finance lease liabilities	17,398	-	17,087	-	17,087
As at December 31, 2018					
Financial assets measured at fair value					
Unit trust held for trading	5,966	5,966	-	-	5,966
Equity securities available-for-sale	158,100	158,100	-	-	158,100
Financial assets and liabilities not measured at fair value					
Long-term loans to related parties	164,329	-	164,329	-	164,329
Debentures	1,200,000	-	1,213,604	-	1,213,604
Long-term borrowings from financial institution	71,205	-	75,623	-	75,623
Finance lease liabilities	13,583	-	11,720	-	11,720

Financial instruments not measured at fair value

Type	Valuation technique
Long-term loans to related parties	Discounted cash flows
Long-term loans to other parties	Discounted cash flows
Debentures	Based on broker quotes
Long-term borrowings from financial institutions	Discounted cash flows
Long-term borrowings from related parties	Discounted cash flows
Finance lease liabilities	Discounted cash flows

41. SIGNIFICANT AGREEMENTS

- The Company entered into an agreement to invest in the construction, management and operation of dangerous goods warehouse (“Operating agreement”) with the Port Authority of Thailand (“PAT”), for a period of 30 years, from October 1, 2003 to September 30, 2033. At the end of the agreement, the Company can request for a 5-year extension for two times on terms and conditions to be agreed by the counterparties. However, the Company must apply for renewal in writing at least two years advance notice prior to the contract ends.

Under terms and conditions of the Operating agreement, the Company is required to pay monthly remuneration to PAT at the rate specified in the agreement with respect to revenue associated with the handling of goods and dangerous cargo container and storage of goods and dangerous cargo container. Service rates are depending on the type of goods and cargo container determined by PAT and provided by the Company as service provider to the clients. In addition, if the quantity of goods or volume of dangerous container handled by the Company in each year of operation is lower or exceed a stipulated minimum throughput, the Company is required to pay extra additional remuneration at the rate as stipulated in the agreement.

At the end of the agreement, all non-movable assets use in operation of dangerous goods warehouse of the Company’s right will be transferred to PAT, immediately. For movable-assets, PAT had option to purchase a whole or partial of such equipment by a net book values (see Note 19).

- On October 22, 2019, the Company and JWD Transport (Thailand) Co., Ltd. (“JTS”) which is a direct subsidiary, entered together into a service agreement at Barge Terminal in Chonburi province with PAT, to provide lift on and lift off container service for the period from October 22, 2019 to September 30, 2023. Under terms and conditions of such agreement, the Company and JTS will receive monthly remuneration from PAT at the rate as specified in the agreement. In addition, the Company and JTS were requested to pledge bank guarantee of Baht 8.05 million to the PAT.

42. COMMITMENTS WITH NON-RELATED PARTIES

Commitments with non-related-parties as at December 31, were as the followings:

	Consolidated financial statements		Unit : Thousand Baht Separate financial statements	
	2019	2018	2019	2018
Capital commitments				
Contracted but not provided for:				
Land	41,600	-	-	-
Buildings and other constructions	172,294	52,969	4,208	490
Machinery and equipment	11,569	171,235	27	6,160
Intangible assets	2,562	-	-	-
Vehicle	-	5,646	-	-
	<u>228,025</u>	<u>229,850</u>	<u>4,235</u>	<u>6,650</u>
Other commitments				
Letters of guarantee	274,881	208,302	159,934	117,488
Others	8,000	999	8,000	-
	<u>282,881</u>	<u>209,301</u>	<u>167,934</u>	<u>117,488</u>

As at December 31, 2018 and 2017, letters of guarantee which issued by banks of the Group and the Company were pledged by saving accounts, properties and its buildings, investment properties as collateral, and guaranteed by the Company (see Note 14, 20 and 21).

43. RECLASSIFICATIONS

Certain reclassifications have been made to the consolidated financial statements for the year ended December 31, 2018 to conform to the classifications used in the consolidated financial statements for the year ended December 31, 2019, such reclassifications have no effect to previously reported net profit, total comprehensive income, and shareholders' equity. The reclassifications are as followings:

Accounts	Consolidated financial statements amount	Previously classified as	Unit: Thousand Baht Reclassified to
Revenue from sales	399,780	Revenue from rental and rendering of services	Revenue from sales
Cost of goods sold	358,148	Cost of rental and rendering of services	Cost of goods sold

44. EVENTS AFTER THE REPORTING PERIOD

- On January 13, 2020, the Company , invested in new ordinary shares of JWD Store It Co., Ltd. ("JWDST") of Baht 13.35 million. The Company still has ownership interest at 89% of JWDST's total shares.
- On January 23, 2020, the Extraordinary General Meeting of JWD Energy and Resources Co., Ltd. ("JWDEN"), which is an indirect subsidiary, passed a resolution to dissolve company. Later, on January 31, 2020, JWDEN registered to dissolve company with the Department of Business Development.
- On January 24, 2020, the Company and JWD Transport (Thailand) Co., Ltd. ("JTS") which is a direct subsidiary, entered together into a service agreement at Barge Terminal in Chonburi province with the Port Authority of Thailand ("PAT"), to provide handling container service for the period from January 15, 2020 to September 30, 2023. Under terms and conditions of such agreement, the Company and JTS will receive monthly remuneration from PAT at the rate as specified in the agreement. In addition, the Company and JTS were requested to pledge bank guarantee of Baht 18.91 million to the PAT.
- On February 28, 2020, the Company's Board of Directors' meeting approved annual dividend payment for the operating result of 2019 at Baht 0.25 per share, totalling Baht 255.00 million. However, the approval for the dividend shall be proposed to the Annual General Meeting of shareholders of the Company for the year 2020 for further consideration and approval.

45. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved for issuance by the Board of Directors of the Company on February 28, 2020.

Person for Reference

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Auditor	: Dr. Kiatniyom Kuntisook 4800 Deloitte Touche Tohmatsu Jaiyos Audit Company Limited AIA Sathorn Tower, 23rd - 27th Floor., 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Thailand Tel. +66 2034 0000

Investor Information

Company Name	: JWD InfoLogistics Public Company Limited
Stock Code	: JWD (listed in the Stock Exchange of Thailand)
Company Registration No.	: 0107557000306
Industry	: Service
Sector	: Transportation & Logistics
Authorized Capital	: 510,000,000 baht (1,020,000,000 common stock, par valued at 0.5 baht)
Paid-up Capital	: 509,999,971.50 baht (1,019,999,943 common stock, par valued at 0.5 baht)
Location	<ul style="list-style-type: none"> ▼ Headquarters 36 Krungthep Kreetha Rd., Huamark, Bangkok, Bangkok 10240 Thailand Tel. +66 2710 4000 Fax: +66 2710 4024 ▼ Samwa Warehouse 222 Moo 17, Samwa Rd., Minburi, Bangkok 10510 Tel. +66 2918 6546 Fax: +66 2918 6093 ▼ Laem Chabang Complex 122 Moo 2, Tambon Tungsukla, Amphoe Sriracha, Chonburi 20230 Tel. +66 3367 4200 Fax: +66 3849 2493 ▼ Dangerous Goods Warehouse at Laem Chabang Port Tambon Tungsukla, Amphoe Sriracha, Chonburi 20230 Tel. +66 3840 4700 Fax: +66 3840 4782
Website	: http://www.jwd-group.com
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Investors can find additional information about JWD InfoLogistics Public Company Limited from the Company's Annual Report (Form 56-1) shown in www.sec.or.th or www.jwd-group.com



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