



Annual Registration Statement / Annual Report

Form 56-1 One Report

(e-One Report)

SE-EDUCATION PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2024



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Part 1 Business Operations and Performance

1. Organizational structure and operation of the group of companies

1.1 Policy and business overview

1.1.1 Overview of the vision, objectives, goals and business strategies

Message from the chairman

Dear Shareholders,

In the past year, 2024, even though the Thai economy has shown signs of recovery with a growth rate of 2.5%, and many industries have begun to rebound, expand, and achieve greater profitability, the performance of SE-ED has unfortunately declined. I will not ascribe this downturn to domestic and global economic conditions, consumer purchasing power, exchange rate volatility, or the intensified price competition on online platforms. Instead, I take responsibility, as the Chairman of the Board, along with the board members and the management team, for not being adept, swift, or diligent enough to restore SE-ED to its former strength.

Our previous efforts to adapt have been insufficiently innovative, beholden to outdated concepts, and unable to unify the organization truly. Moreover, we have not succeeded in forming genuine, effective partnerships with our business allies, leading to another year of losses for SE-ED.

If we persist with the same approach this year, next year's results will likely follow the same pattern, oscillating between modest gains and minor losses—a cycle we have been trapped in for a decade.

The future holds even more risks for us than in previous years, both within and outside the organization. These ongoing risks will not diminish, and new risks will emerge from geopolitics, AI, quantum computing, and climate change, significantly impacting the survival of all businesses.

Therefore, we must think faster, innovate more, collaborate more effectively, and take bold actions more swiftly to mitigate these risks, ensuring our survival and sustainable growth.

The board has engaged in more frequent and serious discussions on increasing SE-ED's revenue through new business ventures grounded in fresh concepts, building on our existing strengths. We plan to bring in new management to carry forward the board's vision and support the current team, with the expectation that these new initiatives will commence in 2025.

I am determined to see significant transformational changes in SE-ED achieve fruition this year.

In closing, I extend my heartfelt thanks to our shareholders, board members, management teams, employees, and all stakeholders for their unwavering support and understanding of the company's situation. Your encouragement and commitment fuel our resolve to drive SE-ED towards sustainable growth and strength in the future.

(Mr. Kasemsant Weerakun)

Chairman of the Board of Directors

Vision

Vision : SE-ED shall be a leader in providing easy and convenient access to knowledge to Thai people.

Objectives

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Goals

Mission : SE-ED seeks to do business in the areas that promote education for knowledge that is necessary to the development of the nation. It operates the business that will make 'Thais smarter' by developing the sustainable business with a continuous earning growth at the above the industry's average, being a role-model company that can create work result deems beneficial and

accepted by society at large with the happy staff, and able to deliver and maintain an attractive long-term investment returns at the satisfactory level.

Business strategies

1. The Company aimed to open the branches in each province to cover the country and be the bookstore with the most branches to offer new experience and inspiration to Thai people. This went along with the branch innovation plan. To differentiate its bookstores, the new branches would use a modern yet localized design. The digital technology would be employed to improve the products and operation in the branches in order to be the leading knowledge provider. In the other words, this was a combination of an offline channel (branches) and an online channel and an improvement of the managing system in order to cutback the cost for a better management.

2. Forwarding knowledge and entertaining content from around the world to inspire Thai people.

3. The Company developed its e-commerce to be more effective and innovative since the website had been visited most and had the most various books available in the country. In order to be a life-long learning center, the Company had increased sales opportunities via social media and online marketplaces such as Facebook pages, Lazada, Shooppee, meb, Ookbee, Bundanjai and reached more specified readers, providing direct rewarding benefits to both publishers and readers.

4. The Company developed and customized products for a self-initiate study in the formats of book, e-book, audiobook and videobook, e-library, e-testing, online VDO, streaming platform, online course with e-book (for educational institutes or any organizations) to suit the new generation's way of life which rapidly changes and to be inspiration to others.

5. The Company used an integrated marketing communication model by developing suitable tools and channels to promote products and cultivating a reading culture, reinventing itself with several models towards relentless promotional activities. That is to say the Company is stressing the importance of marketing activities as a value creation for business. With this, the Company also directs all of its efforts to the target customers, and in addition, directly respond to the customers' need, which allows success for most of the newly-launched products;

6. The Company promoted customer's relationship and business alliances that work closely together. The Company is committed to treating customers as promised within the regulations and etiquette of business operation for benefits for business and society. The Company also sought to work on the basis of mutual business success, for the Company opens to the exchange of views in doing business to seek ways in resolving conflicts and difficulties that might occur. For the better cooperation, the information learned can be used to improve the product development and management process to meet the unwavering standard and this should benefit all parties involved.

7. The Company realized the importance of learning within the organization and developing the employees' new soft and hard skills for an excellent services and the promotion of Company's image, by concentrating on staff and team's consistent development, and also create professional working attitude to the staffs to really take care of each customer in more detail aspects, leading to the better customer's satisfaction.

1.1.2 Material changes and developments

Details regarding material changes and developments

Year	Material changes and developments
2024	<p>Significant changes and Developments in 2024</p> <ul style="list-style-type: none">• The Company collaborated with King Mongkut's Institute of Technology Ladkrabang, organized the EduSynch CEFR Level Test as part of the English language proficiency development project to promote learning "Anywhere Anytime" for 6,000 English language teachers under the Office of the Basic Education Commission nationwide. The test took place from December 2024 through February 2025, in partnership with 185 Human Capital Excellence Centers (HCEC) across the country.• The Company organized an English Camp activity for educational institutions to enhance students' 4

Year	Material changes and developments
2024	<p>language skills: listening, speaking, reading, and writing. Children also learned to expand their vocabulary knowledge, learned about cultures, and developed communication skills by interacting directly with native speakers, through a variety of modern learning processes, including games, activities, and learning stations.</p> <ul style="list-style-type: none"> • The Company was responsible for supplying and distributing the Mathematics and Science textbook for Grade 1 to Grade 9, to 13 schools under the Saint Gabriel's Foundation of Thailand for a period of 3 years. Additionally, the Company organized the Professional Development training to enhance teachers' capabilities and improve English language knowledge and proficiency for English, Mathematics, and Science's teachers. • The Company also collaborated with various educational institutions to organize the robot competition, IYRC THAILAND 2024, inviting youth from primary school to higher education to participate in the competition. The Company selected representatives from Thailand to compete in the International Youth Robot Competition (IYRC) 2024, held in Daejeon, South Korea. Thailand's representatives won 20 international awards, including 1 Grand Prize, 3 Gold Prizes, 6 Silver Prizes, 2 Bronze Prizes, and 8 Excellent Awards, from 43 students. This achievement was a great pride for the country, schools, and parents. • The Company set up the Academic Seminar titled "Power of AI and Digital Transformation for Educators: Improving education with AI and Digital Innovations", aimed at elevating the standards of Thai education in various subjects to align with upcoming changes in the short run. The seminar was held five times, which was four regional events in Nakhon Pathom, Ubon Ratchathani, Songkhla, and Lampang, and one online seminar, with over 3,000 education professional's participants. • The Company developed the new online sales platform to replace the original se-ed.com website, to support both tangible and digital product's sales, such as e-books, video, and other services related to the Company's core business. This system was also designed to provide comprehensive services for the Company's business partners to create the online competitiveness's greater opportunities for the overall industry. • Books published by SE-ED Publishers and its imprints continued to receive support from readers, which was similar to 2023. SE-ED Publishers performed well in the category of textbook and exam preparation book for university entrance, such as TGAT2 & TGAT3 by A. Klui, which remained highly popular among high school students in 2024. The sales reached nearly 70,000 copies, higher than 2023, with a cumulative sales total of nearly 150,000 copies in two years. • SE-ED Publishing's finance and investment genre introduced the standout new titles by renowned authors and translators, The Fiat Standard, You Are the Money Coach, The Trader, The financial ask The lawyer answer, How to make your business success without failing. These books had a Marketing promotion activities that received excellent feedback from customers and ranked the bestsellers. Meanwhile, an all-time best-selling books such as Rich Dad's Series, The Richest Man in Babylon, and MONEY 101, still maintained the readers in this category. • There was also a new titles in self-development genre with excellent content and heart-healing theme, such as Kintsugi: Finding Strength in Imperfection, Omoiyari : The Japanese Art of Compassion, and Seize Today: How Asking the Right Questions Will Change Your Life. However, an all-time bestselling books were still popular, including Atomic Habits, The Magic of Thinking Big, 30 Days - Change Your Habits Change your Life, and Li Hito wo Yameru Nou no Shuukan (Stop Being Good). In 2024, Atomic Habits book's sales was slightly decreased, but SE-ED Publishers had promoted the book across all sales channels to boost its performance. The cumulative sales of this title from 2021 to 2024 had surpassed 200,000 copies. Additionally, SE-ED Publishing recently licensed the manga version of Atomic Habits, which will be

Year	Material changes and developments
2024	<p>published in Thailand next year, and it is expected to increase the sales of the Thai edition in the near future.</p> <ul style="list-style-type: none"> • Additionally, SE-ED Publishers had the opportunity to collaborate with both private and public sector to publish knowledge and entertain book, including Barbgon and the Quest for the Sacred Flame, the first business storybook in Thai publishing industry. This book was created in partnership with BBQ Plaza and sold at SE-ED bookstores and other bookstores nationwide. The Company also collaborated with the Zoological Park Organization of Thailand to produce children's books about animal's knowledge, which will be part of the "10-Minute Fun Reading series". Furthermore, the Company had expanded children's book collection by introducing new internationally cartoon characters, which beloved by children at all time, to attract more readers. In addition to Disney and Sesame Street characters, the new series was "Peanut and the Gang", featuring "Snoopy" as the main character to attract readers and also theirs fans. This series has been popular among children and parents and has continued to be published as a steady-seller.

1.1.3 Spending of the raised fund to serve the objectives declared in the registration statement for securities offering

Is there an issuance of equity securities or debt securities? : No

1.1.4 The obligations to which the company has committed in the registration statement, including the compliance with such obligations or conditions in the following years

Are there any issued securities with obligations or conditions? : No

1.1.5 Company information

Company name : SE-EDUCATION PUBLIC COMPANY LIMITED

Symbol : SE-ED

Address : 1858/87-90 Debaratna Road, Bangna Tai, Bangna

Province : Bangkok

Postcode : 10260

Business : The Core businesses are 5 types; 1. Bookstore Business: Operate SE-ED Book Center and network stores, 2. Distribution Business: Distribute both books published by SE-ED and other publishers to bookstores all over the country and to other sales channels, 3. Publishing Business: publishes knowledge and educational content in various categories and audio books in the CD format, especially in a self-development category. Printing by demand is also offered, 4. Plearnpattana School, a private school, 5. BaesLab Co., Ltd. (subsidiary) operates in consulting, provision and distribution of software and hardware business. (Complete liquidation on September 21,2023).

Registration number : 0107536000285

Telephone : 0-2826-8000

Facsimile number : 0-2826-8999

Website : www.se-ed.com

Email : ir@se-ed.com

Total shares sold

Common stock : 391,944,418

Preferred stock : 0

Diagram of organization's logo



1.2 Nature of business

1.2.1 Revenue structure

Revenue structure by product line or business group

	2022	2023	2024
Total revenue from operations (thousand baht)	2,056,705.00	2,170,952.00	2,012,663.00
Revenues from sales (thousand baht)	1,729,504.00	1,818,739.00	1,681,073.00
Tuition fees income (thousand baht)	257,443.00	277,660.00	290,381.00
Interest income and dividend income (thousand baht)	477.00	437.00	401.00
Other income (thousand baht)	69,280.00	51,617.00	40,808.00
Gain from fair value measurement of investment property (thousand baht)	0.00	0.00	0.00
Others (thousand baht)	0.00	0.00	0.00
Total revenue from operations (%)	100.00%	100.00%	100.00%
Revenues from sales (%)	84.09%	83.78%	83.52%
Tuition fees income (%)	12.52%	12.79%	14.43%
Interest income and dividend income (%)	0.02%	0.02%	0.02%
Other income (%)	3.37%	2.38%	2.03%
Gain from fair value measurement of investment property (%)	0.00%	0.00%	0.00%
Others (%)	0.00%	0.00%	0.00%

By geographical area or market

	2022	2023	2024
Total revenue (thousand baht)	2,056,705.00	2,170,952.00	2,012,663.00
Domestic (thousand baht)	2,056,705.00	2,170,952.00	2,012,663.00
International (thousand baht)	0.00	0.00	0.00
Total revenue (%)	100.00%	100.00%	100.00%
Domestic (%)	100.00%	100.00%	100.00%
International (%)	0.00%	0.00%	0.00%

Other income as specified in the financial statements

	2022	2023	2024
Total other income (thousand baht)	69,757.00	74,553.00	41,209.00
Other income from operations (thousand baht)	16,517.00	15,048.00	16,024.00

	2022	2023	2024
Other income not from operations (thousand baht)	53,240.00	59,505.00	25,185.00

Share of profit of joint ventures and associates accounted for using equity method

	2022	2023	2024
Share of profit (thousand baht)	57.00	82.00	7.00

1.2.2 Information on products and services

1.2.2.1 Product/service information and business innovation development

Books

1. Books: Currently, SE-ED is one of the largest book publishers in Thailand, publishing books for bookstores nationwide. The Company pioneered in publishing knowledge books in several fields; such as administration/management, self-development, psychology, engineering in various fields, youth development books, language and dictionary, parenting, food and health, maps, e-book, audiobook and videobook which help to promote the development in many aspects.

Distribution

2. Distribution: The Company distributes books published by SE-ED and other publishers including the companies whose publishing is in the Company's direction, by distributing books to small and large scale stores nationwide roughly. And, the Company also sells directly to the educational institutions. The Company has been appointed as Thailand's sole distributor of Oxford University Press (OUP) for books and related media for English language teaching and learning from January 1, 2007 onward. Under this agreed cooperation between SE-ED and OUP, the business activities of production and distribution associated with English language learning will be increased through the company's distributing channel which promptly allows SE-ED to share some responsibility of resolving the country's problem with regards to English language learning in Thailand in the much greater extent. Presently, the Company is the largest book distributor to the chain bookstores. Books which were self-published by the Company while also help distributing other several publishers and organizations.

Bookstore Business (SE-ED Book Center)

3. Bookstore Business (SE-ED Book Center): SE-ED operates SE-ED Book Center and network stores and "University bookstores" all located both in Bangkok and other provinces, including managing space in the selling areas in different models.

SE-ED Book Centers designed with modern designs and good layout plans, efficiently selling and emphasizing being located in convenient locations for people to come to buy books. The main locations are located in leading supercenters (such as Tesco Lotus, Big C, etc.) leading shopping malls (such as Central, The Mall, Robinson, Future Park, Seacon Square, provincial leading shopping centers, etc.) and education institutes in different models both in Bangkok and other provinces.

By the end of 2024, SE-ED has already opened 200 branches in operation, with 60 branches in Bangkok and nearby provinces, and 140 branches in other provinces. Today, SE-ED Book Center is the complete chain of bookstores with the highest sales in Thailand.

SE-ED Kiddy Camp

4. SE-ED Kiddy Camp: The Company had designed the learning model to enhance problem-solving skills for young generation and students through various activities as follows:

- SE-ED iKids' Young Thinker & Inventor Program is the new way to encourage kids to learn how to invent and create robots by themselves through multimedia and books. Moreover, this program provides kids with knowledge of Science, Technology, Engineering, and Mathematics or STEM. In the program, kids will be stimulated to systematically act out, think, analyze, and solve the problems. In addition, with this knowledge integration, this program will help kids easily apply their knowledge to their everyday lives and easily connect them to technology nowadays.
- SE-ED Kiddy Camp for 8-14 years-old kids is organized on school vacation and has many options for kids; they can choose to go camping or go day camping. The goal of the camp is to encourage kids to learn with fun, to strengthen them with knowledge, and to encourage them to be brave to learn new things. Moreover kids will be able to learn science, electronic invention, teamwork, leadership, self-study independence, basic knowledge for living, morals, and especially friendship. Kids will enjoy many activities, for example, the Young Explorer, a rally, exercises.

Plearpattana School

5. Plearpattana School: SE-ED's proportion in the joint investment on Plearpattana School accounts for 48.97% SE-ED has cooperated on administration for providing resources and knowledge in order to establish Plearpattana School as an alternative school. Plearpattana School is expected

to develop Thai youth's potential, through its flexible curriculum, to be the mainspring of the nation in the future. Plearnpattana School takes children from pre-nursing through Matayom 6.

Research and development policy in various areas, and details regarding innovation development in processes, products and/or services, or business models.

Research and development (R&D) policy : No

R&D expenses in the past 3 years

	2022	2023	2024
Research and development (R&D) expenses over the past 3 years (Million Baht)	0.00	0.00	0.00

Additional explanation about R&D expenses in the past 3 years

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1.2.2.2 Marketing policies of the major products or services during the preceding year

Marketing

The Company distributes books and magazines through the SE-ED Book Center network, other bookstores, and educational institutions in Bangkok and other provinces. The Company also develops its e-commerce systems to be up-to-date. The Company promotes sales through various social media channels and online marketplaces to increase sales channels and to keep up with changing consumption trends.

To catch up with the lifestyle of the new generation that had changed dramatically, the Company had developed products in the form of physical book, e-book, audiobook, videobook, e-library, e-testing, VDO Online, Streaming Platform, online courses with e-books for educational institutions or organizations to support the growth of the online market in the future.

The company had a business expansion plan to offer products and services to business customers and corporate customers.

Key Success Factors : The factors that contribute to the Company's current leading position and the Company's more important role in the future book business can be summarized as follows:

- Business policy is evidently conducive to national development: Since the beginning the Company has all along adhered to its business in knowledge dissemination, with a view to developing the full potential of Thai people in areas essential to the national development. The Company's continued growth is in line with the national development, and fortunately, not severely affected by the economic slump. Besides, its corporate image is clear, well received, and trusted by every party concerned.

- Tools and business components for future business operation: Nowadays, the Company's different business divisions support one another efficiently and render more opportunities for success.

1. The Company has its own largest distribution channel and network store, SE-ED Book Center. The stores spread into major communities all over the country and the Company is always the first to receive offers to select new locations for new branches. As a result, the distribution business had more chances to grow while the bookstore business's cost was lower. Moreover, it allows more possibilities of success for book publishing, as there are direct distribution channels that allowed the customers to receive the products faster and more conveniently.

2. The Company also has its own media and PR tools, including www.se-ed.com, m.se-ed.com for smartphone or tablet for being channel and support marketing activities.

Company Pricing Policy: Pricing policy is set to meet the purchasing power of each target group, and the production costs, while maintaining reasonable profits in a long run.

Sales and Distribution Channels: The Company distributes books and magazines through networks of SE-ED Book Center, and other bookshops in Bangkok and other provinces by managing the distribution channels according to customers, products and services as follows :

1. **Books Retail Customers** The customers are general readers and working people. The Company distributes books through the network of SE-ED Book Center which the centers of books and entertainment for family and working people, located in shopping centers and supercenter in Bangkok and other provinces and also in the higher educational institutes.

2. **Books Wholesale Customers** This group of customers is accounted for around 762 different stores. For Books stores in Bangkok and around its vicinity using its own transportation for distribution, the Company utilizes the ‘Standing Order’ distribution system, a combination of consignment and non-returnable sales system. For most of booksellers in other provinces the Company uses private transportation company for distribution, a non-returnable sales system has been applied with a limit of returnable quantities.

The industry competition during the preceding year

Competition: The Company as the market leader and receiving great acceptance by general readers and being ready to expand new branches, the Company can keep a big step ahead by taking advantage of first priority to choose new location and has the lower operating investment. In the future the books business is expected to grow out of a few large firms who are well prepared to face the competition. Moreover, as the Company’s business model covers publishing, distributing and bookstores, the company always benefits from the new comers in the book business, as the result the effect of competitors is slightly.

Market Share: Although the Company is the market leader in 3 important businesses: the leading retailer in bookstores chain and book distributor (or wholesaler), and books publishers. But as a book business has limitation in terms of completeness of database which makes the market share estimation in each segment contains some errors. For retail bookstore business, the Company believes the network of SE-ED Book Center is the one of the major players who posses quite a large proportion of the market share. For the business of distributing book to booksellers, the Company becomes the largest distributor in the market, but the proportion is still not high, due to the fact that market share in book business is less concentrated. For publishing business, the Company always ranks between numbers 1 to 3 in the book market, depending upon which publishing, in each year, produces the best selling tittles more or less, but in general the market share is not that significant because it is less concentrated than usual.

Substitution products Advances in the fields of technology, industry, and business required us to always learn new things in order to gain advantages in competition. Though communication technology and computer keep running, books are still the only medium that can be read any time and any place. It is durable and costs less money. However the Company also focuses at reading habits on smartphones and tablet devices. Its application on various platforms has been developed to be one of the choices for consumers to access knowledge regardless of formats.

Bargaining power of buyers and sellers As the books business has a standard trading condition structure with several traders in which nobody can evidently dominate the market and the needs to be interdependent of each other, there are not many problems in bargaining. However, due to the fact that new large retailers in other businesses expand into the books business and may cause bargaining with publishers and distributors according to the general retail business nature but is still not much effect of the over all business as their market share is still not significantly large enough at present.

1.2.2.3 Procurement of products or services

Procurements of Products or Services

Products from other publishers in general, consists of 2 parts.

1. **Books for distribution:** At present the books that are distributed to all bookstores through out the country come from the Company’s own publishing house and other who decide to grant the Company as their distributors to distribute their book nationwide. The Company will consider only the products which are in accordance with the Company’s marketing direction and have an opportunity to sell.

2. Books and other goods SE-ED Book Center sells directly: SE-ED Book Center receives goods from 2 main channels: the Company's distribution business unit and the other channel SE-ED Book Center in charge of consideration and selection of products for sales in the Company bookstores.

Relation with suppliers and the effect of losing them: For value of products bought for reselling from each distributor will not be more than 30% of total selling cost, whereby the proportion of product value purchased from the 10 first largest trading partners against the cost of goods sold for the past 3 years is illustrated as follows:

- **Value of reselling products from the first 10 last trading partners** year 2024 value 799.79 Million Baht 81.70%, year 2023 value 733.12 Million Baht 72.28%, and year 2022 value 692.88 Million Baht 69.52%.
- **Total cost of goods sold** year 2024 value 978.88 Million Baht 100%, year 2023 value 948.65 Million Baht 100%, and year 2022 value 966.61 Million Baht 100%.

In 2024, there is no specific revenue from sales considered to have severe effect on the Company. In addition, the Company is not involved, in any way, with the particular seller and has no obligation to place any order in the future.

Partnership Code: The Company intensely focused in selecting its business alliances and would like ensure that selecting process and business partners were treated equally and fairly. The Company always realized the importance of working with credible, ethical, professional, being social and environmental awareneses, and free from breaching any labor and environment laws partners. These requirements were stipulated in its procurement contract. The Company also emphasized on encouraging and supporting anti-corruption with its business partners and worked closely to develop business.

To operate its business, the Company strictly conformed with the Trade Competition Act B.E.2549 which its regulations and criteria between the retailer, producer, and distributor based on the Trade Competition Act B.E.2542. To operate its business smoothly according the said Act, the Company and its business partners had agreed to revise the contract template to be more precise and detailed. The Company treated its business partners as we shared ownership. For the Company's special requirements can be listed as follows:

1. The business partner must have financial creditability and potential to grow up along with the Company in the long run. The production process must be considerate of society and environment according the related law and regulations.
2. The business partner must produce and distribute the quality goods without copyright or trademark infringement. All accounts can be inspected.
3. The business partner must be supportive in promotions and after sale service for customer.

Process and production technology: Production process for a new book starts from editorial teams calling for meetings to plan and consider the selection of manuscripts. This manuscript may come from the self-proposed original writer, or from the Company-assigned writer or translator in accordance with the Company's determined guidelines. Then, the editorial team will consider the content, correctness, and readability of the books which also include the activity involved, re-evaluating and opinionating the books in terms of marketability by Company's respectable book advisors who possess knowledge and interest in particular subject areas. After the team agrees on the book, the content may be re-adjusted and formatted at a suitable level for the market, and the use of copyright contract may be signed with a writer, a translator, or a foreign publisher.

In the meantime, the artwork team will start to design the book cover and when the finished manuscript is ready for print, the computer artwork will later take on its duty. After finishing the artwork, the step of proof-reading activity will be taken and corrected until the content and art design are completed. In the case of books, there will be additional step that are the naming of the book and pricing, which also involves the related marketing work that is suitable for the target audiences.

For book manuscript works, the Company uses Macintosh computers and PC along with all other related tools and equipment, whereby all this computer technology shows sign of having higher efficiency but becoming less expensive. In addition, the editorial staffs in the team are very experienced and possess expertise in writing. They come from people in the editorial team and also general writers. After the manuscript is done, the Company will pay for the printer to print, while paper is supplied directly by the Company. The paper Company then delivers paper straight to the printing press at the determined time so that each manuscript is printed into book.

Capability, necessity, and expenses in modifying machines to be able to compete: As the Company does not own a printing press, there is no need for the Company to invest in the machinery and equipment in printing. It becomes unnecessary for the Company to develop machinery and equipment. And due to the competitive environment of the printing press business, it equips the Company with bargaining power and, with this, the Company is always allowed to have choices of printing press companies to choose from.

1.2.2.4 Assets used in business undertaking

Major characteristics of the fixed assets of the Company and its subsidiary consisting of land, buildings, equipment and leasehold summarized as follows:

1. The Company has 1 lease contract for office space and services at The Interlink Tower Bangna, 1858/87-90, Debaratna Rd., Bangna Tai, Bangna, Bangkok, Thailand. The contract's term is from March 1, 2025 to February 28, 2028, The contracts' term is 3 years, and the Company has the right to renew the contracts for 3 more years.
2. The Company had entered the rental agreement and got leasehold rights in shopping centers to be the location of a total of 200 branches. The lease term is between 3 months to 11 years 9 months. The area rental agreement can be renewed for a period of three years. In general, there are two models of calculating the rental payment: a) percentage based on sales value of each branch which depends on the terms of the contract agreed between each other and b) a fixed rate. The value of leasehold right is THB 36.99 million.
3. As at December 31, 2024 and 2023, the whole amount of the leasehold rights consisted of five land lease agreements which the subsidiary entered into with its shareholders totalling Baht 45.22 million. It is related to the lease of land area of approximately 11 rais 173.50 square wah for the period of 29 - 49 years and one Director land lease agreements totalling Baht 15.62 million. It is related to the lease of land area of approximately 4 rais 370 square wah for the period of 30 years for the purpose of operating an education institute.

Core permanent assets

-

Core intangible assets

Intangible Assets Intangible Assets as of December 31, 2024 consist of

- Internal Copyright Contracts Total 1,653 Copies
- Foreign Copyright Contracts Total 1,455 Copies
- Trademark and Service Marks Total 30 Marks *
- Trademark and Service Marks are on registration processing "None"

Remark * The registration term of the trademark and service mark is 10 years from the date of registration and may be renewed for every 10 years.

Investment policy in the subsidiaries and associated companies

Investment policy in the subsidiaries and associated : Yes
companies

Investment Policy of the Company and its Subsidiary

The Company has a policy to invest in its subsidiary and associate companies that operate business relevant to the Company's business so that the investment will support the Company's operation. The operation of the subsidiary and associate companies is assigned to the executives or the Company's directors with particular expertise who will act as the representatives of the Company. As of December 31, 2024 the Company's investment on the subsidiary and associate companies can be summarized as follows:

- **Plearn Patt Co., Ltd. (Subsidiary)** : Private School (Operating Plearnpattana School), Paid Capital 151.85 (Million Baht) and Share Percentage 48.97 (%).
- **M&E Co., Ltd. (Associate)** : Publisher of Engineering Books and Magazine, Paid Capital 0.40 (Million Baht) and Share Percentage 25 (%).

1.2.2.5 Under-construction projects

Under-construction projects : No

Details of under-construction projects

Total projects : N/A

Values of total ongoing projects : N/A

Realized value : N/A

Unrealized value of remaining projects : N/A

Additional details : -

1.3 Shareholding structure

1.3.1 Shareholding structure of the group of companies

In 1984, the Company also invested in 25% of the shares in M&E Co., Ltd. with a paid-up share capital of THB 400,000. The M&E Co., Ltd. (Associated Company) prints and publishes technical magazines, EC Magazines and engineering manuals, distributed by SED.

In 2003 the Company acquired 28.75% of the shares of Plearn Patt Co., Ltd. (founded on September 25, 2002) with the paid-up capital in the amount of 80,000,000 Baht. Later in 2005 the Company's share percentage increased to 48.82% with the authorized capital and paid-up capital in the amount of 170,000,000 Baht. The authorized capital and paid-up capital was decreased and remained in the amount of 169,475,500 Baht, representing the shareholding ratio of 48.97%. In the fourth quarter of 2009 Mr. Thanong Chotisrayuth, Managing director, took up the position of the acting Director of Plearnpattana School and became the Director of the school in 2010 after receiving approval from the Board of Director. 2009 is also the year that the Company consolidated the financial statement of Plearn Patt Co., Ltd. (subsidiary) and the Company takes part in overseeing the operation of this business. Later on May 18, 2017, Plearnpatt Co., Ltd. had lowered its capital from THB 169,475,500 with THB 10 per share to THB 151,850,500 with THB 8.96 per share.

The registered name of Plearn Patt Co., Ltd. is the name of the school called 'Plearnpattana School', located at Buddhamonthon 2 Road, enrolling students from

pre-kindergarten year up to Matayom 6.

The first academic year started in 2004. This was the important gathering of more than 70 education enthusiasts from several groups of people such as parents, teachers, academics and school executives, in collaboration with private organizations who played a significant role towards family institutions and education to create new concept schools, to create quality children for the country.

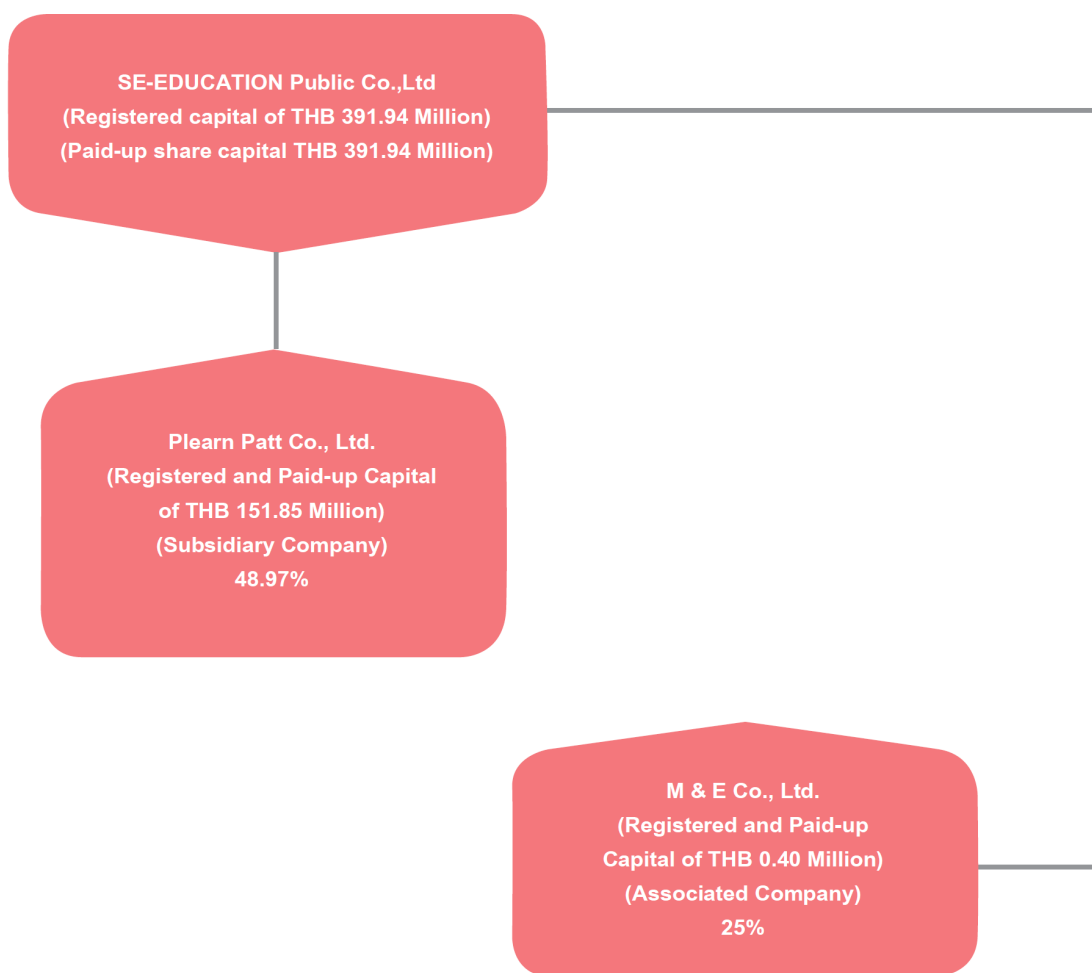
Policy on operational organization within the group of companies

Investment Policy of the Company and its Subsidiary

The Company has a policy to invest in its subsidiary and associate companies that operate business relevant to the Company's business so that the investment will support the Company's operation. The operation of the subsidiary and associate companies is assigned to the executives or the Company's directors with particular expertise who will act as the representatives of the Company.

Shareholding diagram of the group of companies

Shareholding diagram



Shareholding structure of SE-EDUCATION PUBLIC COMPANY LIMITED, its subsidiaries and associates

Company that holds 10% or more of the total shares sold

Name and the location of the head office	Type of business	Type of shares	The number of shares	The number of shares sold
Plearn Patt Co., Ltd. 33/39-40, Moo 17, Suan-Phak Road, Sala Tham Sop, Thawi Watthana, Bangkok 10170 Telephone : 0 2885 2670-5 Facsimile number : 0 2885 2670-5 ext. 502	Private school, operated by Plearnpattana School, which is a school for pre- kindergarten up to Matayom 6	Common shares	16,947,550	16,947,550
M & E Co., Ltd. 77/111, Sin Sathorn Tower Building, 26th Floor, Krung Thonburi Road, Klongtonsai, Klongsarn, Bangkok 10600 Telephone : 0 2862 1396 Facsimile number : 0 2862 1395	Magazine and Book publishing for Engineer.	Common shares	4,000	4,000

1.3.2 Shareholding by a person with a potential conflict of interest holding exceeding 10 percent of the voting shares in a subsidiary or associated company

Does the company have a person with potential : No
conflicts of interest holding shares in a subsidiary or
associated company?

1.3.3 Relationship with major shareholders' business

Does the company have a relationship with a business : No
group of a major shareholder?

1.3.4 Shareholders

List of major shareholders

Group/List of major shareholders	Number of shares (shares)	% of shares
1. Jurangkool Group	245,733,112	62.70
2. Poovarawan Group	25,214,456	6.43
3. DBS BANK LTD. AC DBS NOMONEES-PB CLIENTS	18,377,800	4.69
4. MR. Pongsak Sivapatrakumpol	13,129,518	3.35
5. Sittakul Group	10,279,857	2.62
6. Mr. Touchchai Chotisorayuth	9,263,222	2.36
7. Mr. Ratchapon Pitisukdanont	6,843,524	1.75
8. UOB KAY HIAN PRIVATE LIMITED	5,000,000	1.28
9. Mr. Natee Rongkarattanakul	2,620,000	0.67
10. Mr. Mongkol Punnarattanakul	2,152,000	0.55

Major shareholders' agreement

Does the company have major shareholders' : No
agreements?

1.4 Amounts of registered capital and paid-up capital

1.4.1 Registered capital and paid-up capital

Registered capital and paid-up capital

Registered capital (Million Baht)	:	391,944,529.00
Paid-up capital (Million Baht)	:	391,944,418.00
Common shares (number of shares)	:	391,944,418
Value of common shares (per share) (baht)	:	1.00

Has the company listed in other stock exchange?

Has the company listed in other stock exchange? : No

1.4.2 Other types of share whose rights or terms differ from those of ordinary share

Other types of share whose rights or terms differ from those of : No
ordinary share

1.4.3 Shareholding by Thai NVDR Company Limited (NVDR)

Are shares held by Thai NVDR Company Limited (NVDR)?	:	Yes
Number of shares (Share)	:	1,977,275
Calculated as a percentage (%)	:	0.51

The impacts on the voting rights of the shareholders

None

1.5 Issuance of other securities

1.5.1 Convertible securities

Convertible securities : No

1.5.2 Debt securities

Debt securities : No

1.6 Dividend policy

The dividend policy of the company

Dividend Payment Policy of the Company

The Company declared a policy to pay dividend no less than 50% of the net profit after the deduction of the corporate income tax based on the separate financial statements. However, the dividend payment is subject to change depending on operating performance, financial position, liquidity, the need for working capital, investment and business expansion plans, suitability, and other factors relating to the Company's operations and management. This is contingent upon the condition that it will result in the maximum benefit of the shareholders as the Board of Directors deems appropriate. With respect to annual dividend, after the resolution of the Board of Directors to pay dividend, the Board shall submit to the shareholders for an approval at the Shareholders Annual General Meeting. Except the interim dividend, the Board is able to approve to pay an interim dividend and will report to the shareholders at the next Shareholders Meeting.

The dividend policy of subsidiaries

Dividend Payment Policy of the Subsidiary (Plearn Patt Co., Ltd.)

The Company can pay dividend payment from the subsidiary when the Company withholds the capital reserve of no less than 5% of the annual total profit, deducted by the accumulated deficit (if any) until the reserve capital is accounted for no less than 10% of the registered capital. The Company may not pay dividends from other sources except for the profit money. In case the Company has an accumulated deficit, the Company may not pay dividends. The dividends will be divided by the numbers of shares evenly.

However, the committee may pay occasional interim dividends if the profit amount is sufficient to appropriately do so and the committee will report it in the coming meeting. The dividend can be paid within one month from the shareholders' meeting date on the date of the committee's approval.

In addition, according to the Bill of Private Schools B.E. 2550 Section 45, the annual profits from the operation of schools in the system can be allocated by the committee as follows:

- 1) Schools in the system which are supported by the government allocate no more than 3% of the profit to the system's school support fund assigned by the committee.
- 2) No less than 10% of the profit is allocated to the capital reserve.
- 3) No more than 40% of the profit is allocated to the licensee.
- 4) In case there are other funds, the profit may be located to such funds. In case of no other funds available, the remaining profits may be allocated to the capital reserve.

Historical dividend payment information

	2020	2021	2022	2023	2024
Net profit per share (baht : share)	-0.0500	-0.0120	0.0200	0.1400	0.1400
Dividend per share (baht : share)	0.0000	0.0000	0.0000	0.0000	0.0000
Ratio of stock dividend payment (existing share : stock dividend)	0.0000	0.0000	0.0000	0.0000	0.0000
Value of stock dividend per share (baht : share)	0.0000	0.0000	0.0000	0.0000	0.0000
Total dividend payment (baht : share)	0.0000	0.0000	0.0000	0.0000	0.0000
Dividend payout ratio compared to net profit (%)	0.00	0.00	0.00	0.00	0.00

2. Risk management

2.1 Risk management policy and plan

Risk management policy and plan

The Board of Directors of SE-Education Public Company (Limited) was well aware of the responsibilities it takes to run a good-governance operation in order to maximize the benefits to the shareholders of the Company. Thus, the Company systematically and continuously provided the risk management of its operation to reduce all risks to be in the acceptable level, for example, business risk, operational risk, financial risk, and legally and regulation risk.

The Board of Directors of the Company therefore assigned the Audit Committee to manage all risks. By this Audit Committee, an operational level committee was set up which included the high-level executives of the Company. All matters reported to the Audit Committee to make sure that the Company has a proper, acceptable risk management.

-

2.2 Risk factors

2.2.1 Risk that might affect the company's business, including environmental, social and corporate governance issues

- Operation Risk
- Business Risk
- Financial Risk
- Production Risk

Risk 1 Operation Risk

- Related risk topics : Operational Risk
- Information security and cyber-attack
 - Property lease agreement execution
 - System disruption risk

Risk characteristics

- Risk from the Conflicts over the Important Operational Place

• **The Distribution Center and Warehouse** All of the Company's publications and consigned products were solely stored at its Distribution Center and Warehouse at Bangna-Trad Rd., km.21 and then distributed to the SE-ED Book Center Branches, general bookstores, and other institutes. Therefore, the warehouse was an important place for operating business of the Company.

• **Plearnpattana School:** accounted as an important place to operate the business of its subsidiary company. Currently, the subsidiary company located on Phutthamonthon Sai 2 Rd., and covered 35 rai. The 15 rai rented from one of the shareholder of the subsidiary company and had 5 contracts valued THB 45.22 MB in total and covered 29-49 year period for an educational purpose. The terms and conditions in said contracts enforced the landlord not to sell or rent the land to any parties without the consent from the subsidiary company. In case the landlord was in utmost need and absolutely cannot find the solution, the landlord must to offer the subsidiary company first at the same price offered to other parties. If the subsidiary fails to accept the said offer within 60 days from the first day receives the notice, the landlord can precede with the transaction with other parties. Nevertheless, the subsidiary company had reconsidered to revise the terms and conditions of above contracts in order to prevent the expected risk in the future.

The Company had strongly emphasized on its prevention policy and raising awareness about place management better than rectifying the situation when damage is done. For the risk from natural disasters, accidents or other unforeseeable causes, it will definitely affect the operation of the Company and its subsidiary company. Therefore, the Company had insured the assets and goods thoroughly and regularly adapt the insurance limit to align with the value of the goods.

Further, the Company had developed the spare working system when the warehouse system is down or unable to work. Also, the ability to temporarily open the warehouse was enhanced in order to receive the goods from publishers and distributors and distribute them all over the country.

• **Risk from Fire, Flood and Other Natural Disasters:** Being in the publishing business, the Company's assets and products can be easily damaged and broken from various causes, which can potentially harm the business operation of the Company. Even though the Company and its subsidiary have adequate insurance coverage, the Company has always improved the precautionary measures against such dangers.

To reduce any risk from fire and to limit the fire spread, the new distribution center and warehouse had been equipped with the automatic fire alarm system and the automatic sprinkler system on the ceiling and between the shelves aisles. Further, the Company provided the employees the annual basic firefighting and evacuation fire drill training, along with the manual of fire safety emergency plan. Also, the protocol and responsible team had been assigned in case of fire emergency. To reduce any risk from power failure, the uninterruptable power supplies had been provided in order to eliminate waste of operational time. Also, the preventive maintenance system had been employed to check up on the transformers, consumer units, and the uninterruptable power supplies.

• **Risk from IT System and Computer System Problems Nowadays:** IT system and computers were widely brought in as the important tools to business operation and competition. It also needed the constant risk management of security and system protection in order to operate smoothly and efficient.

Therefore, the Company issued the policy to govern IT system and practice guideline for usage, control, and security. To reduce and prevent any mistakes or computer system problems in the branches, warehouse, headquarter, and subsidiary company, trainings on technologies, social media responsibility, and computer regulations were provided to the employees.

Moreover, the Company and subsidiary company had developed the whole system to have a high availability which was a system to support larger transactions and high number of website visitors, including the anti-virus system. Since technologies changed rapidly, the Company would keep updating the whole system to be steady and ready to support the business expansion. In 2012, the Company had upgraded the network from Multiprotocol Label Switching or MPLs (128/128kbps) to Asymmetric Digital Subscriber Line or ADSL (1024/512kbps). The connection efficiency had improved greatly as a result.

• **Risk of Lacking of Specialists:** Human resources with a specific set of skills were important to the Company and subsidiary company. Publication and teaching aspects or even in business creation aspect were needed because all the current businesses the Company and subsidiary company operated were from the start. To continuously enhance potential and efficiency of human resources, the Company had reviewed the compensation of its employees to align with the average in the same industry in terms of salary, bonus, benefit, and training. Moreover, the Company planned to make employees can work as substitutes for themselves. The manual guide of the important roles will be provided for the new employees to easily learn and understand their tasks.

• **The risk of a deadly epidemic :** The occurrence of a serious epidemic affected purchasing power and the overall economy of the country. By this, it affected SE-ED Book Center stores directly. The Company therefore had increased sales channels and online marketing, issued a plan for appropriate cash flow management. In addition, the Company had educated employees on how to follow instructions from the announcements of the Ministry of Public Health or relevant government agencies.

Risk-related consequences

-

Risk management measures

-

Risk 2 Business Risk

Related risk topics : Strategic Risk

- Behavior or needs of customers / consumers

Operational Risk

- Product obsolescence

Risk characteristics

• **Risk from Replaceable Products and Reading Behavior Changes :** The Company's policy had been updated to develop and produce digital content, for example, e-book and audiobook. Currently they are available in many online channels. To increase sales channels and reach the online customers, the Company's website: www.se-ed.com and SE-ED application provide are for a faster and more convenient access to product information and marketing activities.

• **Risk from Copyright Infringements :** Since the Company strongly supports the ant copyright infringement policy, all foreign books will be licensed legally with the proprietors and checked the right availabilities in the territory before proceeding. Also, the Company always acquires the agreement and/or permission letter for any licensed content and illustrations. Further, the authors or proprietors are required to enter the contract to legally confirm and grant the rights of the content to the Company to publish, distribute, and deliver a consignment.

Risk-related consequences

-

Risk management measures

-

Risk 3 Financial Risk

Related risk topics : Financial Risk

- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk characteristics

- **Risk from Bad Debts of Uncollectible Account Receivables** : The Company's policy on the credit limit of its clients was to inspect their financial status based on the Company's standard. To adjust the credit limit aligning with current economic situation, the Company employed the debt recovery system and annually reviewed the clients' statuses and credit limits.
- **Risk from Foreign Exchange Rate** : Since the Company had entered the contract to be an exclusive distributor of ELT books of Oxford University Press (OUP) and acquired the rights to distribute and sell said books in Cambodia, Laos, and Indonesia, the Company exposed to risk of exchange rate volatilities. It was obligated and inevitable to buy and sell in the foreign currencies. In order to reduce risk of the Company to be at an acceptable level, the Company issued the policy entering into a forward contract with the banks and always approving by the Management.

Risk-related consequences

-

Risk management measures

-

Risk 4 Production Risk

Related risk topics : Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

Risk characteristics

- **Risk from Material Shortage in Publication** : In order to adequate stocking up for production in a reasonable price, the Company always has the publication plan in advance and keeps update on the price trends of material.

Risk-related consequences

-

Risk management measures

-

2.2.2 Risk to securities holders

Are there any risk factors affecting securities holders? : No

2.2.3 Risk to securities holders from investing in foreign securities (applicable to only foreign companies)

Are there any risk factors affecting securities holders : No
from investing in foreign securities?

3. Business sustainability development

3.1 Policy and goals of sustainable management

Sustainability Policy

Sustainability Policy : Yes

The Company is committed to the business of knowledge dissemination with emphasis on developing the knowledge and skills of Thai people in the fields necessary for the development of the country and creates sustainable growth under ethical principles and corporate governance as well as being responsible to the community, society, and the environment. The Company has taking the impact on business shareholders within the value chain in business operations into account. The Company has formulated operational strategies that cover all three dimensions of sustainable development, namely economy, society and environment. The important points are as follows:

Economic Aspect

1. Committed to conducting business in accordance with good governance principles under good supervision Operate with transparency, fairness and can be verified with respect to the law. and regulations
2. Focus on product development, creation, and quality services in terms of a wide range of knowledge with technology and digital innovation to enhance the potential of the business and encourage Thai people to be better.
3. Work with both domestic and international partners to disseminate and develop a body of knowledge in a variety of fields in various ways suitable for Thai society, along with creating opportunities and increase competitiveness of Thai people.

Social Aspect

1. Realizes the importance of human rights by not allowing the business to be involved directly or indirectly in violation of the rights and liberties of individuals. The Company takes care and treats personnel fairly, including giving equality to employees of all genders.
2. Encourages underprivileged children and communities in Thai society to gain access to learning resources more easily through activities such as book donations, school learning material donations, in hope to encourage lifetime reading habits.
3. Enables SE-ED customers to the opportunities to participate in donations at every SE-ED Book Center nationwide, which organized by the Smarter Thais Foundation.

Environmental Aspect

1. Implements the project and campaigns to raise awareness among employees to preserve and save resources and energy with efficiency.
2. Reduces paper consumption by encouraging employees to keep important documents or business information in the form of electronic media (e-document)
3. Creates and supports e-book, audiobook, and e-library reading services to reduce paper consumption.

Sustainability management goals

Does the company set sustainability management goals : No

Review of policy and/or goals of sustainable management over the past year

Has the company reviewed the policy and/or goals of sustainable management over the past year : No

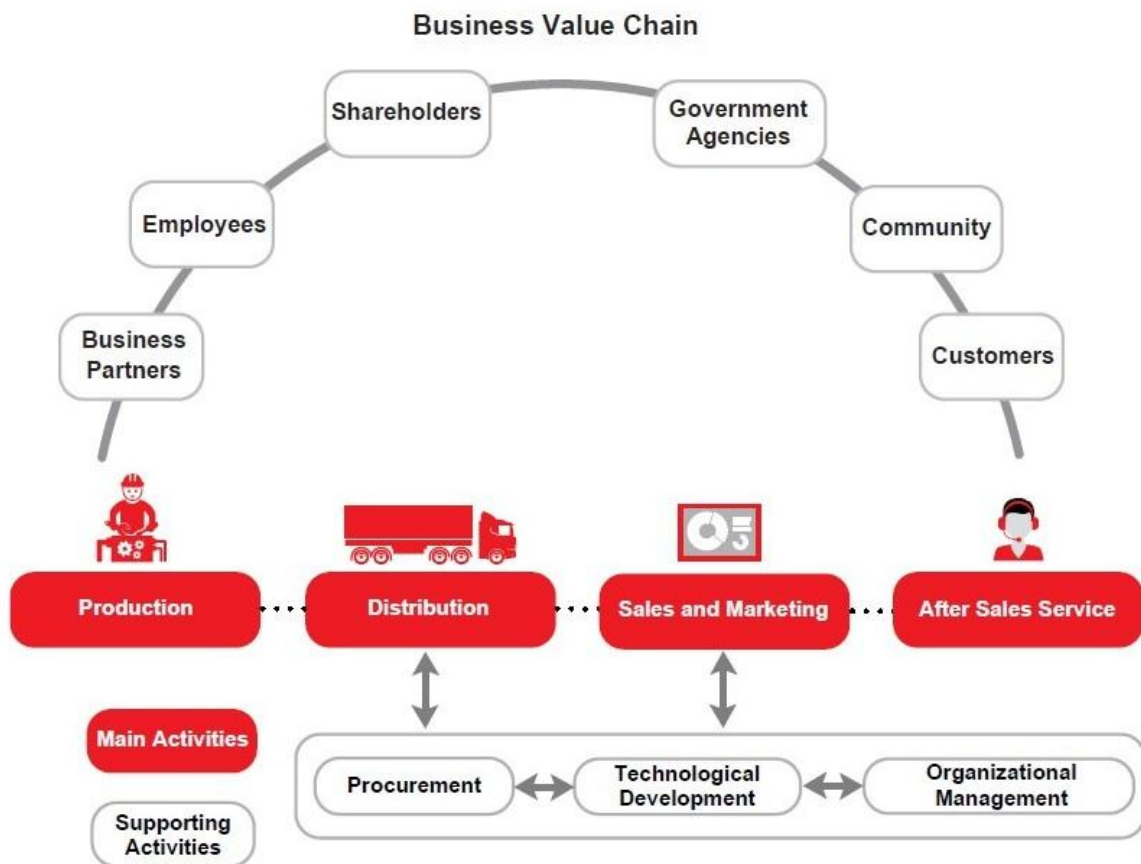
Has the company changed and developed the policy and/or goals of sustainable management over the past year : No

3.2 Management of impacts on stakeholders in the business value chain

3.2.1 Business value chain

The company, executives, and all employees have commitment and inspiration together to grow the organization together with society in a sustainable way and to survive in the long run while creating new innovations to fulfill our mission, “We are determined to make Thai people better”. The Company realizes importance in treating stakeholders fairly, respecting rights and creating mutual understanding with stakeholders. The Company has categorized the stakeholders into 6 groups, namely: shareholders, employees, customers, partners, alliances, and communities & society that can create value through the business value chain as per the following details:

Business value chain diagram



3.2.2 Analysis of stakeholders in the business value chain

The Company sees importance in those who involved in the business in the value chain both internally and externally in order to create wealth, financial stability, and sustainability together, the Company therefore determines efficient operations to meet expectations and needs of stakeholders as follows:

Details of stakeholder analysis in the business value chain

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
Internal stakeholders			
<ul style="list-style-type: none"> • Employees 	<ul style="list-style-type: none"> • Offer good quality products and services at fair prices • Quick and punctual delivery of products • High security of personal information 	<ul style="list-style-type: none"> • Deliver quality products and services • Develop products and services that meet customer needs • Create channels for customers to suggest and respond to complaints conveniently and quickly 	<ul style="list-style-type: none"> • Internal Meeting • Training / Seminar • Others <ul style="list-style-type: none"> • Communication both online and offline about products and services <p>Regular customer meetings through the bookstore. and salesperson Channels for referrals or make a complaint through Customer Service or the Company's website</p>

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
External stakeholders			
<ul style="list-style-type: none"> Shareholders 	<ul style="list-style-type: none"> Good performance business grows sustainably Good Corporate Governance Management with transparency and reliability Effective risk management 	<ul style="list-style-type: none"> Operate business with transparency and in accordance with good governance Disclose important information accurately and completely 	<ul style="list-style-type: none"> Online Communication Annual General Meeting (AGM) Others <ul style="list-style-type: none"> Public hearing and needs of employees to support the new business of the Company <p>Human Resource Management Communications</p> <p>Annual performance appraisal of employees at all levels</p>
<ul style="list-style-type: none"> Community Society 	<ul style="list-style-type: none"> Carry out work or activities to create a learning society with transparency and accountability Develop projects or activities with the determination to make Thai people better sustainably 	<ul style="list-style-type: none"> Support and promote activities related to learning that benefit the community. Cooperate and participate in various projects that promote learning appropriately. 	<ul style="list-style-type: none"> Others <ul style="list-style-type: none"> Promote participation between the organization and the communities to create a learning society through various activities <p>Participate in or be part of a public or private sector organizing an event to promote various learning</p>
<ul style="list-style-type: none"> Customers 	<ul style="list-style-type: none"> Offer good quality products and services at fair prices Quick and punctual delivery of products High security of personal information 	<ul style="list-style-type: none"> Deliver quality products and services Develop products and services that meet customer needs Create channels for customers to suggest and respond to complaints conveniently and quickly 	<ul style="list-style-type: none"> Online Communication Others <ul style="list-style-type: none"> Communication both online and offline about products and services <p>Regular customer meetings through the bookstore. and salesperson Channels for referrals or make a complaint through Customer Service or the Company's website</p>
<ul style="list-style-type: none"> Suppliers 	<ul style="list-style-type: none"> Fair and transparent business operations Procurement process that is convenient, fast, and accurate Operations are in accordance with the law and regulations set Security of personal information 	<ul style="list-style-type: none"> Prepare business contracts and have a transparent and fair procurement process Accurate payment schedule and on time The security of information of partners is in accordance with the law. 	<ul style="list-style-type: none"> Others <ul style="list-style-type: none"> Business Ethics <p>Meetings with business partners Selection process and evaluating the performance of suppliers Notice of data protection of business partners</p>

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> • Business partners 	<ul style="list-style-type: none"> • Cooperation in doing business in accordance with good governance principles • Create and drive a learning society to create business opportunities • Development of sustainable business opportunities 	<ul style="list-style-type: none"> • Make agreements to create a standardized, fair organizational business cooperation framework • Participate in discussions and meetings on a regular basis in creating activities to promote learning and marketing 	<ul style="list-style-type: none"> • Others <ul style="list-style-type: none"> • Collaboration in various projects leading to product offerings and new services including activities to promote a learning society <p>Communication to tell, share market trends. and consumer behavior in different groups regularly</p>

3.3 Management of environmental sustainability

3.3.1 Environmental policy and guidelines

Environmental policy and guidelines

Environmental policy and guidelines : No

Review of environmental policies, guidelines, and/or goals over the past year

Review of environmental policies, guidelines, and/or goals : No
over the past year

3.3.2 Environmental operating results

Information on energy management

Energy management plan

The company's energy management plan : No

Setting goals for managing electricity and/or oil and fuel

Does the company set goals for electricity and/or fuel : No
management

Performance and outcomes of energy management

Performance and outcomes of energy management : No

Information on water management

Water management plan

The Company's water management plan : No

Setting goals for water management

Does the company set goals for water management : No

Performance and outcomes of water management

Performance and outcomes of water management : No

Information on waste management

Waste management plan

The company's waste management plan : No

Setting goals for waste management

Does the company set goals for waste management : No

Performance and outcomes of waste management

Performance and outcomes of waste management : No

Waste management: Waste Generation

	2022	2023	2024
Total waste generated (Kilograms)	85,862.00	77,899.00	16,685.00
Total non-hazardous waste (kilograms)	85,862.00	77,899.00	16,685.00
Total hazardous waste (kilograms)	0.00	0.00	N/A

Information on greenhouse gas management

Greenhouse gas management plan

The company's greenhouse gas management plan : No

Setting greenhouse gas emission goals

Does the company set greenhouse gas management goals : No

Performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas management : No

Greenhouse gas management : Corporate greenhouse gas emission

	2022	2023	2024
Total greenhouse gas emissions (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	N/A
Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent)	0.00	N/A	N/A
Total greenhouse gas emissions - Scope 2 (Metric tonnes of carbon dioxide equivalent)	0.00	N/A	N/A
Total greenhouse gas emissions - Scope 3 (Metric tonnes of carbon dioxide equivalent)	0.00	N/A	N/A

Greenhouse gas management: Verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas emissions : No

Information on incidents related to legal violations or negative environmental impacts

Number of cases and incidents of legal violations or negative environmental impacts

	2022	2023	2024
Number of cases or incidents of legal violations or negative environmental impact (cases)	0	0	0

3.4 Social sustainability management

3.4.1 Social policy and guidelines

The Company is aware of the importance of conducting business with corporate social responsibilities (CSR) under ethical principles to achieve fairness to all stakeholders involved as well as applying good corporate governance principles as a guideline to maintain the balance of operations in terms of economy, community, society, and environment. The Company has a policy to respect human rights, child labor, and women labor by giving importance to labor practices and always respect for human rights, child labor, and women workers equally with all forms of labor. To provide all employees with a happy working environment, accept, and treat each other at all levels like family.

Social and human rights policy and guidelines : No

Review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/or : No
goals over the past year

Human Rights Due Diligence : HRDD

Does the company have an HRDD process : No

3.4.2 Social operating results

Information on employees and labor

The Company places importance on the value of all employees. Therefore, guidelines for treatment of employees have been established. Regarding good corporate governance, the Company organizes activities to promote and develop key personnel as follows:

1. Annual health check-up for all employees at the Company (head office and warehouse) for employees in provincial branches, the Company has a budget for each person to facilitate employees to be able to check their health with their local hospital.
2. Employee welfare such as medical welfare benefits life insurance and group accidents including insurance/life In the case of traveling to perform duties in high-risk areas.
3. Other welfare benefits included funeral assistance in the event of his/her parents of the employee dies, financial assistance in case of natural disasters such as floods, storms, etc.
4. Coordinate and find loan sources for employees in special cases such as floods, fires, house repairs.
5. Promote and provide knowledge about savings, tax management, money management, and investment by inviting speakers from publishers or a knowledgeable writer who specializes in finance and investment that sells books with the Company to be a lecturer to educate employees.
6. Organize a variety of activities and invite employees to participate in the agenda and various festivals such as the New Year's merit making event, reading promotion events for employees through SE-ED Book Club activities to meet, discuss, and exchange views on books, etc.
7. Library for employees has provided within the Company, so that employees can sit and read in the library during their free time. Employees can also borrow books and read at home. It encourages the development of knowledge that the employees themselves and to promote the development of knowledge that the employees' families concurrently.
8. Privileges for employees to purchase books at special prices to promote their knowledge development and work skills.

9. The Company has a policy of non-discrimination and provides equal opportunities in employment with the employment of disabled people according to The Act fully according to the law. The Company also promotes and develops the quality of life of people with disabilities, including supporting and encourage disabled people to work equally with normal people in positions that can be performed, such as accounting and finance work, human resources work, distribution center work.

The Company pays attention to safety and hygiene in the workplace so that all employees are safe have good health in a good environment, the Company therefore proceeds with work related to safety and hygiene in the year 2024 as follows:

1. Organize fire evacuation drills given to employees annually.
2. Spray insecticides in the office every month to prevent diseases and germs that may be caused by various insects.

Employees and labor management plan

The company's employee and labor management plan : No

Setting employee and labor management goals

Does the company set employee and labor management : No
goals

Performance and outcomes for employee and labor management

Performance and outcomes for employee and labor : No
management

Employee and labor management: Employment

Hiring employees

	2022	2023	2024
Total employees (persons)	1,018	973	903
Male employees (persons)	267	258	231
Female employees (persons)	751	715	672

Employment of workers with disabilities

	2022	2023	2024
Total employment of workers with disabilities (persons)	N/A	7	7
Total number of employees with disabilities (persons)	N/A	7	7
Total male employees with disabilities (persons)	N/A	3	7
Total female employees with disabilities (persons)	N/A	4	0
Total number of workers who are not employees with disabilities (persons)	N/A	0	0
Contributions to empowerment for persons with disabilities fund	Yes	Yes	Yes

Employee and labor management: Remuneration

Employee remuneration

	2022	2023	2024
Total employee remuneration (baht)	259,648,737.00	286,531,077.00	272,925,402.00
Total male employee remuneration (Baht)	59,667,280.00	65,844,841.49	88,003,164.00
Total female employee remuneration (Baht)	199,981,457.00	220,686,235.51	184,922,238.00

Employee and labor management: Employee training and development

Employee training and development

	2022	2023	2024
Average employee training hours (hours / person / year)	8.14	8.42	7.80
Training and development expenses for employees (baht)	110,665.00	170,811.00	203,897.00

Employee and labor management: Safety, occupational health, and environment at work

Safety, occupational health, and environment at work

	2022	2023	2024
Total number of lost time injury incidents by employees (cases)	0	0	1

Employee and labor management: Employee engagement and internal employee groups

Employee engagement

	2022	2023	2024
Total number of employee turnover leaving the company voluntarily (persons)	441	360	345
Total number of male employee turnover leaving the company voluntarily (persons)	70	65	67
Total number of female employee turnover leaving the company voluntarily (persons)	371	295	278
Proportion of voluntary resignations (%)	43.32	37.00	38.21
	2022	2023	2024
Evaluation result of employee engagement	No	No	No

Employee internal groups

Employee internal groups : No

Information about customers

Customer management plan

Company's customer management plan : No

Setting customer management goals

Does the company set customer management goals : No

Performance and outcomes of customer management

Performance and outcomes of customer management : No

Customer management: Customer satisfaction

Customer satisfaction

	2022	2023	2024
Evaluation results of customer satisfaction	No	No	No

Information on community and society

Community and social management plan

Company's community and social management plan : No

Setting community and social management goals

Does the company set community and social management : No
goals

Performance and outcomes of community and social management

Performance and outcomes of community and social : No
management

Information on incidents related to legal or social and human rights violations

Number of cases and incidents of significant legal or social and human rights violations

The Company is aware of respecting the law and human rights which is basic human rights that requires equality in terms of dignity and the right to live with dignity regardless of gender differences, religious beliefs, political opinion, social belief, physical status or educational qualifications, without discrimination.

In 2024, the Company has not received any complaints about human rights violations from the Company's employees, business partners, and communities.

	2022	2023	2024
Total number of cases or incidents of significant legal or social and human rights violations (cases)	0	0	0
Total number of cases or incidents leading to significant labor disputes (cases)	0	0	0
Total number of incidents or complaints related to business partner's rights violations (cases)	0	0	0
The total number of cases or complaints related to partner rights violations (Cases)	0	0	0
Total number of cases or incidents leading to disputes with the community/society (cases)	0	0	0
Total number of cases or incidents related to cybersecurity or customer data breaches (cases)	0	0	0
Total number of cases or incidents related to workplace safety and occupational health (cases)	0	0	0

4. Management Discussion and Analysis (MD&A)

4.1 Operation, financial condition and material changes

Operational overview

For 2024, the overall Thai economy continued to slow down from the previous year. The labor market remained stable in both the service and manufacturing sectors. Despite the recovery in some areas of major tourist, high household debt and economic uncertainty have prevented employment from expanding as expected. In addition, the retail business was affected by the major flooding in both the North and the South in the second half of the year, which reduced consumer consumption and raised concerns about rising living costs. However, the Company had adjusted itself to be more in line with the current situation by pushing for a higher proportion of products with high gross profit margins, especially self-produced products and imported products. In addition, it had also more efficiently controlled branch-related expenses, rent, and employee compensation, including closing unprofitable branches.

- **Branch Closing** The Company closed 27 unprofitable branches, allowing the Company to control expenses more efficiently. The Company recently had 200 branches that are still in operation as of December 31, 2024.

- **Opening new branches** The Company opened 7 new branches in 2024 as follows: 1. Phatthalung, Ramesuan Road 2. The Mall Bangkok (Relocate) 3. Central Nakhon Pathom 4. Trat (New road) 5. Big C Yala 6. Big C Pattani 7. Taweekit Buriram

However, revenue from the wholesale business group increased by 6.5% from the customer group that is an educational institution, compared to the previous year. The company has broadened its customer base to include new clients, particularly private school groups, through initiatives such as teacher training programs aimed at aligning English language skills in Thai education curriculum with international standards. Consequently, both the Book and Digital Product groups have continued to grow as projected. In addition, the Company was improving its online channels to be more convenient and faster to facilitate the changes of customer behavior which tended to shop online more. The Company structure had been revised to increase efficiency, reduce costs, and generate new sources of income. The Company also attached great importance to new digital businesses. Currently, the Company was under products & services development with collaboration from alliances specialized in education, content providers, and international technology leaders in order to strengthen and maintain its premier position in book industry and the greatest book store chain store of Thailand. This would embark a new era of learning centers on online and offline platforms.

Diagram of operational overview

Profitability and Operation Efficiency

	Consolidated financial statements			Separate financial statements		
	2024	2023	2022	2024	2023	2022
Total revenue (Million Baht)*	2,012.66	2,170.95	2,056.70	1,715.45	1,884.99	1,794.61
Growth from the last year (%)	-7.29	5.60	13.21	-8.99	5.00	11.77

* The total revenue is from financial statement that combines the profit share from the associate, which is in accordance with the total revenue information from the Stock Exchange of Thailand.

Operating performance for year 2024, 2023 and 2022

(Unit : Million Baht)

	2024	2023	2022
<u>Revenues</u>			
Revenues from sales	1,681.07	1,818.74	1,729.50
Tuition fees income	290.38	277.66	257.44
Interest and dividend income	0.40	0.44	0.48
Gain from fair value measurement of investment property	-	22.50	-
Other income	40.81	51.62	69.28
Total revenues	2,012.66	2,170.95	2,056.70
<u>Expenses</u>			
Cost of sales	1,073.31	1,162.72	1,100.91
Cost of tuition fees	215.88	198.40	187.58
Selling expenses	402.36	439.82	468.46
Administrative expenses	307.62	283.18	265.78
Other loss	2.64	0.13	0.07
Total expenses	2,001.80	2,084.25	2,022.79
Gross profit	682.27	735.29	698.46
Gross Margin (%)	34.61%	35.07%	35.15%
EBITDA	68.50	138.88	78.47
Profit from operation accordance with Cash Flow Statement	119.86	173.64	156.84
Net profit(loss) of shareholders' equity of parent company	(25.31)	36.05	(2.95)
EPS (Baht)	(0.065)	0.092	(0.008)

Analysis on the operation and financial condition

Operating results and profitability

OPERATING RESULTS For the year ended December 31, 2024 the financial information can be summarized as follows:

The Company had a net loss according to the consolidated financial statements of THB 25.31 million, an increase of THB 61.37 million or 170.20%, resulting from a net loss according to the separate financial statements of THB 27.53 million, an increase of THB 52.31 million or 211.11%, due to a 17% decrease in retail business revenue in line with consumer behavior that had shifted to online shopping more due to discounts from each platform that uses fiercely competitive pricing strategies, and due to the major flooding in both the North and the South. In addition, the cost of imported goods increased due to foreign exchange rates compared to the previous year by approximately 6.8%. Including the recognition losses from exchange rate of THB 2.64 million. Moreover, there was a profit from the fair value measurement of investment properties of THB 22.50 million from the previous year. However, the Company still able to increased sales from wholesale channels 6.5% from the previous year.

• **The total revenue** :Total revenue according to the consolidated financial statements was THB 2,012.66 million, decreased by THB 158.29 million or 7.29% which according to the separate financial statements, the income decreased by 7.56%. and other income decreased THB 32.03 million from the fair value measurement of investment properties in the previous year.

- **Selling and administrative expenses** were THB 709.62 million, an decrease of THB 13.50 million or 1.87%. This was due to more efficient cost control, especially the reduction of expenses from branches that were closed due to non-profits and better product turnover management.

- **Finance cost** were THB 22.70 million, increased by THB 1 million in with a increase of the principal burden.

- **EBITDA** was THB 68.50 million, decreased by THB 70.38 million or 50.68%, according to the decreased operating results.

Asset management capability

Current assets decreased by THB 25.48 million or 5.95% as follows:

- Cash and cash equivalents decreased by THB 12.12 million or 10.20%.

- Trade accounts receivable and other receivables decreased by THB 13.73 million or 23.48%. Most of them were receivable from educational institutes and receiving payment.

- Other current financial assets decreased by THB 1.20 million from the sale of temporary investments to use as working capitals.

Non-current assets increased by THB 27.91 million or 1.28% due to:

- Right-of-use assets increased by THB 24.39 million or 15.14% from the renewal of the head office building lease contract.

- Intangible assets increased by THB 15.06 million or 187.36% from the working-in-progress development of program systems and websites which aimed to increase work efficiency and better services.

- Prepaid book copyright and translation fee increased by THB 6.74 million or 27.80%.

- Other non-current assets increased by THB 3.58 million or 38.42% from the construction deposit for the subsidiary's school building.

- Property, plant, and equipment decreased by THB 9.55 million or 0.55% from periodic depreciation by THB 57.89 million.

The cost of assets increased from the upper primary level school's expansion and the improvement of the subsidiary's library.

- Withholding tax awaiting refund from the Revenue Department decreased by THB 6.65 million or 35.72%.

- Rental guarantee and deposit decreased by THB 3.08 million or 4.36%.

Current liability decreased by THB 90.38 million or 10.17% as follows:

- Current portion of long-term loans decreased by THB 62.23 million from the subsidiary's promissory note extension.

- Trade accounts payable and other payables decreased by THB 28.08 million from paying and reducing the order quantity according to the sales.

- Overdraft and short-term loan from financial institution decreased by THB 2.45 million.

- Other current liabilities increased by THB 3.41 million, or 14.37%, from educational institutions service income received in advance.

- The unearned income waiting to be recognized as income within one year of the subsidiary increased by THB 2.30 million or 2.95%.

Non-current liabilities increased by THB 116.36 million or 30.47% due to:

- Long-term loans increased by THB 79.84 million from the Company's financial institutions loans by THB 36.11 million, to adjust the short-term liability structure, while the subsidiary borrowed from external parties THB 51.05 million to construct additional primary school buildings, according to the classification from the Current portion of long-term loans.

Shareholder's equity decreased by THB 23.55 million or 1.75% from operating profit.

Diagram of asset management capability

Statement of financial position As at 31 December 2024 and 31 December 2023

(Unit : Million Baht)				
Consolidated financial statement				
	31 December 2024	31 December 2023	Increase (decrease)	%
Current assets	402.66	428.14	(25.48)	-5.95%
Non-current assets	2,216.32	2,188.41	27.91	1.28%
Total assets	2,618.98	2,616.55	2.43	0.09%
Current liability	798.05	888.43	(90.38)	-10.17%
Non-current liability	498.33	381.97	116.36	30.47%
Total liability	1,296.38	1,270.40	25.98	2.05%
Total shareholder's equity	1,322.60	1,346.15	(23.55)	-1.75%
Total liability and shareholder's equity	2,618.98	2,616.55	2.43	0.09%

Liquidity and capital adequacy

Cash flows from operation activities in 2024 was THB 103.69 million came from:

Profit in the form of cash from operation was THB 119.86 million.

- From changes in operating assets decreased by THB 22.14 million, most of them are inventories that are reduced from sales to institutional and school debtors during the opening of the semester every year.
- Operating liabilities decreased by THB 17.24 million due to payment of trade accounts payable and recognized advance income from subsidiary companies.
- Cash decreased by THB 2.34 million from reconditioning of closed branches and renovating branches.
- Cash decreased by THB 22.45 million from paying an interest of the long-term loans.

Cash flows from used in investing activities in 2024 was THB (85.10) million.

- Cash decreased by THB 69.44 million from expanding school building and purchasing the school supplies of the subsidiary company.
- Cash decreased by THB 15.89 million, from the purchase of intangible assets to develop new businesses related to digital and online sales channels.

Cash flows used in financing activities in 2024 was THB (30.70) million.

- Cash increased by THB 5.83 million from bank overdraft.
- Cash increased from short-term loans and long-term loans from financial institutions of THB 181.72 million.
- Cash decreased from due short-term loans and long-term loans of THB 172.39 million.
- Cash decreased by THB 39.81 million due to paying liabilities under lease agreements.
- Cash decrease from the subsidiary companies' dividend payment of THB 6.05 million.

Return on Equity (ROE) was (2.10%) decreased by 5.29% and Return on Assets (ROA) was 0.42% decreased by 3.02% ,following the lower operating performance.

Debt to Equity Ratio increased by 0.04 times due to loan repayment.

Interest Coverage Ratio decreased 2.67 times due to lower cash operating profit.

Diagram of liquidity and capital adequacy

Statement of financial position As at 31 December 2024 and 2023

(Unit : Million Baht)				
Consolidated financial statement				
	31 December 2024	31 December 2023	Increase (decrease)	%
Cash flows from (used) operation activities	103.69	146.80	(43.11)	-29.36%
Cash flows from (used) investing activities	(85.10)	(53.68)	(31.42)	-58.54%
Cash flows from (used) financing activities	(30.70)	(76.49)	45.79	59.86%
Cash flows Increase (decreased)	(12.11)	16.63	(28.74)	-172.84%

Financial ratio of 2024 and 2023

Consolidated financial statement			
		2024	2023
Financial ratios			
Return On Equity (ROE)	%	(2.10)	3.19
Return on Asset (ROA)	%	0.42	3.44
Debt to Equity Ratio	times	0.98	0.94
Interest Coverage Ratio	times	6.43	9.10
Note:			
- ROE (Return on Equity) = Net profit (Parent Company only) divided by shareholder's equity (averaged) from Parent Company only			
- ROA (Return on Assets) = Net profit before financial and tax expenses divided by total assets (averaged)			
- Debt to Equity ratio = total debts divided by shareholder's equity (minor shareholder's equity included)			
- Debt service Coverage Ratio = Profit from operating activities before changes in operating assets and liabilities + interest + income tax expenses divided by interest from operation and investment			

Issuance of debt securities with an obligation to maintain financial ratios

Is there an issuance of debt securities with an obligation : No
to maintain financial ratios?

4.2 Potential factors or incidents that may materially affect the financial condition or the operating results

Significant factors or incidents that may materially affect the future financial condition or the operating results

-

4.3 Information from financial statements and significant financial ratios

Information from financial statements

Summary of financial position statements

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Assets			
Cash And Cash Equivalents (ThousandTHB)	102,097.74	118,730.39	106,615.13
Short-Term Investments - Net (ThousandTHB)	12,693.47	1,302.69	104.58
Trade And Other Receivables - Current - Net (ThousandTHB)	47,255.90	58,469.58	44,739.50
Inventories - Net (ThousandTHB)	220,117.56	227,006.13	227,416.81
Other Current Assets (ThousandTHB)	21,376.49	22,627.44	23,781.10
Other Current Assets - Others (ThousandTHB)	21,376.49	22,627.44	23,781.10
Total Current Assets (ThousandTHB)	403,541.15	428,136.22	402,657.12
Restricted Deposits - Non- Current (ThousandTHB)	8,499.11	8,000.00	8,000.00
Investment In Subsidiaries, Associates And Joint Ventures Using The Equity Method - Net (ThousandTHB)	19,709.51	17,407.27	14,608.81
Investment In Associates (ThousandTHB)	19,709.51	17,407.27	14,608.81
Other Non-Current Financial Assets (ThousandTHB)	17,393.05	70,721.98	67,558.43
Deposits (ThousandTHB)	17,208.64	70,640.05	67,558.43
Investment Properties - Net (ThousandTHB)	101,400.00	123,900.00	123,900.00
Property, Plant And Equipment - Net (ThousandTHB)	1,586,436.04	1,745,483.01	1,735,935.12

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Right-Of-Use Assets - Net (ThousandTHB)	229,879.61	161,146.68	185,537.02
Intangible Assets - Net (ThousandTHB)	3,293.73	8,038.71	23,099.87
Intangible Assets - Others (ThousandTHB)	3,293.73	8,038.71	23,099.87
Deferred Tax Assets (ThousandTHB)	N/A	1,522.81	1,821.80
Income Tax Receivable - Non-Current (ThousandTHB)	29,038.57	18,612.42	11,963.84
Other Non-Current Assets (ThousandTHB)	32,056.52	33,573.61	43,897.18
Advance Payment For Purchases Of Assets (ThousandTHB)	23,184.94	24,249.59	30,990.91
Other Non-Current Assets - Others (ThousandTHB)	8,871.58	9,324.02	12,906.27
Total Non-Current Assets (ThousandTHB)	2,027,706.14	2,188,406.50	2,216,322.07
Total Assets (ThousandTHB)	2,431,247.29	2,616,542.72	2,618,979.19

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Liabilities			
Bank Overdrafts And Short-Term Borrowings From Financial Institutions (ThousandTHB)	162,849.68	227,805.93	225,351.64
Trade And Other Payables - Current (ThousandTHB)	404,996.07	388,647.41	360,566.00
Current Portion Of Long-Term Debts (ThousandTHB)	80,180.00	104,172.00	65,452.00
Current Portion Of Long-Term Debts - Others (ThousandTHB)	80,180.00	104,172.00	65,452.00
Other Current Financial Liabilities (ThousandTHB)	254.39	N/A	645.81
Other Current Financial Liabilities - Others (ThousandTHB)	254.39	N/A	645.81
Contract Liabilities And Unearned Rental Income - Current (ThousandTHB)	73,536.63	78,131.28	80,435.42
Deferred Revenue - Others (ThousandTHB)	73,536.63	78,131.28	80,435.42
Current Portion Of Lease Liabilities (ThousandTHB)	56,401.54	35,987.98	34,726.76
Provisions For Employee Benefit Obligations - Current (ThousandTHB)	2,344.23	6,417.04	3,674.40
Income Tax Payable (ThousandTHB)	N/A	N/A	50.15
Other Current Liabilities (ThousandTHB)	23,345.73	23,738.46	27,150.40
Total Current Liabilities (ThousandTHB)	803,908.27	864,926.43	798,052.58
Non-Current Portion Of Long-Term Debts (ThousandTHB)	160,852.00	54,680.00	111,014.28

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Non-Current Portion Of Long-Term Debts - Others (ThousandTHB)	160,852.00	54,680.00	111,014.28
Non-Current Portion Of Lease Liabilities (ThousandTHB)	84,237.74	82,515.38	102,609.68
Other Non-Current Financial Liabilities (ThousandTHB)	N/A	211.44	1,995.96
Other Non-Current Financial Liabilities - Others (ThousandTHB)	N/A	211.44	1,995.96
Contract Liabilities And Unearned Rental Income - Non-Current (ThousandTHB)	44,889.59	46,357.39	45,913.91
Deferred Revenue - Others (ThousandTHB)	44,889.59	46,357.39	45,913.91
Long-Term Provisions (ThousandTHB)	37,788.38	27,959.09	24,036.05
Provisions For Employee Benefit Obligations - Non-Current (ThousandTHB)	82,384.42	82,194.09	86,894.66
Deferred Tax Liabilities (ThousandTHB)	46,260.50	92,835.76	96,648.92
Other Non-Current Liabilities (ThousandTHB)	10,327.98	18,710.02	29,212.42
Total Non-Current Liabilities (ThousandTHB)	466,740.61	405,463.16	498,325.88
Total Liabilities (ThousandTHB)	1,270,648.88	1,270,389.60	1,296,378.46

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Shareholders' equity			
Authorised Share Capital (ThousandTHB)	391,944.53	391,944.53	391,944.53
Authorised Ordinary Shares (ThousandTHB)	391,944.53	391,944.53	391,944.53
Issued And Paid-Up Share Capital (ThousandTHB)	391,944.42	391,944.42	391,944.42
Paid-Up Ordinary Shares (ThousandTHB)	391,944.42	391,944.42	391,944.42
Premium (Discount) On Share Capital (ThousandTHB)	149,420.56	149,420.56	149,420.56
Premium (Discount) On Ordinary Shares (ThousandTHB)	149,420.56	149,420.56	149,420.56
Retained Earnings (Deficits) (ThousandTHB)	113,940.90	150,290.78	128,818.22
Retained Earnings - Appropriated (ThousandTHB)	41,074.22	41,497.91	42,128.92
Legal And Statutory Reserves (ThousandTHB)	41,074.22	41,497.91	42,128.92
Retained Earnings (Deficits) - Unappropriated (ThousandTHB)	72,866.67	108,792.87	86,689.30
Other Components Of Equity (ThousandTHB)	387,615.44	525,461.94	519,931.56
Other Components Of Equity - Others (ThousandTHB)	387,615.44	525,461.94	519,931.56
Equity Attributable To Owners Of The Parent (ThousandTHB)	1,042,921.32	1,217,117.69	1,190,114.76
Non-Controlling Interests (ThousandTHB)	117,677.10	129,035.43	132,485.98
Total Equity (ThousandTHB)	1,160,598.42	1,346,153.13	1,322,600.74
Total Liabilities And Equity (ThousandTHB)	2,431,247.29	2,616,542.72	2,618,979.19

Summary of income statement

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Statement of Comprehensive Income			
Revenue From Operations (ThousandTHB)	1,986,947.17	2,096,399.30	1,971,453.80
Revenue From Sales (ThousandTHB)	1,729,504.10	1,818,738.90	1,681,073.08
Revenue From Rendering Services (ThousandTHB)	257,443.07	277,660.40	290,380.72
Interest And Dividend Income (ThousandTHB)	477.42	436.60	400.69
Other Income (ThousandTHB)	69,279.92	74,116.54	40,808.13
Total Revenue (ThousandTHB)	2,056,704.51	2,170,952.44	2,012,662.61
Costs (ThousandTHB)	1,288,487.04	1,361,114.06	1,289,184.35
Cost Of Sales (ThousandTHB)	1,100,910.07	1,162,718.77	1,073,307.23
Cost Of Rendering Services (ThousandTHB)	187,576.97	198,395.29	215,877.12
Selling And Administrative Expenses (ThousandTHB)	734,234.42	723,004.54	709,976.54
Selling Expenses (ThousandTHB)	468,457.30	439,820.94	402,355.83
Administrative Expenses (ThousandTHB)	265,777.13	283,183.60	307,620.72
Total Cost And Expenses (ThousandTHB)	2,022,721.46	2,084,118.60	1,999,160.89
Share Of Profit (Loss) From Investments Accounted For Using The Equity Method (ThousandTHB)	56.70	82.41	6.97
Other Gains (Losses) (ThousandTHB)	-69.98	-129.50	-2,641.77
Gains (Losses) On Hedge Accounting (ThousandTHB)	-69.98	-129.50	-2,641.77

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Profit (Loss) Before Finance Costs And Income Tax Expense (ThousandTHB)	33,969.77	86,786.75	10,866.92
Finance Costs (ThousandTHB)	22,248.94	21,698.44	22,696.61
Income Tax Expense (ThousandTHB)	2,057.92	11,676.83	4,097.37
Profit (Loss) For The Period From Continuing Operations (ThousandTHB)	9,662.91	53,411.48	-15,927.07
Net Profit (Loss) For The Period (ThousandTHB)	9,662.91	53,411.48	-15,927.07
Net Profit (Loss) For The Period / Profit (Loss) For The Period From Continuing Operations (ThousandTHB)	9,662.91	53,411.48	-15,927.07
Gains (Losses) From Changes In Revaluation Surplus (ThousandTHB)	26,752.52	139,977.54	233.40
Share Of Other Comprehensive Income (Expense) From Subsidiaries, Associates And Joint Ventures Accounted For Using The Equity Method That Will Not Be Subsequently Reclassified To Profit Or Loss (ThousandTHB)	598.35	-884.64	-1,805.44
Other Comprehensive Income (Expense) - Net Of Tax (ThousandTHB)	27,350.86	136,467.01	-1,572.04
Total Comprehensive Income (Expense) For The Period (ThousandTHB)	37,013.77	189,878.48	-17,499.10
Net Profit (Loss) Attributable To : Owners Of The Parent (ThousandTHB)	-2,945.90	36,054.68	-25,311.79
Net Profit (Loss) Attributable To : Non-Controlling Interests (ThousandTHB)	12,608.81	17,356.79	9,384.73

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Total Comprehensive Income (Expense) Attributable To : Owners Of The Parent (ThousandTHB)	10,753.16	174,196.37	-27,002.94
Total Comprehensive Income (Expense) Attributable To : Non-Controlling Interests (ThousandTHB)	26,260.62	15,682.11	9,503.83
Basic Earnings (Loss) Per Share (Baht/Share) (ThousandTHB)	-0.01	0.09	-0.06
EBITDA (ThousandTHB)	180,369.81	209,610.34	121,359.68
Operating Profit (ThousandTHB)	-35,774.29	12,280.70	-27,707.10
Normalize Profit (ThousandTHB)	9,732.89	53,540.98	-13,285.29

Summary of cash flow statement

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Cash flow statement			
Net Profit (Loss) Attributable To Owners Of The Parent For The Period (ThousandTHB)	9,662.91	53,411.48	-15,927.07
Depreciation And Amortisation (ThousandTHB)	146,400.03	122,823.59	110,492.76
Amortisation (ThousandTHB)	86,868.44	67,000.65	52,607.02
(Reversal Of) Expected Credit Losses (ThousandTHB)	1,528.56	1,111.85	-1,590.80
(Reversal Of) Loss From Diminution In Value Of Inventories (ThousandTHB)	-7,483.82	-21,945.21	-25,239.08
Share Of (Profit) Loss From Investments Accounted For Using The Equity Method (ThousandTHB)	N/A	N/A	-6.97
(Gains) Losses On Foreign Currency Exchange (ThousandTHB)	N/A	N/A	1,758.09
(Gains) Losses On Disposal Of Other Investments (ThousandTHB)	-207.52	-280.39	-195.94
(Gains) Losses On Fair Value Adjustments Of Investments (ThousandTHB)	N/A	N/A	0.10
(Gains) Losses On Disposal And Write-Off Of Fixed Assets (ThousandTHB)	-96.10	3,186.39	8,804.22
(Gains) Losses On Disposal Of Fixed Assets (ThousandTHB)	-487.57	226.20	1,782.14
Loss On Write-Off Of Fixed Assets (ThousandTHB)	391.47	2,960.19	7,022.09
(Reversal Of) Impairment Loss Of Other Assets (ThousandTHB)	-238.58	45.98	286.28

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Dividend And Interest Income (ThousandTHB)	-477.42	-436.60	-400.69
Interest Income (ThousandTHB)	-477.42	-436.60	-400.69
Finance Costs (ThousandTHB)	22,248.94	21,698.44	22,696.61
Income Tax Expense (ThousandTHB)	2,057.92	11,676.83	4,097.37
Employee Benefit Expenses (ThousandTHB)	8,193.79	9,036.69	8,806.88
Other Reconciliation Items (ThousandTHB)	-24,791.76	-4,190.30	6,277.68
Cash Flows From (Used In) Operations Before Changes In Operating Assets And Liabilities (ThousandTHB)	156,835.73	173,638.75	119,859.45
(Increase) Decrease In Trade And Other Receivables (ThousandTHB)	1,437.49	-12,325.53	15,320.87
(Increase) Decrease In Inventories (ThousandTHB)	-3,065.08	682.29	15,226.81
(Increase) Decrease In Other Operating Assets (ThousandTHB)	9,697.99	2,292.65	-8,403.05
Increase (Decrease) In Trade And Other Payables (ThousandTHB)	-37,000.10	-11,859.52	-32,984.66
Increase (Decrease) In Provisions For Employee Benefit Obligations (ThousandTHB)	-4,332.12	-3,133.94	-1,538.49
Increase (Decrease) In Other Operating Liabilities (ThousandTHB)	8,895.37	10,765.91	13,413.50
Cash Generated From (Used In) Operations (ThousandTHB)	132,469.27	160,060.61	120,894.45
Interest Paid (ThousandTHB)	-22,148.97	-21,631.10	-22,450.28
Income Tax (Paid) Received (ThousandTHB)	-1,467.17	8,368.63	5,246.83

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Net Cash From (Used In) Operating Activities (ThousandTHB)	108,853.13	146,798.14	103,690.99
Proceeds From Investment (ThousandTHB)	879,954.88	686,169.06	426,093.95
Purchase Of Investments (ThousandTHB)	-831,340.00	-673,990.00	-424,700.00
Proceeds From Disposal Of Fixed Assets (ThousandTHB)	1,936.29	354.07	265.37
Property, Plant And Equipment (ThousandTHB)	1,936.29	354.07	265.37
Payment For Purchase Of Fixed Assets (ThousandTHB)	-87,167.78	-68,150.10	-88,162.96
Property, Plant And Equipment (ThousandTHB)	-76,868.36	-49,760.88	-69,102.36
Intangible Assets (ThousandTHB)	-19.80	-212.00	-16,223.96
Right-Of-Use Assets (ThousandTHB)	-10,279.63	-18,177.22	-2,836.63
Dividend Received (ThousandTHB)	600.00	1,500.00	1,000.00
Interest Received (ThousandTHB)	477.42	436.60	400.69
Net Cash From (Used In) Investing Activities (ThousandTHB)	-37,702.82	-53,680.37	-85,102.95
Increase (Decrease) In Bank Overdrafts And Short-Term Borrowings - Financial Institutions (ThousandTHB)	12,849.68	4,956.25	5,830.29
Proceeds From Borrowings (ThousandTHB)	10,000.00	210,000.00	181,715.42
Proceeds From Short-Term Borrowings (ThousandTHB)	10,000.00	210,000.00	81,715.42

	THB		
	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Proceeds From Short-Term Borrowings - Financial Institutions (ThousandTHB)	10,000.00	210,000.00	81,715.42
Proceeds From Long-Term Borrowings (ThousandTHB)	N/A	N/A	100,000.00
Repayments On Borrowings (ThousandTHB)	-62,302.00	-232,180.00	-172,385.72
Repayments On Short-Term Borrowings (ThousandTHB)	N/A	-150,000.00	-90,000.00
Repayments On Short-Term Borrowings - Financial Institutions (ThousandTHB)	N/A	-150,000.00	-90,000.00
Repayments On Long-Term Borrowings (ThousandTHB)	-62,302.00	-82,180.00	-82,385.72
Repayments On Lease Liabilities (ThousandTHB)	-61,843.96	-54,937.59	-39,810.01
Dividend Paid (ThousandTHB)	-3,459.02	-4,323.78	-6,053.29
Net Cash From (Used In) Financing Activities (ThousandTHB)	-104,755.30	-76,485.12	-30,703.30
Net Increase (Decrease) In Cash And Cash Equivalent (ThousandTHB)	-33,604.98	16,632.66	-12,115.26
Cash And Cash Equivalents, Beginning Balance (ThousandTHB)	135,702.72	102,097.74	118,730.39
Cash And Cash Equivalents, Ending Balance (ThousandTHB)	102,097.74	118,730.39	106,615.13

Key financial ratios

	2022	2023	2024
Liquidity ratio			
Current ratio (times)	0.50	0.49	0.50
Quick ratio (times)	0.20	0.21	0.19
Cash flow liquidity ratio (times)	0.13	0.18	0.12
Average account receivable turnover (times)	18.52	19.26	20.83
Average collection period (days)	20.00	19.00	18.00
Average finish goods turnover (times)	2.75	3.05	3.03
Average finish goods turnover period (days)	133.00	120.00	121.00
Average inventory turnover (times)	5.22	5.43	4.93
Average inventory turnover period (days)	70.00	67.00	74.00
Average account payable turnover (times)	2.93	3.43	3.44
Average payment period (days)	124.00	106.00	106.00
Average cash cycle (days)	-34.00	-20.00	-14.00
Profitability ratio			
Gross profit margin (%)	35.15	35.07	34.61
Operating margin (%)	1.71	4.14	0.55
Other income to total income (%)	3.39	3.43	2.05
Cash from operation to operating profit (%)	320.00	169.15	954.19
Net profit margin (%)	-0.10	1.66	-1.26
Return on equity (ROE) (%)	-0.28	3.19	-2.10
Financial policy ratio			
Total debts to total equity (times)	1.09	0.94	0.98

	2022	2023	2024
Interest coverage ratio (times)	8.15	9.10	6.43
Interest bearing debt to EBITDA ratio (times)	5.15	2.78	5.87
Debt service coverage ratio (times)	0.12	0.20	0.19
Dividend payout ratio (%)	N/A	N/A	N/A
Efficiency ratio			
Return on asset (ROA) (%)	1.36	3.44	0.42
Return On Fixed Assets (%)	0.73	1.18	1.60
Asset turnover (times)	0.77	0.58	0.56

5. General information and other material facts

5.1 General information

General information

Securities registrar

Name of securities registrar : Thailand Securities Depository Co., Ltd.
Address/location : 93 Ratchadaphisek Road
Subdistrict : Din Daeng
District : Din Daeng
Province : Bangkok
Postcode : 10400
Telephone : 02-009-9000
Facsimile number : 02-009-9991

Auditing firm

Name of auditing firm* : DHARMNITI AUDITING COMPANY LIMITED
Address/location : 178 DHARMNITI BUILDING, 6TH-7TH FLOOR, SOI PERMSAP
(PRACHACHUEN 20) PRACHACHUEN ROAD, BANGSUE, BANGKOK
10800
Subdistrict : BANG SUE
District : BANG SUE
Province : Bangkok
Postcode : 10800
Telephone : +66 2596-0500EXT.327
Facsimile number : +66 2555 0665,+66 2596-0563
List of auditors : Miss NANNAPHAT WANNASOMBOON
License number : 7793

Legal advisor or manager under management agreement

Name of legal advisor / manager under management agreement No. 1

Name of legal advisor / manager under management agreement : Chuan and Associates Law Office
Address/location : 1153/44, Soi Ladprao 101
Subdistrict : Klongjun
District : Bangkapi
Province : Bangkok
Postcode : 10240
Telephone : 0 2731 5337 -38
Facsimile number : 0 2731 5759

5.2 Other material facts

5.2.1 Other information that may significantly influence investors' decision making

Other information that may influence investors' decision : No
making

5.2.2 Restrictions of foreign shareholders

Are there restrictions on foreign shareholders? : No

5.3 Legal disputes

Legal disputes

Is there any legal dispute? : No

5.4 Secondary market

Secondary market

Has the company's security been listed on a stock exchange in : No
another country?

5.5 Financial institution with regular contact (in case of debt securities offeror)

Financial institution with regular contact

Are there any debt securities offered? : No

Part 2 Corporate Governance

6. Corporate governance policy

6.1 Overview of the policy and guidelines

Overview of the policy and guidelines

Corporate governance policy and guidelines : Yes

The Board of Directors is aware of the importance of good corporate governance to increase transparency, competitiveness and confidence to the shareholders, the investors and the involved parties. So, it has prescribed in written format the policy on Good Corporate Governance and also revised and updated the policy on Good Corporate Governance and business ethics handbook that are suitable for the business environments and more international, by stipulating that the revision of Good Corporate Governance policy shall be made once a year.

The Board of Directors has prescribed the policy of good corporate governance as follows:

1. The Board of Directors, all management and staffs are determined to engage in practicing Good Corporate Governance in the Company and organize management structure that offers linkage between the Board of Directors, management, shareholders and stakeholders.
2. Shareholders will be treated with fairness and have their rights in access to information and available channel of communication with the Company.
3. The Board of Directors will facilitate all minority shareholders in permission to add number of minority shareholders' meeting prior to the date of shareholders' meeting, which also includes a clear guideline of practice.
4. The Board of Directors will engage in the release of business information with regards to finance and non-finance information adequately, reliably, timely, transparently, fairly to all shareholders, investors and Company's Stakeholders.
5. The Board of Directors will establish a unit in the Company to deal with shareholders, investors, auditing the business communication with good governance office.
6. The Board of Directors will promote the co-operation between the Company and the Stakeholders, and also determines the communication channel between them.
7. The Board of Directors may appoint other Committee(s) to consider the monitoring of task as suitable.
8. The Board of Directors has the role in determining the vision, mission, financial target, risk, work plan, and also monitor and control the work in accordance with the policy and plan as effectively prescribed.
9. The Board of Directors has the role in promoting the business ethics in written form and also promotes the activity that supports good ethical conduct of Directors, management, and staffs.
10. The Board of Directors will conduct the annual self-evaluation activity to create auditing framework of the Board of Directors.
11. The Board of Directors will organize a recruitment System for individuals who will be responsible for management position through transparent and sufficient process of selection.

For the Corporate Good Governance Policy and Business Ethics Policy, please search and view the information from Investor Relations website (<http://corporate.se-ed.com>).

Reference link for the full version of corporate governance : [http://corporate.se-ed.com/en/corporate-governance/policy and guidelines](http://corporate.se-ed.com/en/corporate-governance/policy-and-guidelines)

6.1.1 Policy and guidelines related to the board of directors

Are there policy and guidelines related to the board of directors : Yes

Guidelines related to the board of directors : Nomination of directors, Determination of director remuneration, Independence of the board of directors from the management, Director development, Board performance evaluation, Corporate governance of subsidiaries and associated companies, Other guidelines regarding the board of directors

Nomination of directors

Director Recruitment

The Recruitment & Remuneration Committee to determine selection criteria of an appropriate individual in accordance with the Company policy to be nominated as the Director or Sub-committees, according to the Company's rules and regulations, the Company needs a minimum of 5 members in the Board of Directors, no less than three fourth of the members must have Thai citizenship, and no less than half of the members have a residence in the Kingdom of Thailand. The selection process must be based on both consideration of the director pool and on the board skill matrix, which set up to encourage diversity in not only sexes, but also knowledge, ability, experience, leadership and vision in the Company. Furthermore, any crucial skills that the existing Board of Directors misses will be considered in selecting. The qualifications of the Board of Directors must be in line with the Company's business strategies while the selection process must be transparent. The director recruitment process is as follows:

1. The Recruitment & Remuneration Committee determine the structure, size and constituents of the Board of Directors, and stipulate the quality of Directors to be replaced in terms of overall knowledge, experience, and expertise in compliance with the element and quality stated in the related laws/regulations.
2. The Recruitment & Remuneration Committee determine the method of nominating qualified candidates, including the procedure of nominating the qualified candidates in advanced from the minor shareholders. Shareholders can submit the name of a qualified candidate in advance, at least 3 months prior to the last date of the fiscal year. Shareholders will receive information from Stock Exchange of Thailand, the investor relation website of the company, and other investors' websites on which a nomination form will be available.
3. The Recruitment and Remuneration Committees begin the search and consider the name of suitable candidates for Directors.
4. The Recruitment & Remuneration Committee select the best candidate to be Directors and the recruitment result and nominate the name of the person who is judged as the best candidate to be the Company's Director, together with the reasons and propose to the Board of Directors through the Company's secretary.
5. The Board of Directors considers the selection of suitable candidates who possess the right quality as proposed by the Recruitment and Remuneration Committee and present the candidate in the shareholder's meeting for consideration.

Election of Directors in Annual General Meeting

As for the Directors' vote, the shareholder's meeting will elect Directors, whereby each shareholder has an equal voting right of 1 share per vote.

The recruitment of each director must receive more than half of the number of votes from the present shareholders with the rights to vote.

In voting for the Directors, the vote to elect a Director must be voted one Director at a time.

Persons who receive the maximum number of votes that are ranged according to the order of each candidates' score received from the vote will be elected as Directors, with the number of Directors equal to the number of Directors needed at the time of election. If too many candidates receive equal votes, they will draw for the raffle ticket to determine final selection.

Directors are not allowed to operate in any other business, or to become partners or shareholders in another company that operates in the same business and compete with the Company, unless they have informed in the shareholders' meeting prior to the appointment.

Directors must inform the Company immediately if he or she benefits from the contract signed with the Company, or from their decrement and increment of bonds and shares of the Company and affiliates companies.

At general annual meetings, one-third of Directors will be retired. If the number of Directors cannot be divided into three equal parts, the number of retirements may be calculated to the nearest one-third.

Determination of director remuneration

Compensation for the Company's Directors

The compensation for Directors and Executives, the Board of Directors has appointed the Recruitment & Remuneration Committee to consider the appropriateness and responsibility of each director and executives, circumstance, economic environment, and relative compliance with other business within a similar industry. Moreover, the Recruitment & Remuneration Committee had proposed the remuneration policy and guidelines for considering the remuneration rate for each committee and propose to the general shareholders' meeting to review and approve annually. However, the compensation of the Director of the Board of Directors, Sub-committee to the board has already been approved at the shareholder's general meeting.

(a) Cash Compensation:

The salary compensation consists of

- Chairman of the Board: 25,000 Baht per month.
- Director and Independent Director: 15,000 Baht per month.

Meeting allowances are only for those directors who attend the meeting. However, in the Board of Directors or Sub-committee of the Board of Directors meeting, both committee may decide not to receive the allowance in a particular meeting, which depends upon the judgment and collective decision of both committee.

- Meeting allowance for the Chairman of the Board of Directors 20,000 Baht/person per time.
- Meeting allowance for Directors 10,000 Baht/person per time.
- Meeting allowance for the Chairman of Sub-committee 10,000 Baht/person per time.
- Meeting allowance for Sub-committee 7,000 Baht/person per time.
- Executive Director will not receive the directors' compensation which are position allowance, directors' meeting allowance, and directors' bonuses.

(b) Other Compensations

-None-

Independence of the board of directors from the management

Chairman of the Board and Managing Director's Role

Position Combination or Separation: The Company has made this a policy that the Chairman of the Board of Directors shall not be the same individual who positions as the managing director, to ensure the check and balance and, so, made reviewing of work more transparent.

The Chairman of the Board of Directors comes as independent Director and is the leader and meeting moderator who controls the flow of the Board of Directors' meeting in effective and efficient manner. In each meeting, all Directors are urged to actively participate, as well as raising essential questions. Directors also occasionally meet to advice and help the business management with the managing director. At the same time, the Board is to stay away from routine day-to-day operations or business activities responsible by management, where the managing director is the head of the management team. The Board of Directors has authorized the managing director or the authorized person to sign in binding document as has been directly authorized. The Managing director then effectively authorizes and empowers the high executives with the tasks which are clearly marked in term of line of duty and responsibility. Therefore, the authority and role of the Board and that of the management are clearly defined and separated.

Director development

Directors' Development

The Company understands the importance of Directors' development. The Board of Directors has specified in the principle of Corporate Good Governance that the Company will promote and facilitate a continuity of training of Directors from supervisory units, where the Board of Directors appointed the Company's secretary to be the coordinator with the Directors in keeping them informed about the training courses and seminars.

Orientation for New Directors in the Board: The Board of Directors appointed the Company's secretary to brief all related information to the new directors through the director's handbook which has been prepared and submitted to directors to be used as a complete and up-to-date reference and also arranged a visitation of the Company's business operation, facilitating a better understanding of the Company's business.

Inside the Director's handbook, a comprehensive briefing of all contents relating to the Company and data deemed important to the Directors are all included, for instance: History of the Company, Organization structure, Company's businesses, Company's regulation, the Board meeting, principle of Corporate Governance, ethics for directors, executives, and staffs, related item, the release of stockholding, related rules, etc.

Board performance evaluation

Board of Directors' Performance Evaluation

The Board of Directors arranged an annual self-evaluation session of the performance for individual, group, sub-committees, and

Managing Director, evaluation to permit the Directors to reconsider the past works, problems, and difficulties that each faced during the past year to understand the need to improve or correct to increase the work performance by evaluation the result of work in aggregate view, by using evaluation guidelines recommended by the Stock Exchange of Thailand, but readjusted the format slightly to best suit the Company's business environment and use the evaluation result - in chart format - to review and revise, so as to increase work efficiency.

Evaluation criteria with this, the assessment as referred to 6 topics, such as (1) the structure and qualifications of the Board of Directors, (2) duty and responsibility of the Board of Directors, (3) the Board of Directors' meeting, (4) performance of Directors, (5) relationships with the management, (6) self-development of Directors and management development.

Evaluation Process, the Board of Directors had assigned the Company Secretary to send assessment forms to the Board of Directors, Sub-committees, and Managing Director, and to collect them back to summarize the results and report to the Board of Directors' meeting annually.

Corporate governance of subsidiaries and associated companies

Policy for the Company's Directors and Executives in other firms

The Board of Directors has established a policy to hold a position in other companies that are listed on the Stock Exchange of Thailand for not more than 5 companies.

Moreover, The Board of Directors stipulated that the managing director and high executives can also hold the posts of Director in other companies as seen necessary and does not affect the duty and responsibility of the Company but must be approved by the Board of Directors or Authorized person.

Other guidelines related to the board of directors

Compliance with good corporate governance principles in others

Compliance with good corporate governance principles in others

The Company is committed to doing the right things as a guideline for business of all the Directors and employees. The Company has announced the enforcement of business and employee ethics for the Directors, the executives and all the employees to uphold as guideline in performing according to duty with loyalty, honesty and justice. In addition, this also includes conduct with the Company and vested interests, the public and society. The Company has assigned the internal audit and investor relations section to continuously follow up on compliance with ethics, and prescribes disciplinary actions in case of violations.

The Board of Directors has confidence that a good corporate governance process can help to promote the operations of the Company, and is the heart of achieving the fundamental objective to optimize value for the shareholders. The values the Company aims and expects for all the Directors and employees to do in all missions are:

- Giving highest priority to building satisfaction for customers
- Having confidence in working together
- Dedication towards work with virtue and professionalism
- Upholding the principles of good procedure and discipline
- Readily responding to all uneventful situations

The Board of Directors understands the business operation, the responsibility to the Stakeholders, staff, environment and society. The Board has prepared the spread of business ethics, policies on social and environmental issues through several communication channels such as the public relation activities and staff's meetings. It also includes the follow up on the ethical conduct of business and stipulates the penalty measures.

6.1.2 Policy and guidelines related to shareholders and stakeholders

Are there policy and guidelines and measures related to : Yes
shareholders and stakeholders

Guidelines and measures related to shareholders and : Shareholders, Employee, Customer, Business competitors, Suppliers,
stakeholders Creditors, Community and society

Shareholders

The Company determines to operate in the business with honesty, direct, and verifiable, by adhering to the sustainable business development, with continuous average growth that is higher than industry average. It is committed to be a role model Company and can generate satisfied return on investment in long term.

Employee

The Company will support the working development and promote staff happiness.

Customer

The Company determines to produce products and appropriate services at the right price and is also satisfied by customers.

Business competitors

The Company will treat all competitors under the rule of laws for proper conduct of business competition and will not attempt to damage the name and goodwill of competitors by wrongful accusation.

Suppliers

The Company will treat all business partners with fairness and equality on the basis of mutual benefit between the two parties.

Creditors

The Company promises to strictly abide by the contracts or condition agreed and promptly notify the partners if the agreements cannot be honored in order to find a reasonable remedy.

Community and society

The Company will focus on the important of knowledge development to the children and society by strictly abided by the Company's aspiration

6.2 Business code of conduct

Business code of conduct

Business code of conduct : Yes

Code of Conduct

The Company is committed to doing the right things as a guideline for business of all the Directors and employees. The Company has announced the enforcement of business and employee ethics for the Directors, the executives and all the employees to uphold as guideline in performing according to duty with loyalty, honesty and justice.

In addition, this also includes conduct with the Company and vested interests, the public and society. The Company has assigned the Internal Audit and Investor Relations Department to continuously follow up on compliance with ethics, and prescribes disciplinary actions in case of violations.

Policy and guidelines related to business code of conduct : <http://corporate.se-ed.com/en/corporate-governance/>

Page number of the reference link : 28-37

Policy and guidelines related to business code of conduct

Guidelines related to business code of conduct : Prevention of conflicts of interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Preventing the misuse of inside information, Gift giving or receiving, entertainment, or business hospitality, Environmental management, Human rights, Safety and occupational health at work

Prevention of conflicts of interest

Items that may have conflict of interest

The Company's Board of Directors carefully monitor to avoid any conflict of interest that may arise and also look into the related items, by stipulating in the policy and steps of approval for each item in written notice. Moreover, the Audit Committee proposes to the Company regarding the items that could cause conflict of interest. The Company's Board of Directors has been particularly careful when consideration is made, in accordance with criteria stipulated by stock exchange through the determination of price and condition as if such items are dealt with the outsiders (Fair and at Arms' Length) and disclose the inter-related items which are significant, item value, counterparty, reason/necessity in annual information disclosure report.

The Board of Directors approved the principles and suggestion of Securities and Exchange Commission in accordance with the Section 89/12 (1) of Securities and Exchange Act (No.4) B.E. 2551 to allow the company management to enter in to any business transaction between the Company and its subsidiaries and directors, executives or related persons. The transaction with the same commercial terms as those an ordinary person would agree with any unrelated counterparty under the similar circumstances, on the basis of business negotiation which is without any influences directly resulted from the company's positions of director, executive, or related person. However, the Board of Directors has assigned the Audit Committee the task to present the items which may pose a conflict of interest and any related items for the transaction over 2 million Baht per quarter and reports it directly to the Board of Directors to acknowledge in a quarterly basis.

In the past year, the Company did not find any actions that violate the conflict of interest policy.

In the meeting of Board of Directors, should the Directors have interest in the decision, the Chairman of the Board will request for Directors to abide to the regulation and have the Director informed to the meeting and is asked not to vote or voice opinion for the matter.

Anti-corruption

Corruption-connected Protection

The Company has intention to operate its business transparently and legally in order to be one of the exemplar companies in Thailand. To align with corporate governance (CG), the Company pledged not to participate or support any kinds of corruption. Further, the Company not only supports every employee to live and behave legally as a good citizen of Thailand, but also supports its business partners to operate their businesses transparently and legally. By this, the Company created the network of cooperation in industrial level to develop business procedures transparently and legally. Since the Company is truly aware that

corruption is the great obstacle in developing the country and national security, its anti-corruption policy in writing is launched to be guidance in its operating businesses.

Anti-Corruption Policy

The Directors and employees of the Company are prohibited to engage in any kinds or any forms of corruption in every business activities both directly and indirectly. In case of charity, business gifts exchange or sponsor, the Company must operate it transparently without intentions to exchange of reciprocal benefits or to convince the government officers or private units to operate inappropriately. By this, the Company has thoroughly defined the procedures against corruption with a mean to regularly review these procedures in order to be consistent with changes in business, rules, regulations, and law.

Anti-Corruption Operation

The Company gives emphasis on carrying out the anti-corruption policy. In 2012 the Company avowed to join the Collective Action Coalition against Corruption (CAC) and always sends its staff to join the anti-corruption trainings in order to improve the knowledge about the issue, and the Company was certified to be a member of the Private Sector Collective Action Coalition against Corruption Council as of August 18, 2017 by the Thai Institute of Directors (IOD) up to now.

In 2024, the Company renewed of a member of the Private Sector Collective Action Coalition against Corruption Council as of June 30, 2024, the Punishment Measure is also strictly implemented against the executives and the employees involving in internal fraud, bribery, and corruption. In addition, the Fraud and Corruption Assessment is annually conducted and the result is presented to the Audit Committee and the board committee respectively. The principles are also emphasized through training and meetings to ensure that every employee is aware of the importance of honesty.

In addition, the Board of Directors also determines the communication channel with the independent Directors via postal mail or email to permit reporting channels and suggestions so that instruction on the information examination process can be made.

Whistleblowing and Protection of Whistleblowers

For the report on any illegal activity

The Board of Directors also provides procedures and a channel of copyright infringement and appeal, by post and email:

Registered mails:

Independent Directors, SE-EDUCATION Public Co., Ltd.
1858/87-90, Interlink Tower Bangna Building, 19th Floor,
Debaratna Road, Bangna Tai, Bangna, Bangkok, Thailand. ZIP code 10260

E-mail: ld@se-ed.com

Employees own rights to directly inform and report corruption, code of conduct violation, and rights abuse to the directors, or their secretary, or to a department that has set up to be responsible for it. Employees are also able to express and share their opinion and suggestion about the operation of the Company. However, the Company has already set up the Department of Internal Audit and Investor Relations that is responsible for receiving all complaints from employees. Besides, employees also directly send a complaint e-mail to the Independent Directors. Every complaint and suggestion will be decided on a case-by-case basis. All complaint and those who complain will be entirely secured, therefore, there is no harm or effect on them.

Preventing the misuse of inside information

Supervision on the of insider information

The monitoring of policy and measures are in written format with respect to the Good Corporate Governance and handbook for the Board of Directors which has already been discussed in the Board and Executive meeting. The top management of the Company have also been informed about the announcement of Securities and Exchange Commission which stated that the management (including the spouse and minor children - or, in other words, not yet 20 years of age) must report the change of stock ownership to the Securities and Exchange Commission as stipulated in the law called Securities and Exchange Commission Act B.E. 2535 in the section 59 within 3 days after the change of ownership of Securities taken place, and also report to the Company's secretary to report to the Board of Directors for acknowledgement. Moreover, the management in the meeting has also been informed about the penalty imposed upon those who violate the laws.

The Company has the policy that sets the guideline for the practice of Good Corporate Governance, ethical practices of the Board of Directors, including the regulation that prohibit the staff from taking the Company's document or information for personal

use, or bring outside the Company, without asking for permission. This also includes exposure of financial documents or other related documents for outsiders, and also prohibits the trading activity within 1 month prior to public release of financial information. If done so, the act can be considered 'misconduct' to the Company's rule of conducts. Should the management or staff violate such rules of conduct, the penalty can be ranged from warning, fine, work suspension, work without pay or job termination.

In the past year, the Internal Audit Department had emailed to notify relevant employees about the Policy on the use of inside information and prohibit employees and executives from trading the Company's securities in the period of one month before the financial statements or other information are released to the public. However, There was no related director, executive, or employee involved in any trading of the Company's shares during the prohibited period.

Gift giving or receiving, entertainment, or business hospitality

Gifts and receptions

Employees shall avoid the receptions and giving/taking too expensive gifts or too often, except for a business reception to maintain the good business partnerships which are essential in conducting businesses. Employees can give and take gifts in the following conditions:

- (1) Not intended for domination, induction, or reward to gain any advantages through inappropriate acts, or an exchange clearly or latently in order to obtain helps or benefits.
- (2) According to relevant laws.
- (3) Openly give the gifts in the name of the Company, not on behalf of the employee and not concealed.
- (4) Appropriate to the situation, such as giving a present during important festivals or traditions, for example, Songkran and Chinese New Year.
- (5) Types and values are suitable and in the right time, for example, in case of the Company were holding bidding; employees must not accept gifts or receptions from the Companies joined the said bidding.

Environmental management

Ethical Responsibility towards Society and Environment

The executives and employees will strictly follow the below guidelines:

1. To endeavor to support the education of young people and general public.
2. To instill the awareness of social and environmental responsibility into every employee.
3. To encourage efficient use of powers and resources.

Human rights

SE-EDUCATION PUBLIC COMPANY LIMITED is aware that every employee has possessed the human value. The Company pledges to respect the honor of every employee and guarantees that everyone will have the rights and freedom to work in a clean and safe workplace, be free from any form of harassment and suppression. The company will also encourage the employees to express their potential and individual value that will be a part of the organization's continuous and sustainable growth. There are 3 aspects of the human rights that the Company is determined to maintain:

Number 1 : Respect

It is important that every employee is safe in the workplace and from any form of harassment and suppression. Every employee has rights and freedom at work as long as it complies with the Company's rules and regulations and does not affect the rights and freedom of other employees.

Number 2 : Equality

An equal opportunity must be offered despite the nationality, skin color, religion, sex, family, sexual orientation or disability.

Number 3 : Work Honor

The working atmosphere must be humane, healthy, safe, and without unfair labor practice and child labor. Therefore, the

executives and employees must strictly follow the below guidelines:

1. The Company will use honesty and sincerity in managing payments, welfares, benefits, and other conditions for employees. The Company will respect the employees' rights to form a creative group, accessibility to information that they are entitled to be aware of, the rights to suggest changes and improvement in the organization, the rights to file a complaint against an unjust act. These rights remain under the rules and regulations of the Company and must not affect the rights and freedom of other employees.
2. The Company will not practice any unjust labor, child labor and illegal labor. The Company will provide suitable working hours, requirements, equipment and safe workplace to employees and will strictly abide by the laws.
3. Company will not tolerate sexual harassment and suppression within the Company.
4. The Company will not tolerate favoritism and will ensure that every employee of any nationality, skin color, religion, sex, family, sexual orientation and disability receives an equal opportunity and benefits from the Company. Every employee is encouraged to participate in the Company's activities and express their potential that will be a part of the organization's continuous and sustainable growth.
5. The Company will endeavor to strictly follow the laws about employment, labor protection and welfare to ensure that the employment is just and fair.
6. The Company will invest reasonable effort to encourage and support its business partners to respect the human rights and abide by the laws involving employment, labor protection and welfare in their business operation.

Safety and occupational health at work

SE-EDUCATION PUBLIC COMPANY LIMITED is aware that safety and sanitation of employees is important because employees are valuable resources and vital contribution to the growth and competitiveness. Therefore, the Company is resolved to provide safe and hygienic conditions in the workplace by establish the following policies:

1. The Company considers that safety in the workplace is the responsibility of every employees in the organization to fulfill together.
2. The Company will support and encourage the improvement around the workplace and put in place guidelines to help employees to work in safe and hygienic conditions.
3. The Company will provide sufficient and operative protection equipment.
4. The Company will support and encourage any activities to educate and instill positive attitudes and understanding about safety into employees.
5. Supervisors of every level need to be a good role model and a leader in strictly creating safety in the workplace.
6. Every employee need to corporate with the Company and participate in any safety or sanitation projects. Every employee is encouraged to offer opinions and comments regarding the improvement and safe operations in the workplace.
7. The Company will continue to follow and evaluate the safety in the workplace to ensure that the safety and sanitation policy is strictly followed and that a proper prevention measure or remedy is set up to guarantee safety in the workplace. There has to be a concrete follow-up plan to make sure that such measure or remedy is efficiently implemented.
8. The Company will not ignore any accident or harmful situation that may affect the employee's safety and sanitation. The Company will promptly provide help and support for employees who safety and sanitation is jeopardized while an investigation will immediately take place to make sure the cause of the situation is discovered and remedied to prevent it from recurring.

Promotion of compliance with the business code of conduct

Promotion for the board of directors, executives, and : Yes
employees to comply with the business code of conduct

Reference link for the process of promotion for the board of directors, executives, and employees to comply with the business code of conduct : <http://corporate.se-ed.com/en/corporate-governance/>
Page number of the reference link : 28-37

Participation in anti-corruption networks

Participation or declaration of intent to join anti-corruption networks : Yes
Anti-corruption networks or projects the company has joined or declared intent to join : Thai Private Sector Collective Action Against Corruption (CAC)
CAC membership certification status : Certified

6.3 Material changes and developments in policy and corporate governance system over the past year

6.3.1 Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors' charter

In the past year, did the company review the corporate governance policy and guidelines, or board of directors' charter : Yes

Material changes and developments in policy and guidelines over the past year : No

6.3.2 Implementation of the CG Code for listed companies

Implementation of the CG Code as prescribed by the SEC : Mostly used in practice

Monitoring of compliance with the corporate governance policy and guidelines

Disclosure and Transparency

The Board of Directors has a policy of the Company as a role model in operating on the basis of transparency, verifiable, adequate disclosure of information for all parties concerned, monitoring to ensure the disclosure of accurate information with trustworthiness, completeness, timeliness, and equal access of information to everyone.

The Board of Directors has a policy for the directors with potential of conflicts of interest to report the ownership of assets of the directors, spouses and minor children annually.

The Board of Directors has a policy for related transactions by allowing transactions with conventional conditions. As for transactions between the Company and its subsidiary with the directors, the executives or related parties, the transaction agreements must be what a reasonable man should achieve with any ordinary contract partner in the same situation. Any negotiation must be without influence from the directorship status or the status of an executive or a related party. The Board of Directors assigns the Audit Committee to investigate any transaction with potential conflicts of interest or any related transaction that is worth more than 2 million Baht per quarter and report to the Board of Directors' meeting in every quarter.

The Board of Directors is responsible for the financial statements of the Company and financial information, appeared in the annual report. The financial statements are prepared according to generally accepted accounting principles in Thailand, using the accounting policy that is suitable as practice regularly and with careful discretion together with the best projections in the preparations, including disclosure of important data adequately in the added notice section supplementing the financial statements.

The Board has provided and maintained all necessary requirement of the internal audit with effectiveness, to ascertain with rationality that the accounting records are correct, complete and sufficient to maintain the assets and to learn of any weakness so that any significant irregularity can be prevented.

The Board of Directors of SE-EDUCATION Public Co., Ltd has appointed the Audit Committee consisting of non-management Directors to supervise the quality of the financial report and internal control, as well as the opinions of the Audit Committee regarding this issue. Comments concerning this matter appear in the report of the Audit Committee. The Board of Directors considers overall internal control of control of SE-EDUCATION Public Co., Ltd. to be satisfactory, and is trustworthy for the reliability of the financial statement of SE-EDUCATION Public Co., Ltd. as on December 31, 2024.

Relations with Investors The Board of Directors is aware that data concerning the Company's finance and non-finance aspects all play certain roles in the investor's decision-making process and vested interests. It therefore ensured that the management who has implemented matters concerning disclosure of data was complete, accurate, reliable, consistent, timely, and equal to that which the management has always given priority and upheld all along.

In disclosing important information of the Company both financial and non-financial, the Company used the Stock Exchange of Thailand as a channel. Moreover, the Company also discloses the information through the Company's investor relation website both in Thai and English, for example, Basic information about the Company, annual report, annual information disclosure report,

financial ratios, historical data on dividends payout, shareholders and investors information dissemination, and non-monetary information such as, Corporate Governance policy, public relation - this information is always updated on a continual basis, in 2024 have no local investor and foreign investor asked to meet up the management.

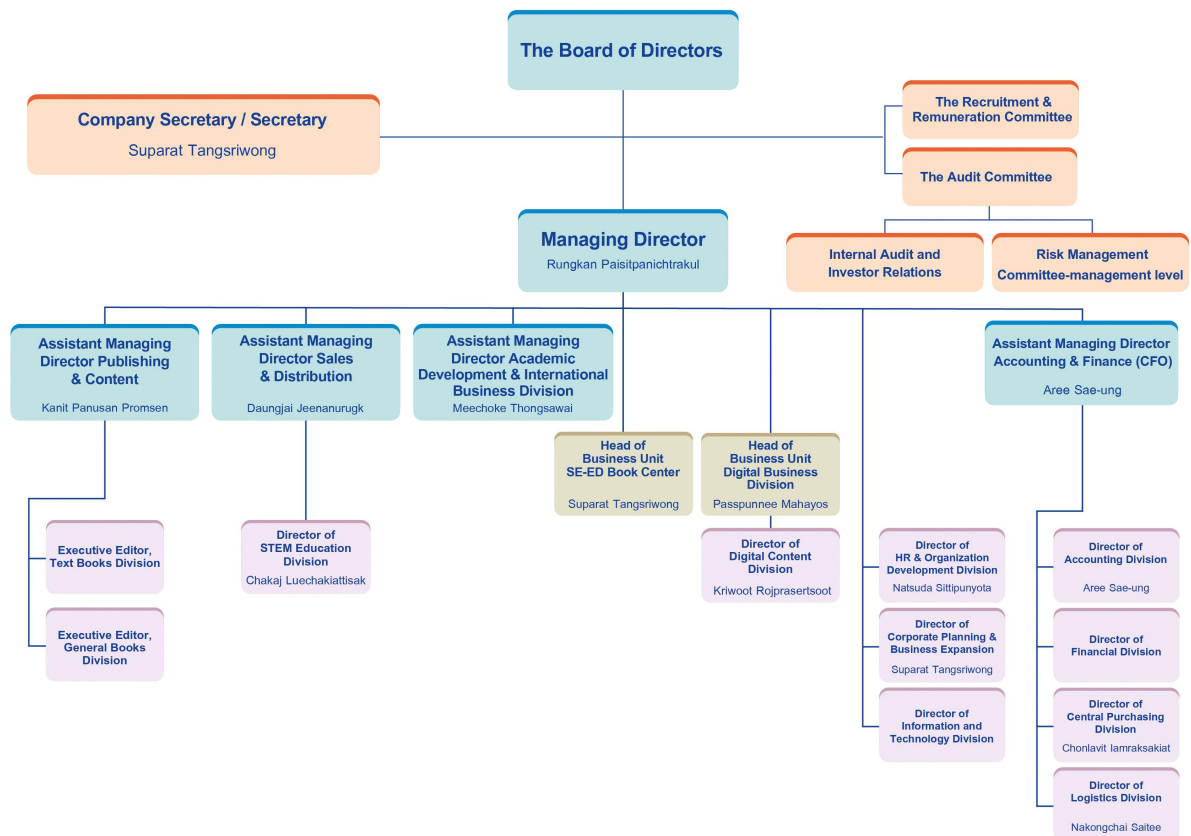
7. Corporate governance structure and significant information related to the board of directors, subcommittees, executives, employees, and others

7.1 Corporate governance structure

Corporate governance structure diagram

Corporate governance structure as of date : 31 December 2024

Corporate governance structure diagram



7.2 Information on the board of directors

7.2.1 Composition of the board of directors

	Number (persons)	Percent (%)
Total directors	10	100.00
Male directors	9	90.00
Female directors	1	10.00
Executive directors	1	10.00
Non-executive directors	9	90.00
Independent directors	5	50.00
Non-executive directors who have no position in independent directors	4	40.00

7.2.2 The information on each director and controlling person

List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Mr. KASEMSANT WEERAKUN Gender: Male Age : 61 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years ^(*) : Doesn't Have DAP course : Yes DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Chairman of the board of directors (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	9 Nov 2018	Leadership, Sustainability, Marketing, Change Management, Strategic Management
<p>2. Mr. THANONG CHOTISORAYUTH Gender: Male Age : 71 years Highest level of education : Honorary degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years ^(*) : Doesn't Have DAP course : No DCP course : Yes</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	1 Jan 1993	Paper & Printing Materials, Strategic Management, Change Management, Corporate Social Responsibility, Media & Publishing

List of directors	Position	First appointment date of director	Skills and expertise
<p>3. Mr. YUEN POOVARAWAN</p> <p>Gender: Male</p> <p>Age : 74 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Engineering</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 1,843,538 Shares (0.470357 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 1,080,686 Shares (0.275724 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	1 Jan 1993	Strategic Management, IT Management, Electronic Components, Engineering, Media & Publishing
<p>4. Mr. PRAVIT TANTIWASINCHAI</p> <p>Gender: Male</p> <p>Age : 68 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	12 May 2005	Audit, Finance, Accounting

List of directors	Position	First appointment date of director	Skills and expertise
<p>5. Mr. KACHEN BENJAKUL</p> <p>Gender: Male</p> <p>Age : 47 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Economics</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 464,640 Shares (0.118547 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 8,591 Shares (0.002192 %) 	<p>Director</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	28 Jun 2005	Human Resource Management, Finance, Economics, Accounting, Property Fund & REITs
<p>6. Mr. PHAIRAT SITTAKUL</p> <p>Gender: Male</p> <p>Age : 75 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Engineering</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 2,910,310 Shares (0.742531 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 5,141,188 Shares (1.311714 %) 	<p>Director</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	1 Jan 1993	Strategic Management, Electronic Components, Energy & Utilities, Engineering, Corporate Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>7. Mr. WUTTHIPHUM JURANGKOOL</p> <p>Gender: Male</p> <p>Age : 45 years</p> <p>Highest level of education : Honorary degree</p> <p>Study field of the highest level of education : Educational Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 51,645,712 Shares (13.176795 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	26 Feb 2015	Finance, Strategic Management, Budgeting, Governance/ Compliance, Leadership
<p>8. Mr. WORAPOTE CHUTCHAIKULSIRI</p> <p>Gender: Male</p> <p>Age : 65 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	5 Jul 2019	Risk Management, Corporate Management, Finance, Paper & Printing Materials, Corporate Social Responsibility

List of directors	Position	First appointment date of director	Skills and expertise
<p>9. Ms. TIPPAWAN PINVANICHKUL</p> <p>Gender: Female</p> <p>Age : 58 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	16 Aug 2019	Internal Control, Banking, Accounting, Corporate Social Responsibility, Audit
<p>10. Mr. RUNGKAN PAISITPANICHTRAKUL</p> <p>Gender: Male</p> <p>Age : 48 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years ^(*) : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 2,000,000 Shares (0.510276 %) • Shareholding by persons related to directors, executives according to Section 59 ^(**) : 0 Shares (0.000000 %) 	<p>Director</p> <p>(Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	16 Aug 2019	Corporate Management, Project Management, Media & Publishing, Human Resource Management, Leadership

Additional explanation :

(*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(**) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the company's certificate of registration
1. Mr. KASEMSANT WEERAKUN	Chairman of the board of directors		✓	✓		✓
2. Mr. THANONG CHOTISORAYUTH	Director		✓		✓	
3. Mr. YUEN POOVARAWAN	Director		✓		✓	
4. Mr. PRAVIT TANTIWASINCHAI	Director		✓	✓		
5. Mr. KACHEN BENJAKUL	Director		✓	✓		
6. Mr. PHAIRAT SITTAJUL	Director		✓		✓	
7. Mr. WUTTHIPHUM JURANGKOOL	Director		✓		✓	✓
8. Mr. WORAPOTE CHUTCHAIKULSIRI	Director		✓	✓		
9. Ms. TIPPAWAN PINVANICHKUL	Director		✓	✓		
10. Mr. RUNGKAN PAISITPANICHTRAKUL	Director	✓				✓
Total (persons)		1	9	5	4	3

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Economics	1	10.00
2. Banking	1	10.00
3. Paper & Printing Materials	2	20.00
4. Property Fund & REITs	1	10.00
5. Energy & Utilities	1	10.00
6. Media & Publishing	3	30.00
7. Electronic Components	2	20.00
8. Marketing	1	10.00
9. Accounting	3	30.00
10. Finance	4	40.00

Skills and expertise	Number (persons)	Percent (%)
11. Corporate Social Responsibility	3	30.00
12. Human Resource Management	2	20.00
13. Sustainability	1	10.00
14. IT Management	1	10.00
15. Project Management	1	10.00
16. Corporate Management	3	30.00
17. Engineering	2	20.00
18. Change Management	2	20.00
19. Leadership	3	30.00
20. Strategic Management	5	50.00
21. Risk Management	1	10.00
22. Audit	2	20.00
23. Internal Control	1	10.00
24. Budgeting	1	10.00
25. Governance/ Compliance	1	10.00

Information about the other directors

- The chairman of the board and the highest-ranking executive : No
are from the same person
- The chairman of the board is an independent director : Yes
- The chairman of the board and the highest-ranking executive : No
are from the same family
- Chairman is a member of the executive board or taskforce : No
- The company appoints at least one independent director to : No
determine the agenda of the board of directors' meeting

The measures for balancing the power between the board of directors and the Management

- The measures for balancing the power between the board of : No
directors and the Management

7.2.3 Information on the roles and duties of the board of directors

Board charter : Yes

Scope of Duties of the Board of Directors: The Board of Directors has duties to make decisions and supervise the operation of the Company as follows:

1. To determine the vision, mission, and strategy of the Company that includes the objective and financial target to support the stability, balance and sustainable benefit for all elements concerned. This also includes the continuous value adding to the shareholder.
2. To practice according to the laws, stipulations, and regulations associated with business activity and also shareholders' resolution, so that the Company's business interest will be maintained as to not result in conflict of interest which may affect the interested groups.

3. To determine the management guideline and overall risk management, as effective risk management procedure may be realized.
4. To assign the task of reports on financial status and ensure the openness, clarity, transparency, and reliability of such reports in accordance with the rules related to each department.
5. To supervise on the suitable communication channels between the Company and the shareholders and also the interested groups.
6. To ensure the availability of the suitable system or mechanism of executives' remunerations, creating a proper work incentive.
7. To approve budgets for the financial activity such as budgets for stock investments and loans, that will not result in the conflicts of interest toward any Committee member. With exception, the following matters are required for the Committees to have approval from the shareholders' meeting prior to undertaking the plan.
 1. Issues prescribed by law have to be approved for the resolution of general shareholders.
 2. Issue of related-party transactions with the value of items needed to be approved from the resolution of general shareholders according to the regulation or promulgation of the Stock Exchange of Thailand about related-party transaction of listed companies.
 3. Issue of buying or selling significant assets with the value needed to be approved from the resolution of general shareholders according to the regulation or promulgation of the Stock Exchange of Thailand about acquisition and disposal of assets of listed companies.

7.3 Information on subcommittees

7.3.1 Information on roles of subcommittees

Roles of subcommittees

Audit Committee

Role

- Audit of financial statements and internal controls
- Risk management
- Corporate governance

Scope of authorities, role, and duties

1. Ensure the accuracy and adequacy of financial reports.
2. Ensure the suitability and effectiveness of Internal Control and Internal Audit systems and examine the independence of Internal Audit, including the approval of position transfer, hiring termination of the head of Internal Audit or other division responsible for Internal Audit.
3. Reassure that the Company has the proper, suffice, and effective risk assessment and management.
4. Ensure the Company's practice is in compliance with regulation Security and Exchange Commission and relevant law concerning the Company's business.
5. Consider, select and propose the nomination of independent person to perform the duty of the Company's Accounting Auditor and

suggest remuneration for such a person, including: attending the meeting with Accounting Auditors without the presence of management by at least once a year.

6. Consider related items and disclose them in accordance with the law and regulation of the Security and Exchange Commission. This is to ensure that said items are reasonable and most beneficial to the Company.
7. Prepare report of Audit Committee and disclose the information in the Company's Annual Report under which the report be signed by the Audit Committee as follows:
 - (a) an opinion on the accuracy, completeness and creditability of the Company's financial report.
 - (b) an opinion on the adequacy of the Company's internal control system.
 - (c) an opinion on the proper, suffice, and effective risk assessment and management system.
 - (d) an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business.
 - (e) an opinion on the suitability of an auditor.
 - (f) an opinion on the transactions that may lead to conflicts of interests.
 - (g) the number of the Audit Committee meetings, and the attendance of such meetings by each committee member.
 - (h) an opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter.
 - (i) other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors.
8. Take any action as assigned by the company under the approval of Audit Committee.

Reference link for the charter

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The Recruitment & Remuneration Committee

Role

- Director and executive nomination
- Remuneration

Scope of authorities, role, and duties

1. To short-list and select the candidates to be appointed in the position of Managing Director, Deputy Managing Director and senior executives in financial & accounting and also follow up on succession plans to recruit the suitable individuals for the position of high executive when the term is expired.
2. To determine methods and criteria in recruiting the Directors Managing Director, Deputy Managing Director and senior executives in financial & accounting so that the process remains transparent.
3. To stipulate method and criteria short-listing of the candidates who possess the quality in advance from minority shareholders so as to treat all shareholders with fairness.
4. To present the policy and criteria on payment of the remuneration for the Directors, Managing Director, Senior Executives, Advisors to the Board of Directors, Committees appointed by the Board of Directors and Employees.
5. To consider the annual remuneration of the Directors, Managing Director, Senior Executives, Advisors to the Board of Directors and the Committees appointed by the Board of Directors and Employees.
6. Review the scope of authority of the Company to be practically reasonable and submit it to the Committees for their approval.
7. To have legitimate power in calling for documents or individuals related to the case in point for consideration.
8. To perform the scope of duties as assigned by the Board of Directors.

Reference link for the charter

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7.3.2 Information on each subcommittee

List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
1. Mr. PRAVIT TANTIWASINCHAI ^(*) Gender: Male Age : 68 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Chairman of the audit committee (Non-executive directors, Independent director) Director type : Continuing director (Full term of directorship and being re-appointed as a director)	23 Dec 2017	Audit, Finance, Accounting
2. Mr. KACHEN BENJAKUL ^(*) Gender: Male Age : 47 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director) Director type : Continuing director (Full term of directorship and being re-appointed as a director)	23 Dec 2009	Human Resource Management, Finance, Economics, Accounting, Property Fund & REITs
3. Ms. TIPPAWAN PINVANICHKUL ^(*) Gender: Female Age : 58 years Highest level of education : Doctoral degree Study field of the highest level of education : Management Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director) Director type : Continuing director (Full term of directorship and being re-appointed as a director)	16 Aug 2019	Internal Control, Banking, Accounting, Corporate Social Responsibility, Audit

Additional explanation :

(*) Directors with expertise in accounting information review

Other Subcommittees

Subcommittee name	Name list	Position
The Recruitment & Remuneration Committee	Mr. KACHEN BENJAKUL	The chairman of the subcommittee (Independent director)
	Mr. WUTTHIPHUM JURANGKOOL	Member of the subcommittee
	Ms. TIPPAWAN PINVANICHKUL	Member of the subcommittee (Independent director)

7.4 Information on the executives

7.4.1 List and positions of the executive

List of the highest-ranking executive and the next four executives

List of executives	Position	First appointment date	Skills and expertise
<p>1. Mr. RUNGKAN PAISITPANICHTRAKUL</p> <p>Gender: Male</p> <p>Age : 48 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>MANAGING DIRECTOR</p> <p>(The highest-ranking executive)</p>	1 Mar 2021	Corporate Management, Project Management, Media & Publishing, Human Resource Management, Leadership
<p>2. Ms. Aree Sae-ung^(*)</p> <p>Gender: Female</p> <p>Age : 53 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : Yes</p> <p>Accounting supervisor : Yes</p>	<p>Assistant Managing Director</p> <p>Accounting & Financial (CFO) & Director of Accounting Division</p>	11 Jan 2022	Law, Accounting, Media & Publishing, Leadership, Risk Management
<p>3. Mrs. Kanit Panusan Promsen</p> <p>Gender: Female</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>Assistant Managing Director</p> <p>Publishing & Content</p>	11 Jan 2022	Marketing, Negotiation, Strategic Management, Risk Management, Corporate Social Responsibility
<p>4. Ms. Daungjai Jeenanurugk</p> <p>Gender: Female</p> <p>Age : 56 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Economics</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>Assistant Managing Director,</p> <p>Sales & Distribution</p>	11 Jan 2022	Media & Publishing, Economics, Marketing, Strategic Management

List of executives	Position	First appointment date	Skills and expertise
5. Mr. Meechoke Thongsawai Gender: Male Age : 54 years Highest level of education : Doctoral degree Study field of the highest level of education : study Educational Communications and Technology Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistant Managing Director Academic Development & International Business	19 Jan 2023	Media & Publishing, Strategic Management, Leadership, Information & Communication Technology

Additional Explanation :

(*) Highest responsibility in corporate accounting and finance

(**) Accounting supervisor

(***) Appointed after the fiscal year end of the reporting year

Organization structure diagram of the highest-ranking executive and the next four executives

Organization structure of the highest-ranking executive and the : 31 Dec 2024
next four executives as of date

7.4.2 Remuneration policy for executive directors and executives

The Compensation of managing director:

The Recruitment & Remuneration Committee will evaluate the performance of each managing director so as to consider the compensation of managing director according to specified criteria. Once the evaluation of managing director is finalized, the Recruitment & Remuneration Committee will submit the Board of Directors for consideration and approval.

The Compensation of top executives: the Recruitment & Remuneration Committee will determine the criteria and structure of executive compensation, which will consider them according to the principle and policy specified by the Board of Directors and also in accordance with the Company performance as well as the performance of each director. The managing director will be the person to consider the appropriateness in identifying the compensation of each individual staff and also the annual pay-rise of salary for high executives, and report all the reasonable compensation increase to the Board of Directors for later acknowledgment.

Does the board of directors or the remuneration committee : No
have an opinion on the remuneration policy for executive
directors and executives

7.4.3 Remuneration of executive directors and executives

Monetary remuneration of executive directors and executives

	2022	2023	2024
Total remuneration of executive directors and executives (baht)	12,102,653.00	11,756,352.00	10,984,442.00
Total remuneration of executives (baht)	12,102,653.00	11,756,352.00	10,984,442.00

Other remunerations of executive directors and executives

	2022	2023	2024
Company's contribution to provident fund for executive directors and executives (Baht)	507,900.00	491,712.00	478,413.00
Employee Stock Ownership Plan (ESOP)	No	No	No
Employee Joint Investment Program (EJIP)	No	No	No

Outstanding remuneration or benefits of executive directors and executives

Outstanding remuneration or benefits of executive directors : 0.00
and executives in the past year

Estimated remuneration of executive directors and executives : 0.00
in the current year

7.5 Information on employees

Information on the company's employees

Employees

	2022	2023	2024
Total employees (persons)	1,018	973	903
Male employees (persons)	267	258	231
Female employees (persons)	751	715	672

Number of employees by position and department

Number of male employees by position

	2022	2023	2024
Total number of male employees in operational level (Persons)	231	227	200
Total number of male employees in management level (Persons)	28	24	24
Total number of male employees in executive level (Persons)	8	7	7

Number of female employees by position

	2022	2023	2024
Total number of female employees in operational level (Persons)	703	668	625
Total number of female employees in management level (Persons)	42	40	41
Total number of female employees in executive level (Persons)	6	7	6

Significant changes in the number of employees

Significant changes in number of employees over the past 3 : No
Years

Information on employee remuneration

Employee remuneration

	2022	2023	2024
Total employee remuneration (baht)	259,648,737.00	286,531,077.00	272,925,402.00
Total male employee remuneration (Baht)	59,667,280.00	65,844,841.49	88,003,164.00

	2022	2023	2024
Total female employee remuneration (Baht)	199,981,457.00	220,686,235.51	184,922,238.00

Provident fund management policy

Provident fund management policy : Have

PROVIDENT FUND

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. By setting a policy both employees and the Company contribute to the fund monthly at the rate of 5% of basic salary. The fund, which is managed by CIMB - Principal Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules.

The Group has contributed to the fund for the years, ended December 31, 2024 and 2023 in the amount of Baht 13.25 million and Baht 13.11 million, respectively (The Separate amount of Baht 9.59 million and Baht 9.63 million, respectively.)

The Group subsidiaries has contributed to the fund for the years, ended December 31, 2024 and 2023 Welfare fund under the Private Schools Act B.E. 2550. The school and staff contribute to the fund monthly at the rate of 3% of their salary. The school has paid contributions and recorded them as expenses in the income statement for the year ended. December 31, 2024 and 2023 in the amount of Baht 2.62 million and Baht 2.43 million, respectively.

Provident fund for employees (PVD)

	2022	2023	2024
Number of employees joining in PVD (persons)	708	690	651
Proportion of employees who are PVD members (%)	69.55	70.91	72.09
Total amount of provident fund contributed by the company (baht)	12,891,330.46	13,117,020.87	13,248,943.55

7.6 Other significant information

7.6.1 Assigned person

List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Ms. Aree Sae-ung	aree@se-ed.com	0 2826 8000

List of the company secretary

General information	Email	Telephone number
1. Mr. Suparat Tangsriwong	suparat@se-ed.com	0 2826 8000

List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Mr. Wichian Rungpoonsap	wichian@se-e.com	0 2826 8691

7.6.2 Head of investor relations

Does the Company have an appointed head of investor relations : Yes

List of the head of investor relations

General information	Email	Telephone number
1. Mr. Wichian Rungpoonsap	wichian@se-e.com	0 2826 8691

7.6.3 Company's auditor

Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
DHARMNITI AUDITING COMPANY LIMITED 178 DHARMNITI BUILDING, 6TH-7TH FLOOR, SOI PERMSAP (PRACHACHUEN 20) PRACHACHUEN ROAD, BANGSUE, BANGKOK 10800 BANG SUE BANG SUE Bangkok 10800 Telephone +66 2596-0500EXT.327	1,070,000.00	-	1. Ms. NANNAPHAT WANNASOMBOON Email: gruoup@dharmniti.co.th Telephone: 0 2596 0500 License number: 7793

7.6.4 Assigned personnel in case of a foreign company

Does the company have any individual assigned to be representatives in Thailand : No

8. Report on key operating results on corporate governance

8.1 Summary of duty performance of the board of directors over the past year

Summary of duty performance of the board of directors over the past year

The Board of Directors of SE-EDUCATION Public Co., Ltd. has stressed the importance of duties and responsibilities towards Good Governance by following the objective guidelines of the Company regulation, laws, and stipulated policy and procedures of the auditing body to ensure that the financial report of the Company is proper and a complete accounting record. This enables it to reflect the true financial and operation of the Company for the benefit of shareholders and investors in a transparent fashion.

The Board of Directors is responsible for the Company's financial statements and financial information presented in this annual report. The Board of Directors agreed that the aforementioned financial statements, for the year 2024 of the Company and its subsidiary company are created in accordance with the generally accepted accounting standards, using appropriate accounting policy measures consistently employed by SE-ED as well as applying careful judgment and assessment. Essential information is adequately disclosed in the addendum notes to financial statements.

The Board of Directors has provided and maintained an efficient internal control system to ensure that accounting records are accurate, complete and adequate to protect its assets and disclose weaknesses in order to prevent fraud or materially irregular operation.

To accomplish this task, the Board of Directors has appointed an Audit Committee, which consists of Non-Executive Directors responsible for the quality of financial statements and internal control system, whose comments on these issues are readily included in the Audit Committee Report in this annual report.

The Board of Directors has agreed that SE-ED's overall internal control system is functioned up to the satisfactory level and rendered credibility and reliability to the SE-ED financial statements for the year ended December 31, 2024.

8.1.1 Selection, development and evaluation of duty performance of the board of directors

Information about the selection of the board of directors

Director Recruitment : The Recruitment & Remuneration Committee to determine selection criteria of an appropriate individual in accordance with the Company policy to be nominated as the Director or Sub-committees, according to the Company's rules and regulations, the Company needs a minimum of 5 members in the Board of Directors, no less than three fourth of the members must have Thai citizenship, and no less than half of the members have a residence in the Kingdom of Thailand. The selection process must be based on both consideration of the director pool and on the board skill matrix, which set up to encourage diversity in not only sexes, but also knowledge, ability, experience, leadership and vision in the Company. Furthermore, any crucial skills that the existing Board of Directors misses will be considered in selecting. The qualifications of the Board of Directors must be in line with the Company's business strategies while the selection process must be transparent. The director recruitment process is as follows:

1. The Recruitment & Remuneration Committee determine the structure, size and constituents of the Board of Directors, and stipulate the quality of Directors to be replaced in terms of overall knowledge, experience, and expertise in compliance with the element and quality stated in the related laws/regulations.
2. The Recruitment & Remuneration Committee determine the method of nominating qualified candidates, including the procedure of nominating the qualified candidates in advanced from the minor shareholders. Shareholders can submit the name of a qualified candidate in advance, from Stock Exchange of Thailand, the investor relation website of the company, and other investors' websites on which a nomination form will be available.
3. The Recruitment and Remuneration Committees begin the search and consider the name of suitable candidates for Directors.

4. The Recruitment & Remuneration Committee select the best candidate to be Directors and the recruitment result and nominate the name of the person who is judged as the best candidate to be the Company's Director, together with the reasons and propose to the Board of Directors through the Company's secretary.

5. The Board of Directors considers the selection of suitable candidates who possess the right quality as proposed by the Recruitment and Remuneration Committee and present the candidate in the shareholder's meeting for consideration.

Election of Directors in Annual General Meeting: As for the Directors' vote, the shareholder's meeting will elect Directors, whereby each shareholder has an equal voting right of 1 share per vote. The recruitment of each director must receive more than half of the number of votes from the present shareholders with the rights to vote.

In voting for the Directors, the vote to elect a Director must be voted one Director at a time.

Persons who receive the maximum number of votes that are ranged according to the order of each candidates' score received from the vote will be elected as Directors, with the number of Directors equal to the number of Directors needed at the time of election. If too many candidates receive equal votes, they will draw for the raffle ticket to determine final selection.

Directors are not allowed to operate in any other business, or to become partners or shareholders in another company that operates in the same business and compete with the Company, unless they have informed in the shareholders' meeting prior to the appointment.

Directors must inform the Company immediately if he or she benefits from the contract signed with the Company, or from their decrement and increment of bonds and shares of the Company and affiliates companies.

At general annual meetings, one-third of Directors will be retired. If the number of Directors cannot be divided into three equal parts, the number of retirements may be calculated to the nearest one-third.

However, the Nomination and Remuneration Committee considered this matter in accordance with the criteria of the selection. This shows that all 4 directors have the qualifications required according to the Public Limited Company Act B.E. 2535. Nonetheless, the qualifications of these directors, such as capability, experience and expertise (Board Skill Matrix) have been analyzed so that these are in line with the Company's operational strategies. In this regard, such matter has been proposed through the resolution of the Board of Directors of the Company in order to be presented as an agenda in the 2024 Annual General Meeting of Shareholders. As a result, the meeting approved this matter and to reappoint these directors for another term.

List of directors whose terms have ended and have been reappointed

List of directors	Position	First appointment date of director	Skills and expertise
Mr. KASEMSANT WEERAKUN	Chairman of the board of directors (Non-executive directors, Independent director)	9 Nov 2018	Leadership, Sustainability, Marketing, Change Management, Strategic Management
Mr. PHAIRAT SITTAKUL	Director (Non-executive directors)	1 Jan 1993	Strategic Management, Electronic Components, Energy & Utilities, Engineering, Corporate Management
Mr. WUTTHIPHUM JURANGKOOL	Director (Non-executive directors)	26 Feb 2015	Finance, Strategic Management, Budgeting, Governance/ Compliance, Leadership

List of directors	Position	First appointment date of director	Skills and expertise
Ms. TIPPAWAN PINVANICHKUL	Director (Non-executive directors, Independent director)	16 Aug 2019	Internal Control, Banking, Accounting, Corporate Social Responsibility, Audit

Selection of independent directors

Criteria for selecting independent directors

Independent Director The Board of Directors has sought to prescribe the definition of the term ‘Independent Director’ during the Board of Directors’ meeting number 3/2009 which is stricter than minimum frame of definition of Independent Directors announced by the Security and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). In the Board of Directors meeting No. 3/2012, the definition of ‘Independent director’ was revised to be consistent with the definition from the Stock Exchange of Thailand, in ‘Independent Directors Handbook’ dated March 29, 2012. as follows :

1. Holds shares not exceeding 0.5% of the total shares with voting right of the applicant, its parent company, subsidiaries, associates, major shareholders, and controlling parties of the applicant, provided that the shares held by the related parties of such independent director shall be included.
2. Is not or has never been an executive director, employee, staff, advisor who receives salary, nor controlling parties of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of the applicant unless the foregoing status ended for at least 2 years.
3. Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, brother, sister or children. The prohibitive persons also include spouses of daughters and sons of management, major shareholders, controlling party or the person who is in the process of nomination to be the management or controlling party of the applicant or its subsidiary.
4. Have not or never had business relationships with the applicant, its parent company, subsidiaries, associates, major shareholders or controlling parties of the applicant in respect to holding the power which may cause an obstacle of the independent decision, including not being or never been the significant shareholder, or controlling parties of any person having business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended for at least 2 years.
5. Is not or has never been the auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant, and is not the significant shareholder, controlling parties, or partner of the auditing firm which employs such auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended for at least 2 years.
6. Is not or has never been the professional service provider, including but not limited to legal service or financial advisor and received a service fee more than 2 million per year from the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties, and is not the significant shareholder, controlling parties, or partner of the above mentioned service firms unless the foregoing status ended for at least 2 years.
7. Is not the director who is nominated to be the representative of the directors of the applicant, major shareholders or any other shareholder related to the major shareholder.
8. Do not operate a similar business with significant competition with the business of the company or subsidiaries. Do not be a significant shareholder, a director with management participation, an employee, or a consultant with regular salary, or possess more than 1% of the total shares with voting rights of other companies that operate a similar business with significant competition with the business of the company or subsidiaries.
9. Is not any otherwise which is unable to have the independent opinion regarding the business operation of the applicant.
10. After being appointed as the independent director in accordance with the conditions under the article (1) - (9), such independent director may be assigned by the board of directors to make decisions in respect to business operation of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of applicant.

However, the independent Directors had examined the qualifications of independent Directors in an annual basis, and the Board of Directors trusted that the stipulated qualifications of 'Independent Directors' which is stricter than guideline of Security and Exchange Commission (SEC) and Stock Exchange of Thailand (SET) minimum frame of reference will be adequate for the Company's selected independent Directors to be truly independent and appropriate for the particular characteristics of the Company, as the Company's main business is retailing which requires special expertise in products such as books, the Board of Directors do not limit the term of independent directors. After consideration, it is agreed that experience and expertise in book business is needed in order to provide a policy, strategy, vision and advice for the Company's direction. Anyhow, the Board of Directors do not overlook the disclosure of the date each independent director took up the position and the length of term that each independent director has been in the office so far; this information is disclosed in the invitation to the General Shareholders Meeting so that it can be used as a reference in the meeting.

Business or professional relationships of independent directors over the past year

Business or professional relationships of independent : No
directors over the past year

Selection of directors and the highest-ranking executive

Director Recruitment : The Recruitment & Remuneration Committee to determine selection criteria of an appropriate individual in accordance with the Company policy to be nominated as the Director or Sub-committees, according to the Company's rules and regulations, the Company needs a minimum of 5 members in the Board of Directors, no less than three fourth of the members must have Thai citizenship, and no less than half of the members have a residence in the Kingdom of Thailand. The selection process must be based on both consideration of the director pool and on the board skill matrix, which set up to encourage diversity in not only sexes, but also knowledge, ability, experience, leadership and vision in the Company. Furthermore, any crucial skills that the existing Board of Directors misses will be considered in selecting. The qualifications of the Board of Directors must be in line with the Company's business strategies while the selection process must be transparent. The director recruitment process is as follows:

1. The Recruitment & Remuneration Committee determine the structure, size and constituents of the Board of Directors, and stipulate the quality of Directors to be replaced in terms of overall knowledge, experience, and expertise in compliance with the element and quality stated in the related laws/regulations.
2. The Recruitment & Remuneration Committee determine the method of nominating qualified candidates, including the procedure of nominating the qualified candidates in advanced from the minor shareholders. Shareholders can submit the name of a qualified candidate in advance, at least 3 months prior to the last date of the fiscal year. Shareholders will receive information from Stock Exchange of Thailand, the investor relation website of the company, and other investors' websites on which a nomination form will be available.
3. The Recruitment and Remuneration Committees begin the search and consider the name of suitable candidates for Directors.
4. The Recruitment & Remuneration Committee select the best candidate to be Directors and the recruitment result and nominate the name of the person who is judged as the best candidate to be the Company's Director, together with the reasons and propose to the Board of Directors through the Company's secretary.
5. The Board of Directors considers the selection of suitable candidates who possess the right quality as proposed by the Recruitment and Remuneration Committee and present the candidate in the shareholder's meeting for consideration.

Election of Directors in Annual General Meeting: As for the Directors' vote, the shareholder's meeting will elect Directors, whereby each shareholder has an equal voting right of 1 share per vote. The recruitment of each director must receive more than half of the number of votes from the present shareholders with the rights to vote.

In voting for the Directors, the vote to elect a Director must be voted one Director at a time.

Persons who receive the maximum number of votes that are ranged according to the order of each candidates' score received from the vote will be elected as Directors, with the number of Directors equal to the number of Directors needed at the time of election. If too many candidates receive equal votes, they will draw for the raffle ticket to determine final selection.

Directors are not allowed to operate in any other business, or to become partners or shareholders in another company that

operates in the same business and compete with the Company, unless they have informed in the shareholders' meeting prior to the appointment.

Directors must inform the Company immediately if he or she benefits from the contract signed with the Company, or from their decrement and increment of bonds and shares of the Company and affiliates companies.

Directors Representing from Major Shareholders: as of December 31, 2024. The company had one director representing from Major Shareholders is Wutthiphum Jurankool, Ph.D. Director, Authorized Signing Director, Recruitment & Remuneration Committee and Non - executive Director.

Recruitment of Managing Director and Executives

For the position of Managing Director Deputy Managing Director and senior executive in financial & accounting, the Recruitment and Remuneration Committees will select the best suitable candidate whose knowledge, ability, experience, and understanding of the book business are essential. Moreover, the candidate must manage to achieve objective or the Board of Directors pre-determined goal, whereby the Recruitment and Remuneration Committees will propose to the Board of Directors for appointment.

For executive positions from the position of department directors, the management will be responsible for recruitment consideration of the most suitable person according to the Human Resource management regulation, and report to the Board of Directors to acknowledge, except when there is an appointment of head of the Internal Audit team, it must first be approved by the Audit Committee.

Succession Plan : The Board of Directors assigned managing director and executives to prepare a succession plan for different levels of executive positions in management and main line of duty, by considering work profiles and potential of each individual and determine the readiness for work replacement, ability development, and necessary skills. Moreover, the Board of Directors assigned managing director to report to the Board of Directors to acknowledge the readiness plan in case the executives cannot perform their duty.

Balance of Power for Non-Executive Directors: as current the Board of Directors consists of 10 members:

- Directors that are in the management team: 1 person
- Directors that are not in the management team: 3 persons
- Independent Directors: 5 persons

The Board of Director and management of the Company have qualifications in compliance with the article 68 of Public Company Limited Act (B.E. 2535) and possess no prohibited quality stipulated in the regulation of Security Exchange Commission concerning the request and permission to sell new shares. Moreover, no criminal records have been found for the past 10 years.

Method for selecting directors and the highest-ranking executive

Method for selecting persons to be appointed as : Yes
directors through the nomination committee
Method for selecting persons to be appointed as the : Yes
highest-ranking executive through the nomination
committee

Number of directors from major shareholders

Number of directors from each group of major : 1
shareholders over the past year (persons)

Rights of minority shareholders on director appointment

-

Method of director appointment : Method whereby each director requires approval votes more than half of the votes of attending shareholders and casting votes

Setting qualifications for the selection of directors

-

Information on the development of directors

The Company understands the importance of Directors' development. The Board of Directors has specified in the principle of Corporate Good Governance that the Company will promote and facilitate a continuity of training of Directors from supervisory units, where the Board of Directors appointed the Company's secretary to be the coordinator with the Directors in keeping them informed about the training courses and seminars.

Development of directors over the past year

Details of the development of directors over the past year

List of directors	Participation in training in the past financial year	History of training participation
1. Mr. KASEMSANT WEERAKUN Chairman of the board of directors	Participating	Other <ul style="list-style-type: none"> • 2024: Seminar Media Literacy & Antiwork “Cybersecurity Awareness” By The Government Public Relations Department. • 2024: Academic Conference Anti-Southeast Asia (SEA) NO. 2 Office of The National Anti - Corruption Commission (ONACC). • 2024: Seminar PR plan for all (The power of one) The Government Public Relations Department. • 2024: Seminar Thailand’s Visualization By The Government Public Relations Department. • 2024: Seminar “Unlocking ESG for Effective Assessment and Communication” By ShareInvestor Thailand.
2. Mr. THANONG CHOTISORAYUTH Director	Non-participating	-
3. Mr. YUEN POOVARAWAN Director	Non-participating	-
4. Mr. PRAVIT TANTIWASINCHAI Director	Non-participating	-
5. Mr. KACHEN BENJAKUL Director	Non-participating	-
6. Mr. PHAIRAT SITTAKUL Director	Non-participating	-
7. Mr. WUTTHIPHUM JURANGKOOL Director	Non-participating	-
8. Mr. WORAPOTE CHUTCHAIKULSIRI Director	Non-participating	-

List of directors	Participation in training in the past financial year	History of training participation
9. Ms. TIPPAWAN PINVANICHKUL Director	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2024: Board Nomination and Compensation Program (BNCP) • 2024: Subsidiary Governance Program (SGP) <p>Other</p> <ul style="list-style-type: none"> • 2024: Digital Assets for Executive CMA Refresher Course By The Stock Exchange of Thailand (SET) & Association of Capital Market Academy (ACMA). • 2024: Audit Committee Forum 2024 Emerging Audit Standards and Implications for the Audit Committee By Thai Institute of Director (IOD). • 2024: Empowering Boards: Enhancing Governance, Standards, and Financial Insights By The Stock Exchange of Thailand (SET) & Thai Institute of Director (IOD) • 2024: TSQM Quality Management Standard & Thai Standard on Auditing “Audit Documentation, Key of Audit Planning & Operation & Vouching By Baker Tilly Thailand. • 2024: Seminar A case study “Accounting Policy, Change in accounting estimate & error & Professional Skepticism By Baker Tilly Thailand. • 2024: Seminar TAS12 Income Taxes & Key Auditing for the year 2024 By Baker Tilly Thailand. • 2024: Seminar Revenue, Differences Between Financial Accounting and Tax Accounting By Department of Business Development.
10. Mr. RUNGKAN PAISITPANICHTRAKUL Director	Participating	<p>Other</p> <ul style="list-style-type: none"> • 2024: Empowering Boards: Enhancing Governance, Standards, and Financial Insights By The Stock Exchange of Thailand and Thai Institute of Directors (IOD).

Information on the evaluation of duty performance of directors

Criteria for evaluating the duty performance of the board of directors

Evaluation Process, the Board of Directors had assigned the Company Secretary to send assessment forms to the Board of Directors, Sub-committees, and Managing Director, and to collect them back to summarize the results and report to the Board of Directors’ meeting annually.

Evaluation of the duty performance of the board of directors over the past year

Board of Directors’ Performance Evaluation

The Board of Directors arranged an annual self-evaluation session of the performance for individual, group, sub-committees, and Managing Director, evaluation to permit the Directors to reconsider the past works, problems, and difficulties that each faced during the past year to understand the need to improve or correct to increase the work performance by evaluation the result of work in aggregate view, by using evaluation guidelines recommended by the Stock Exchange of Thailand, but readjusted the format slightly to best suit the Company’s business environment and use the evaluation result - in chart format - to review and revise, so as to increase work efficiency.

Evaluation criteria with this, the assessment as referred to 6 topics, such as (1) the structure and qualifications of the Board of Directors, (2) duty and responsibility of the Board of Directors, (3) the Board of Directors’ meeting, (4) performance of Directors, (5) relationships with the management, (6) self-development of Directors and management development.

Details of the evaluation of the duty performance of the board of directors

List of directors	Assessment form	Grade / Average score received	Grade / Full score
Board of Directors	Group assessment	92	100
	Self-assessment	91.54	100
	Cross-assessment (assessment of another director)	None	None
Audit Committee	Group assessment	88.28	92.32
	Self-assessment	86.11	100
	Cross-assessment (assessment of another director)	None	None
The Recruitment & Remuneration Committee	Group assessment	81.56	100
	Self-assessment	77.78	100
	Cross-assessment (assessment of another director)	None	None

8.1.2 Meeting attendance and remuneration payment to each board member

Meeting attendance of the board of directors

Board of Directors Meeting

The Board of Directors had a policy about the minimum attendance in the meeting; that is a minimum of two third of directors must be present. In case a director cannot attend the meeting, it is possible to use a conference call technology. This is to show that the Board of Directors will always advise the Company in its operation, supervise the works of the management, and maintain its accountability for the Company and shareholders.

The Board of Directors has set in advance and held special meeting as necessary, by clear advance meeting date and has set regular follow-up on operation period. The Chairman of the Board of Directors and the Managing Directors jointly considered the meeting calendar, by considering important case. The each Director is permitted to present the issues in the meeting as needed. The secretary will prepare invitation letter along with meeting schedule and details prior to the actual meeting at least 7 days to allow time for the Board of Directors to peruse the information prior to the meeting.

In each meeting, the Chairman of the Board of Directors allocated adequate and long enough to allow Directors to clarify problematic issues prudently. Moreover, the Chairman of the Board of Directors and the Board of Directors invited high level executive to the Board of Directors' meeting to request for more information and recorded in minutes of the meetings that were filed and certified by the Board of Directors for the Board of Directors and involved parties to view.

The Board of Directors assigned the management executives to regularly prepare operation report to the Board of Directors on a monthly basis to allow the Board of Directors to follow up on the operation progress of the Company.

In 2024, the Board of Directors met in total of 6 times with the average meeting length of 5 hours. In each meeting, the percentage of all the Board of Directors attended the meeting was 92% and each Director was 92% attending rate per year, there are an executive director from accounting division, executives from the division, and executives from Internal Audit & Investor Relations Division attending in sharing additional information.

In the Board of Directors agreed on joint meetings for non-executive Directors, during the Board of Directors meetings No. 1/2024

on January 18, 2024, before the Board of Directors meeting, non-executive Directors and Independent Directors convened without the management's attendance to discuss general problems of the Company's management and corporate governance, then inform the President so that the management may take due action.

The Audit Committee held a regular meeting by at least once every quarter with the outside accounting audit, and also the accounting department, and also report directly to the Board of Directors. Moreover, the Board of Directors has pressed the emphasis on the importance of being transparent and verifiable, therefore, it requests the Audit Committee to hold joint meetings with the accounting department and the internal audit department without the presence of management division at the meetings, And In 2024, the Audit Committee met in total of 5 times. Audit Committee meeting No. 4/2024 on November 8, 2024 was a meeting between the Audit Committee, internal audit division and auditor without the presence of management division once.

The Recruitment & Remuneration Committee held a total of 3 meetings

The Annual General Meeting of Shareholders held 1 meeting.

Meeting attendance of the board of directors

Number of the board of directors meeting over the past : 6
year (times)
Date of AGM meeting : 25 Apr 2024
EGM meeting : No

Details of the board of directors' meeting attendance

List of directors	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
1. Mr. KASEMSANT WEERAKUN (Chairman of the board of directors, Independent director)	6	/	6	1	/	1	N/A	/	N/A
2. Mr. THANONG CHOTISORAYUTH (Director)	6	/	6	1	/	1	N/A	/	N/A
3. Mr. YUEN POOVARAWAN (Director)	6	/	6	1	/	1	N/A	/	N/A
4. Mr. PRAVIT TANTIWASINCHAI (Director, Independent director)	6	/	6	1	/	1	N/A	/	N/A
5. Mr. KACHEN BENJAKUL (Director, Independent director)	5	/	6	1	/	1	N/A	/	N/A
6. Mr. PHAIRAT SITTAJUL (Director)	6	/	6	1	/	1	N/A	/	N/A

List of directors	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
7. Mr. WUTTHIPHUM JURANGKOOL (Director)	3	/	6	0	/	1	N/A	/	N/A
8. Mr. WORAPOTE CHUTCHAIKULSIRI (Director, Independent director)	5	/	6	1	/	1	N/A	/	N/A
9. Ms. TIPPAWAN PINVANICHKUL (Director, Independent director)	6	/	6	1	/	1	N/A	/	N/A
10. Mr. RUNGKAN PAISITPANICHTRAKUL (Director)	6	/	6	1	/	1	N/A	/	N/A

Detailed justification for the Company director's non-attendance at the Board of Directors' meeting

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Remuneration of the board of directors

Types of remuneration of the board of directors

Compensation for the Company's Directors

The compensation for Directors and Executives, the Board of Directors has appointed the Recruitment & Remuneration Committee to consider the appropriateness and responsibility of each director and executives, circumstance, economic environment, and relative compliance with other business within a similar industry. Moreover, the Recruitment & Remuneration Committee had proposed the remuneration policy and guidelines for considering the remuneration rate for each committee and propose to the general shareholders' meeting to review and approve annually. However, the compensation of the Director of the Board of Directors, Sub-committee to the board has already been approved at the shareholder's general meeting.

(a) Cash Compensation:

The salary compensation consists of

- Chairman of the Board: 25,000 Baht per month.
- Director and Independent Director: 15,000 Baht per month.

Meeting allowances are only for those directors who attend the meeting. However, in the Board of Directors or Sub-committee of the Board of Directors meeting, both committee may decide not to receive the allowance in a particular meeting, which depends upon the judgment and collective decision of both committee.

- Meeting allowance for the Chairman of the Board of Directors 20,000 Baht/person per time.
- Meeting allowance for Directors 10,000 Baht/person per time.

- Meeting allowance for the Chairman of Sub-committee 10,000 Baht/person per time.
- Meeting allowance for Sub-committee 7,000 Baht/person per time.
- Executive Director will not receive the directors' compensation which are position allowance, directors' meeting allowance, and directors' bonuses.

(b) Other Compensations

-None-

Remuneration of the board of directors

Details of the remuneration of each director over the past year

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
1. Mr. KASEMSANT WEERAKUN (Chairman of the board of directors)			420,000.00		0.00
Board of Directors	120,000.00	300,000.00	420,000.00	No	
2. Mr. THANONG CHOTISORAYUTH (Director)			240,000.00		0.00
Board of Directors	60,000.00	180,000.00	240,000.00	No	
3. Mr. YUEN POOVARAWAN (Director)			240,000.00		0.00
Board of Directors	60,000.00	180,000.00	240,000.00	No	
4. Mr. PRAVIT TANTIWASINCHAI (Director)			280,000.00		0.00
Board of Directors	60,000.00	180,000.00	240,000.00	No	
Audit Committee	40,000.00	0.00	40,000.00	No	
5. Mr. KACHEN BENJAKUL (Director)			278,000.00		0.00
Board of Directors	50,000.00	180,000.00	230,000.00	No	
Audit Committee	28,000.00	0.00	28,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
The Recruitment & Remuneration Committee	20,000.00	0.00	20,000.00	No	
6. Mr. PHAIRAT SITTAKUL (Director)			240,000.00		0.00
Board of Directors	60,000.00	180,000.00	240,000.00	No	
7. Mr. WUTTHIPHUM JURANGKOOL (Director)			224,000.00		0.00
Board of Directors	30,000.00	180,000.00	210,000.00	No	
The Recruitment & Remuneration Committee	14,000.00	0.00	14,000.00	No	
8. Mr. WORAPOTE CHUTCHAIKULSIRI (Director)			230,000.00		0.00
Board of Directors	50,000.00	180,000.00	230,000.00	No	
9. Ms. TIPPAWAN PINVANICHKUL (Director)			268,000.00		0.00
Board of Directors	60,000.00	180,000.00	240,000.00	No	
Audit Committee	28,000.00	0.00	28,000.00	No	
The Recruitment & Remuneration Committee	0.00	0.00	0.00	No	
10. Mr. RUNGKAN PAISITPANICHTRAKUL (Director)			0.00		0.00
Board of Directors	0.00	0.00	0.00	No	

Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	550,000.00	1,740,000.00	2,290,000.00

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
2. Audit Committee	96,000.00	0.00	96,000.00
3. The Recruitment & Remuneration Committee	34,000.00	0.00	34,000.00

Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the : 0.00
board of directors over the past year
(Baht)

8.1.3 Supervision of subsidiaries and associated companies

Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated : Yes
companies
Mechanism for overseeing subsidiaries and associated : No / In Progress
companies

8.1.4 The monitoring of compliance with corporate governance policy and guidelines

Prevention of conflicts of interest

Operations for conflict of interest prevention over the past year

Has the company operated in preventing conflicts of : Yes
interest over the past year

Items that may have conflict of interest

The Company's Board of Directors carefully monitor to avoid any conflict of interest that may arise and also look into the related items, by stipulating in the policy and steps of approval for each item in written notice. Moreover, the Audit Committee proposes to the Company regarding the items that could cause conflict of interest. The Company's Board of Directors has been particularly careful when consideration is made, in accordance with criteria stipulated by stock exchange through the determination of price and condition as if such items are dealt with the outsiders (Fair and at Arms' Length) and disclose the inter-related items which are significant, item value, counterparty, reason/necessity in annual information disclosure report.

The Board of Directors approved the principles and suggestion of Securities and Exchange Commission in accordance with the Section 89/12 (1) of Securities and Exchange Act (No.4) B.E. 2551 to allow the company management to enter in to any business transaction between the Company and its subsidiaries and directors, executives or related persons. The transaction with the same commercial terms as those an ordinary person would agree with any unrelated counterparty under the similar circumstances, on the basis of business negotiation which is without any influences directly resulted from the company's positions of director, executive, or related person. However, the Board of Directors has assigned the Audit Committee the task to present the items which may pose a conflict of interest and any related items for the transaction over 2 million Baht per quarter and reports it directly to the Board of Directors to acknowledge in a quarterly basis.

In the past year, the Company did not find any actions that violate the conflict of interest policy.

In the meeting of Board of Directors, should the Directors have interest in the decision, the Chairman of the Board will request for Directors to abide to the regulation and have the Director informed to the meeting and is asked not to vote or voice opinion for the matter.

Number of cases or issues related to conflict of interest

	2022	2023	2024
Total number of cases or issues related to conflict of interest (cases)	0	0	0

Prevention of the use of inside information to seek benefits

Operations for prevention of the use of inside information to seek benefits over the past year

Has the company operated in preventing the use of : Yes
inside information to seek benefits over the past year

Supervision on the of insider information

The monitoring of policy and measures are in written format with respect to the Good Corporate Governance and handbook for the Board of Directors which has already been discussed in the Board and Executive meeting. The top management of the Company have also been informed about the announcement of Securities and Exchange Commission which stated that the management (including the spouse and minor children - or, in other words, not yet 20 years of age) must report the change of stock ownership to the Securities and Exchange Commission as stipulated in the law called Securities and Exchange Commission Act B.E. 2535 in the section 59 within 3 days after the change of ownership of Securities taken place, and also report to the Company's secretary to report to the Board of Directors for acknowledgement. Moreover, the management in the meeting has also been informed about the penalty imposed upon those who violate the laws.

The Company has the policy that sets the guideline for the practice of Good Corporate Governance, ethical practices of the Board of Directors, including the regulation that prohibit the staff from taking the Company's document or information for personal use, or bring outside the Company, without asking for permission. This also includes exposure of financial documents or other related documents for outsiders, and also prohibits the trading activity within 1 month prior to public release of financial information. If done so, the act can be considered 'misconduct' to the Company's rule of conducts. Should the management or staff violate such rules of conduct, the penalty can be ranged from warning, fine, work suspension, work without pay or job termination.

In the past year, the Internal Audit Department had emailed to notify relevant employees about the Policy on the use of inside information and prohibit employees and executives from trading the Company's securities in the period of one month before the financial statements or other information are released to the public. However, There was no related director, executive, or employee involved in any trading of the Company's shares during the prohibited period.

Number of cases or issues related to the use of inside information to seek benefits

	2022	2023	2024
Total number of cases or issues related to the use of inside information to seek benefits (cases)	0	0	0

Anti-corruption action

Operations in anti-corruption in the past year

Has the company operated in anti-corruption over the : No / In Progress
past year
Form of operations in anti-corruption :

Corruption-connected Protection

The Company has intention to operate its business transparently and legally in order to be one of the exemplar companies in Thailand. To align with corporate governance (CG), the Company pledged not to participate or support any kinds of corruption. Further, the Company not only supports every employee to live and behave legally as a good citizen of Thailand, but also supports its business partners to operate their businesses transparently and legally. By this, the Company created the network of cooperation in industrial level to develop business procedures transparently and legally. Since the Company is truly aware that corruption is the great obstacle in developing the country and national security, its anti-corruption policy in writing is launched to be guidance in its operating businesses.

Anti-Corruption Policy

The Directors and employees of the Company are prohibited to engage in any kinds or any forms of corruption in every business activities both directly and indirectly. In case of charity, business gifts exchange or sponsor, the Company must operate it transparently without intentions to exchange of reciprocal benefits or to convince the government officers or private units to operate inappropriately. By this, the Company has thoroughly defined the procedures against corruption with a mean to regularly review these procedures in order to be consistent with changes in business, rules, regulations, and law.

Anti-Corruption Operation

The Company gives emphasis on carrying out the anti-corruption policy. In 2012 the Company avowed to join the Collective Action Coalition against Corruption (CAC) and always sends its staff to join the anti-corruption trainings in order to improve the knowledge about the issue, and the Company was certified to be a member of the Private Sector Collective Action Coalition against Corruption Council as of August 18, 2017 by the Thai Institute of Directors (IOD) up to now.

In 2024, the Company renewed of a member of the Private Sector Collective Action Coalition against Corruption Council as of June 30, 2024, the Punishment Measure is also strictly implemented against the executives and the employees involving in internal fraud, bribery, and corruption. In addition, the Fraud and Corruption Assessment is annually conducted and the result is presented to the Audit Committee and the board committee respectively. The principles are also emphasized through training and meetings to ensure that every employee is aware of the importance of honesty.

In addition, the Board of Directors also determines the communication channel with the independent Directors via postal mail or email to permit reporting channels and suggestions so that instruction on the information examination process can be made.

Number of cases or issues related to corruption

	2022	2023	2024
Total number of cases or issues related to corruption (cases)	0	0	0

Whistleblowing

Operations related to whistleblowing over the past year

Has the company implemented whistleblowing : No / In Progress
procedures over the past year

For the report on any illegal activity

The Board of Directors also provides procedures and a channel of copyright infringement and appeal, by post and email:

Registered mails:

Independent Directors, SE-EDUCATION Public Co., Ltd.
1858/87-90, Interlink Tower Bangna Building, 19th Floor,
Debaratna Road, Bangna Tai, Bangna, Bangkok, Thailand. ZIP code 10260

E-mail: jd@se-ed.com

Employees own rights to directly inform and report corruption, code of conduct violation, and rights abuse to the directors, or their secretary, or to a department that has set up to be responsible for it. Employees are also able to express and share their opinion and suggestion about the operation of the Company. However, the Company has already set up the Department of Internal Audit and Investor Relations that is responsible for receiving all complaints from employees. Besides, employees also directly send a complaint e-mail to the Independent Directors. Every complaint and suggestion will be decided on a case-by-case basis. All complaint and those who complain will be entirely secured, therefore, there is no harm or effect on them.

Number of cases or issues related to whistleblowing

	2022	2023	2024
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

The monitoring of compliance with other corporate governance policy and guidelines

-

8.2 Report on the results of duty performance of the audit committee in the past year

8.2.1 Meeting attendance of audit committee

Meeting attendance of audit committee (times) : 5

List of directors	Meeting attendance of audit committee		
	Meeting attendance (times)	/	Meeting attendance rights (times)
1 Mr. PRAVIT TANTIWASINCHAI (Chairman of the audit committee)	5	/	5
2 Mr. KACHEN BENJAKUL (Member of the audit committee)	5	/	5
3 Ms. TIPPAWAN PINVANICHKUL (Member of the audit committee)	5	/	5

8.2.2 The results of duty performance of the audit committee

Audit Committee has performed the duty independently, within a certain authority and capacity limit, required by the Charter of Audit Committee, and assigned by the Board of Directors with the cooperation of all parties involved. The Audit committee`e understands the significance of internal audit, risk management, good corporate governance to ensure sufficient internal control, adequate and acceptable level of risk management, proper supervision, as well as proper and trustworthy financial report. The Audit Committee had a discussion with the board of management, top executives, internal auditors and auditor every quarter. The works of the Committee in the year 2024 can be summarized as follow:

1.Review annual financial report for year 2024: The Audit committee has reviewed financial statements on a quarterly basis and annual financial reports for the year 2024 of the Company and its subsidiary prior to submitting the document This includes a proper, timely release of financial information, through cooperative meeting among accounting audit, management, accounting department, and internal audit department in considering the consolidated financial statement on quarterly basis and annual financial report to enquire upon complete, correct practice of generally accepted accounting principle, the selection of accounting policy, and proper openness, including the utilizing the observation suggestions from accounting auditor to improve and correct the preparation of the Company’s financial statement. The Audit committee agreed with accounting auditors that the Company’s financial statement is in accordance with General Accepted Accounting Principles and has disclosed the information accurately and adequately.

2. Supervision of Good Corporate Governance: The Audit Committee realized the importance of good governance and reviewed the good governance policy of the Company annually. The Committee also encouraged executives and employees to adopt the principle of good governance until it became the culture of the organization. The business is operated on the moral value, transparency and social responsibility.

3. Review of risk management: In overseeing the risk management, the Committee continued to ensure that the Company and its subsidiary’s risk was at an acceptable level. The Committee reviewed the Company’s risk management plan and acknowledged the report of the risk management practices, periodically.The Audit committee agreed that the Company has risk management at an acceptable level.

4.Review of abiding of Security and Exchange laws, as well as the regulations stipulated by Stock Exchange of Thailand, and also other related laws related to the Company such as Revenue Code, and Public Company Act: The Audit Committee had reviewed to ensure that law and related regulations of stock exchange of Thailand and other concerned business units are properly abided. Based on the audit committee’ opinion, there was no essential issue related to the issue of violation of laws and regulations

stipulated by Stock Exchange of Thailand and other related Government supervision agencies.

5. Review and provide opinions toward related items and items that may post a possible conflict of interest which includes the afore-mentioned information disclosure: The Audit committee agreed that the Company has disclosed information completely and correctly as said in the regulations of The Securities Exchange of Thailand, and the items are ordinary items that are appropriate and beneficial to the Company.

6. Review of internal audit control assessment and internal audit: The Committee had reviewed the Company's internal audit control to ensure that it is properly conducted and sufficiently effective for the usage of resources and business operation. The Audit Committee was reported the operation of the internal audit department in every quarter and gave advice for improvement as well as following up on the areas that need to be developed. The Audit Committee reviewed the audit plan of 2024 and realized there could be risks affected the operation and financial status of the Company. The Committee also emphasized the internal audit as a mean to enhance the business performance, increase revenues and decrease operation cost.

7. Selecting and Nominating Auditors: The Audit Committee had considered selecting the auditors by considering the auditor in term of independence, knowledge, ability, experience in auditing, a team of auditors in the office, and appropriate compensation. The Audit Committee had considered, selected, and proposed the appointment of auditors to the Board of Directors to seek approval from the Annual General Meeting of Shareholders. The Shareholders approved of the appointment of Dharmniti Auditing Company Limited as the Company's auditor in the year 2024.

The Audit Committee had performed the required duties in accordance with regulations stipulated by authority. Their performance was careful and sufficiently independent. They received good corporations from the management team, employees and all related parties. The Audit Committee agreed that the Company's directors, managing directors and all employees emphasized on operating effectively, productively, transparently, and reliably under the principle of good corporate governance to provide confidence for shareholders, investors and all related parties.

8.3 Summary of the results of duty performance of subcommittees

8.3.1 - 8.3.2 Meeting attendance and the results of duty performance of subcommittees

Meeting attendance The Recruitment & Remuneration Committee

Meeting The Recruitment & Remuneration Committee (times) : 2

List of Directors	Meeting attendance The Recruitment & Remuneration Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Mr. KACHEN BENJAKUL (The chairman of the subcommittee)	2	/	2
2 Mr. WUTTHIPHUM JURANGKOOL (Member of the subcommittee)	2	/	2
3 Ms. TIPPAWAN PINVANICHKUL (Member of the subcommittee)	1	/	1

The results of duty performance of The Recruitment & Remuneration Committee

On the recruitment of directors and executives, the Recruitment & Remuneration Committee has proceeded to search and recruit suitable candidates in accordance with the criteria set by the board of directors and does not violate the regulations stipulated by supervisory authority. In 2024, the Recruitment & Remuneration Committee presented the re-appointment of the board of directors retiring to the consideration of the board of directors. Moreover, the committee provided a channel for minority shareholders to submit names of qualified persons for directorship to considered by the committee.

In setting the compensation for directors and executives, details of which have been declared in the form 56-1 One Report, the committee has considered the compensation that is commensurate with their responsibility, skills, performance and taken into account the economic conditions and peer factors.

The Recruitment & Remuneration Committee acted with circumspection, prudence, and independence for the maximum benefit of the stakeholders.

9. Internal control and related party transactions

9.1 Internal control

Summary of the opinion of the board of directors regarding the internal control of the company

Controlling System and Internal Audit

The Company sees the importance of internal control at the management and the operation level, so it has clearly prescribed duties and powers on the operation of the operators and the management, specifically in writing. There is a control on the use of the assets of the Company to the highest benefit, and there is the separation of duty between the operators, the controllers and evaluation, for suitable check and balance among each other. Moreover, there is internal control on the financial system and the Company has prepared the financial report for submission to the responsible management line of duty.

The Company has an internal audit unit responsible to reassure that the main practices and essential financial activities of the Company are in line with the guideline and are operated with effectiveness. It includes audit on legal compliance and compliance control as well as the independent internal audit and investor relations unit who is capable of independently performing the check and balance. Therefore, the Board of Directors has designated that the internal audit and investor relations unit to report the results of the audit directly to the Audit Committee, and is also evaluated by the Audit Committee.

The Board of Directors and management has continued to stress the importance of internal control, by emphasizing on the adequate internal control system for business operation to maximize management as well as assets monitoring, reduction in possible errors, the Company's damage prevention, financial management, risk management, operation supervision, which reasonably ensures that the Company can operate as expected and maximized the added value in long run. In addition, The Board of Directors has made certain that all operations are within the rules and regulations stipulated by the laws to prevent any possible damage to the Company.

The Audit Committee has performed its duties within the framework of responsibilities assigned by the Company's Board of Directors, which is also consistent with the Stock Exchange of Thailand's stipulation. In the fiscal year 2024, there were 4 Audit Committee meetings in which attended along with the executives, auditors, accounting department and internal audit department. The remarks about the sufficiency of the internal audit system can be summarized as follows:

9.1.1 Adequacy and appropriateness of the company's internal control system

Company's internal control system : The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

Part 1 Control Environment The Company determines business goals which are accurate, clear, possible and measurable. Moreover, the Company's structure supports the goals. There are regulations and penalties to prohibit executives and employees from possible conflict of interest. The Company, however, is in the stage of establishing policies and regulations about financial, purchasing and administrative transactions. All policies are based on fair business with partners for long-term benefit.

Part 2 Risk Assessment The Company always went through the risk assessment, both internal and external business risks. The working group consisting of the Managing Director, Deputy Managing Director, and assistant Managing Director related to the risk in each line of duty, and each division and department managers will analyze risk factors, as well as the control and follow-up action for risk administrative plans.

Part 3 Control Activities The administrative responsibilities include authorization, considering proper credit limit to be approved by executives in each level accounting and information booking and asset keeping. To authorize any transaction, 2 Directors have to co-sign documents. Transaction authorization between the Company and major Shareholders, Director, executives, and related persons are regarded for these advantages, as with any external transactions with others.

Part 4 Information & Communication The Company provides enough information for Directors' decisions. However, in case of the

change in last updated information, the Company may not be able to submit a financial statement with the meeting letter 7 days before the meeting, but it can be proposed just a day before, or at the meeting room. Accounting documents are filed systematically in accordance with the accounting system for the purposes of business policy.

Part 5 Monitoring Activities The Company uses a follow up system comparing each quarter's goal, which is examined by the internal audit, by reporting the performance directly to the Audit Committee. When significant errors are encountered, the Internal Audit must immediately inform the Committee concerned, as well as the updated error correction report.

Moreover, the Audit Committee has found that there were not any significant weaknesses, from effectiveness assessment, in the accounting control system.

9.1.2 Deficiencies related to the internal control system

	2022	2023	2024
Total number of deficiencies related to the internal control system (cases)	0	0	0

9.1.3 Opinions of the audit committee and auditor's observations on internal control

Does the audit committee have opinions on internal control : No
different from the board of directors' opinions?

Does the auditor have any observations on the company's : No
internal control?

9.1.4 Opinions of the audit committee on the position of the head of the internal audit unit

Head of the internal audit unit : Internal personnel

The Company has an internal audit unit responsible to reassure that the main practices and essential financial activities of the Company are in line with the guideline and are operated with effectiveness. It includes audit on legal compliance and compliance control as well as the independent internal audit and investor relations unit who is capable of independently performing the check and balance. Therefore, the Board of Directors has designated that the internal audit and investor relations unit to report the results of the audit directly to the Audit Committee, and is also evaluated by the Audit Committee.

9.1.5 Appointment, discharge, and transfer of the head of the internal audit unit

Does the appointment, discharge, and transfer of the head of : Yes
the internal audit unit require the audit committee approval?

Scope of Duties of the Audit Committee No.2

2. Ensure the suitability and effectiveness of Internal Control and Internal Audit systems and examine the independence of Internal Audit, including the approval of position transfer, hiring termination of the head of Internal Audit or other division responsible for Internal Audit.

9.2 Related party transactions

Related party transactions

Does the company have any related party transactions? : No

9.2.3 Policy and future trends of related party transactions and the compliance with the obligations specified in the prospectus of the company

Measures and procedures for approving related party transactions or connected transactions

The Board of Directors has a policy for related transactions by allowing transactions with conventional conditions. As for transactions between the Company and its subsidiary with the directors, the executives or related parties, the transaction agreements must be what a reasonable man should achieve with any ordinary contract partner in the same situation. Any negotiation must be without influence from the directorship status or the status of an executive or a related party. The Board of Directors assigns the Audit Committee to investigate any transaction with potential conflicts of interest or any related transaction that is worth more than 2 million Baht per quarter and report to the Board of Directors' meeting in every quarter.

Items that may have conflict of interest

The Company's Board of Directors carefully monitor to avoid any conflict of interest that may arise and also look into the related items, by stipulating in the policy and steps of approval for each item in written notice. Moreover, the Audit Committee proposes to the Company regarding the items that could cause conflict of interest. The Company's Board of Directors has been particularly careful when consideration is made, in accordance with criteria stipulated by stock exchange through the determination of price and condition as if such items are dealt with the outsiders (Fair and at Arms' Length) and disclose the inter-related items which are significant, item value, counterparty, reason/necessity in annual information disclosure report.

The Board of Directors approved the principles and suggestion of Securities and Exchange Commission in accordance with the Section 89/12 (1) of Securities and Exchange Act (No.4) B.E. 2551 to allow the company management to enter in to any business transaction between the Company and its subsidiaries and directors, executives or related persons. The transaction with the same commercial terms as those an ordinary person would agree with any unrelated counterparty under the similar circumstances, on the basis of business negotiation which is without any influences directly resulted from the company's positions of director, executive, or related person. However, the Board of Directors has assigned the Audit Committee the task to present the items which may pose a conflict of interest and any related items for the transaction over 2 million Baht per quarter and reports it directly to the Board of Directors to acknowledge in a quarterly basis. In the past year, the Company did not find any actions that violate the conflict of interest policy.

In the meeting of Board of Directors, should the Directors have interest in the decision, the Chairman of the Board will request for Directors to abide to the regulation and have the Director informed to the meeting and is asked not to vote or voice opinion for the matter.

9.2.4 Information on appraised assets and appraisal price in conjunction with the execution of related party transactions

Can be referred in attachment 4: assets for business undertaking and details of asset appraisal

Part 3 Financial Statement

Board of Directors' Responsibility Statement for the
Financial Report

Report of the Board of Directors Responsibilities for Financial Statements

The Board of Directors of SE-EDUCATION Public Co., Ltd. has stressed the importance of duties and responsibilities towards Good Governance by following the objective guidelines of the Company regulation, laws, and stipulated policy and procedures of the auditing body to ensure that the financial report of the Company is proper and a complete accounting record. This enables it to reflect the true financial and operation of the Company for the benefit of shareholders and investors in a transparent fashion.

The Board of Directors is responsible for the Company's financial statements and financial information presented in this annual report. The Board of Directors agreed that the aforementioned financial statements, for the year 2024 of the Company and its subsidiary company are created in accordance with the generally accepted accounting standards, using appropriate accounting policy measures consistently employed by SE-ED as well as applying careful judgment and assessment. Essential information is adequately disclosed in the addendum notes to financial statements.

The Board of Directors has provided and maintained an efficient internal control system to ensure that accounting records are accurate, complete and adequate to protect its assets and disclose weaknesses in order to prevent fraud or materially irregular operation.

To accomplish this task, the Board of Directors has appointed an Audit Committee, which consists of Non-Executive Directors responsible for the quality of financial statements and internal control system, whose comments on these issues are readily included in the Audit Committee Report in this annual report.

The Board of Directors has agreed that SE-ED's overall internal control system is functioned up to the satisfactory level and rendered credibility and reliability to the SE-ED financial statements for the year ended December 31, 2024.

.....

Mr. Kasemsant Weerakun

Chairman of the Board of Directors

.....

Mr. Rungkan Paisitpanichtrakul

Managing Director

Auditor's Report

INDEPENDENT AUDITOR'S REPORT

To The Shareholders and Board of Directors of
Se-Education Public Company Limited

Opinion

I have audited the consolidated financial statements of Se-Education Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2024, the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in shareholders' equity and consolidated statements of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and I have audited the separate financial statements of Se-Education Public Company Limited (the Company), which comprise the statement of financial position as at December 31, 2024, the statements of income, statements of comprehensive income, statements of changes in shareholders' equity and statements of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of Se-Education Public Company Limited and its subsidiaries as at December 31, 2024, its consolidated financial performance and its consolidated cash flows for the year then ended and the separate financial position of Se-Education Public Company Limited as at December 31, 2024, and its financial performance and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

Key audit matters are matters that are most significant to my professional judgment in auditing the consolidated financial statements and separate financial statements for the current period. I have considered these matters under the context of the overall audit of the consolidated and separate financial statements. In the expression of my opinion, I do not express a separate opinion on these matters.

Revenue recognition from sales

Revenue from sales is a transaction with the significant value in the financial statements and also has a direct effect on the performance that the users of the financial statements pay attention to. I consider that the revenue recognition is a significant risk in the audit. Therefore, I have paid special attention on such revenue recognition regarding the accuracy and completeness of the revenue transactions recorded in the account.

I have audited the revenue recognition from sales by understanding and evaluating the effectiveness of significant internal controls related to sales revenue cycle and randomly testing compliance with the control system designed by the Company by testing from the sales process until the end of the process and evaluating the efficiency of the computer system that the Company uses to retrieve all the information related to sales reports, checking sales revenue recognition to be consistent with the Company's revenue recognition policy, randomly checking of sales documentation that incurred during the year and near the end of the accounting period, reviewing of credit memos issued by the Company after the end of the accounting period and analysing income by comparing historical data and industrial data, and checking potential irregularities that may incur in sales transactions especially the accounting transactions are made through journal vouchers.

Estimation of allowance for declining in value of inventories

The Company's inventories had the significant balances in the financial statements which were educational publications depending on the popularity of consumers, the Company has a risk in the value of inventories higher than the net realizable value. However, the consideration of the net realizable value requires the considerable judgment of the management including the related assumptions. Therefore, I have paid special attention on the use of the management judgment regarding such estimation.

I have made the understanding policies and methods used by the management to estimate the net realizable value of inventories, using the methods to assess the net realizable value of inventories, randomly testing transactions in the report to separate age and net realizable value with relevant documents, assessing the reasonableness of the assumptions used by the management in determining sales at a price lower than cost to consider the appropriateness of the declining value of inventories, testing the accuracy of calculating the net realizable value of inventories and considering the appropriateness of the main assumptions the Company used as well as referencing internal and external data, considering the operational plan, including the analysis of past trends and considering the adequacy of disclosure according to Thai Financial Reporting Standards.

Other Information

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

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements and separate financial statements, including the disclosures, and whether the consolidated financial statements and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

I also provide those charged with governance with a statement that 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 my independence, and where applicable, related safeguards.

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

The engagement partner responsible for the audit resulting in this independent auditor's report is Miss Nannaphat Wannasomboon.



(Miss Nannaphat Wannasomboon)

Certified Public Accountant

Registration No. 7793

Dharmniti Auditing Company Limited

Bangkok, Thailand

February 25, 2025

Financial Statements

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2024

		<u>ASSETS</u>			
		Baht			
		Consolidated financial statements		Separate financial statements	
Notes		2024	2023	2024	2023
Current assets					
	5	106,615,133	118,730,390	10,493,516	16,534,202
	4, 6	44,739,499	58,469,578	42,442,383	54,966,650
	7	227,416,814	227,006,131	226,388,320	224,768,230
	8	104,578	1,302,686	104,578	1,302,686
	9	23,781,098	22,627,438	20,527,959	20,350,350
		<u>402,657,122</u>	<u>428,136,223</u>	<u>299,956,756</u>	<u>317,922,118</u>
Non-current assets					
	10	8,000,000	8,000,000	8,000,000	8,000,000
	11	14,608,810	17,407,273	100,000	100,000
	12	-	-	83,000,000	83,000,000
	13	123,900,000	123,900,000	123,900,000	123,900,000
	14	1,735,935,124	1,745,483,007	1,327,220,783	1,351,731,155
	15	185,537,017	161,146,681	141,944,432	118,057,641
	16	23,099,870	8,038,714	21,764,387	6,847,692
		30,990,912	24,249,586	30,990,912	24,249,586
		67,558,428	70,640,046	67,558,428	70,640,046
		1,821,802	1,522,811	1,821,802	1,521,981
		11,963,840	18,612,421	11,963,840	18,613,251
	8	-	81,934	-	81,934
		<u>12,906,269</u>	<u>9,324,024</u>	<u>5,711,810</u>	<u>6,303,340</u>
		<u>2,216,322,072</u>	<u>2,188,406,497</u>	<u>1,823,976,394</u>	<u>1,813,046,626</u>
Total assets					
		<u>2,618,979,194</u>	<u>2,616,542,720</u>	<u>2,123,933,150</u>	<u>2,130,968,744</u>

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2024

LIABILITIES AND SHAREHOLDERS' EQUITY

	Notes	Baht			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Current liabilities					
Overdraft and short-term loan from					
financial institution	17	225,351,638	227,805,930	225,351,638	227,805,930
Trade and other current payables	18	360,566,003	388,647,405	332,182,821	370,943,703
Income received in advance recognisable					
within one year	19	80,435,419	78,131,280	-	-
Current portion of long-term loans	21	65,452,000	127,680,000	65,452,000	54,680,000
Current portion of long-term employee					
benefits obligations	23	3,674,402	6,417,037	3,674,402	6,417,037
Current portion of lease liabilities	26	34,726,756	35,987,981	33,947,624	34,515,653
Accrued income tax		50,154	26,336	-	-
Other current financial liabilities	27	645,808	-	645,808	-
Other current liabilities	20	27,150,395	23,738,463	25,753,271	22,341,741
Total current liabilities		798,052,575	888,434,432	687,007,564	716,704,064
Non-current liabilities					
Income received in advance	19	45,913,914	46,357,388	-	-
Long-term loans	21	111,014,280	31,172,000	58,964,280	31,172,000
Educational guarantee	22	25,599,068	15,003,000	-	-
Deferred tax liabilities	25	96,648,918	92,835,757	87,399,581	83,288,761
Long-term employee benefits obligations	23	86,894,657	82,194,092	66,227,164	63,331,081
Lease liabilities	26	102,609,682	82,515,380	69,392,326	51,742,000
Provision for decommissioning costs	24	24,036,049	27,959,089	24,036,049	27,959,089
Other non-current financial liabilities	27	1,995,964	211,435	1,995,964	211,435
Other non-current liabilities		3,613,348	3,707,022	2,909,477	3,029,476
Total non-current liabilities		498,325,880	381,955,163	310,924,841	260,733,842
Total liabilities		1,296,378,455	1,270,389,595	997,932,405	977,437,906

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2024

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)

	Notes	Baht			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Shareholders' equity					
Share capital					
Authorized share capital					
391,944,529 ordinary shares of Baht 1 each		391,944,529	391,944,529	391,944,529	391,944,529
Issued and paid-up					
391,944,418 ordinary shares of Baht 1 each		391,944,418	391,944,418	391,944,418	391,944,418
Share premium		149,420,558	149,420,558	149,420,558	149,420,558
Retained earnings					
Appropriated to legal reserve					
Company		39,194,453	39,194,453	39,194,453	39,194,453
Subsidiaries		2,934,467	2,303,459	-	-
Unappropriated		86,689,300	108,792,867	40,289,738	64,677,945
Other components of shareholders' equity		519,931,560	525,461,936	505,151,578	508,293,464
Total shareholders' equity of parent		1,190,114,756	1,217,117,691	1,126,000,745	1,153,530,838
Total non-controlling interests of the subsidiaries		132,485,983	129,035,434	-	-
Total shareholders' equity		1,322,600,739	1,346,153,125	1,126,000,745	1,153,530,838
Total liabilities and shareholders' equity		2,618,979,194	2,616,542,720	2,123,933,150	2,130,968,744

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF INCOME

FOR THE YEAR ENDED DECEMBER 31, 2024

	Notes	Baht			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Revenues					
Revenues from sales		1,681,073,075	1,818,738,898	1,681,356,038	1,818,867,342
Tuition fees income		290,380,722	277,660,398	-	-
Interest income and dividend income		400,691	436,599	6,967,306	5,875,339
Gain from fair value measurement of investment property		-	22,500,000	-	22,500,000
Other income		40,808,125	51,616,543	27,130,720	37,752,251
Total revenues		2,012,662,613	2,170,952,438	1,715,454,064	1,884,994,932
Expenses					
Cost of sales		1,073,307,229	1,162,718,767	1,073,590,193	1,162,847,211
Cost of tuition fees		215,877,123	198,395,288	-	-
Selling expenses		402,355,825	439,820,939	402,355,825	439,820,939
Administrative expenses		307,620,717	283,183,603	239,827,940	227,730,989
Other loss		2,641,772	129,501	2,641,772	129,501
Total expenses		2,001,802,666	2,084,248,098	1,718,415,730	1,830,528,640
Profit (loss) from operating activities		10,859,947	86,704,340	(2,961,666)	54,466,292
Finance cost		(22,696,614)	(21,698,439)	(20,457,607)	(17,974,439)
Share of gain from associated company		6,974	82,405	-	-
Profit (loss) before income tax (expenses)		(11,829,693)	65,088,306	(23,419,273)	36,491,853
Income tax (expenses)	31	(4,097,372)	(11,676,829)	(4,110,820)	(11,713,747)
Profit (loss) for the year		(15,927,065)	53,411,477	(27,530,093)	24,778,106
Profit (loss) attributable to					
Equity holders of the Company		(25,311,794)	36,054,684	(27,530,093)	24,778,106
Non-controlling interests of the subsidiaries		9,384,729	17,356,793	-	-
		(15,927,065)	53,411,477	(27,530,093)	24,778,106
Basic earnings (loss) per share	32				
Attributable to equity holders of the Company		(0.065)	0.092	(0.070)	0.063

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2024

	Notes	Baht			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Profit (loss) for the year		(15,927,065)	53,411,477	(27,530,093)	24,778,106
Other comprehensive income:					
Item that will not be reclassified to profit or loss					
Acturial gain (loss) arising from past-employment benefit,					
- net from tax expense		-	(2,625,896)	-	888,628
Change surplus on revaluation of assets					
- Effect from tax expense		233,401	139,977,542	-	139,744,780
Share of other comprehensive income (loss)					
of associated company		(1,805,437)	(884,639)	-	-
Other comprehensive income (loss) for the year		(1,572,036)	136,467,007	-	140,633,408
Total comprehensive income (loss) for the year		(17,499,101)	189,878,484	(27,530,093)	165,411,514
Total comprehensive income (loss) attributable to					
Equity holders of the Company		(27,002,935)	174,196,373	(27,530,093)	165,411,514
Non-controlling interests of subsidiaries		9,503,834	15,682,111	-	-
		(17,499,101)	189,878,484	(27,530,093)	165,411,514

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2024

	Baht										
	Consolidated financial statements										
	Equity attributable to the parent's shareholders								Equity attributable	Total	
Issued and	Share	Retained earnings			Other components of equity			Total equity	to non-controlling	shareholders'	
paid-up	premium	Appropriated to legal reserve		Unappropriated	Other comprehensive income		Total other	attributable to	interests of	equity	
share capital		Company	Subsidiary		Unrealised gain (losses)	Surplus on	components of	shareholders of	the subsidiaries		
					on investments in	revaluation	shareholders'	the Company			
					equity designated at	of assets	equity				
					fair value through other						
					comprehensive income						
Beginning balance as at January 1, 2023	391,944,418	149,420,558	39,194,453	1,879,770	72,866,674	(2,975,020)	390,590,464	387,615,444	1,042,921,317	117,677,100	1,160,598,417
Legal reserve	-	-	-	423,689	(423,689)	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-	(4,323,775)	(4,323,775)
Profit (loss) for the year	-	-	-	-	36,054,684	-	-	-	36,054,684	17,356,793	53,411,477
Other comprehensive income (loss) for the year	-	-	-	-	(718,451)	(884,639)	139,744,780	138,860,141	138,141,690	(1,674,684)	136,467,006
Total comprehensive income (loss) for the year	-	-	-	-	35,336,233	(884,639)	139,744,780	138,860,141	174,196,374	15,682,109	189,878,483
Transferred surplus on revaluation of assets to retained earnings	-	-	-	-	1,013,649	-	(1,013,649)	(1,013,649)	-	-	-
Balance as at December 31, 2023	391,944,418	149,420,558	39,194,453	2,303,459	108,792,867	(3,859,659)	529,321,595	525,461,936	1,217,117,691	129,035,434	1,346,153,125
Legal reserve	-	-	-	631,008	(631,008)	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-	(6,053,285)	(6,053,285)
Profit (loss) for the year	-	-	-	-	(25,311,794)	-	-	-	(25,311,794)	9,384,729	(15,927,065)
Other comprehensive income (loss) for the year	-	-	-	-	114,296	(1,805,437)	-	(1,805,437)	(1,691,141)	119,105	(1,572,036)
Total comprehensive income (loss) for the year	-	-	-	-	(25,197,498)	(1,805,437)	-	(1,805,437)	(27,002,935)	9,503,834	(17,499,101)
Transferred surplus on revaluation of assets to retained earnings	-	-	-	-	3,724,939	-	(3,724,939)	(3,724,939)	-	-	-
Balance as at December 31, 2024	391,944,418	149,420,558	39,194,453	2,934,467	86,689,300	(5,665,096)	525,596,656	519,931,560	1,190,114,756	132,485,983	1,322,600,739

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (CONT.)
FOR THE YEAR ENDED DECEMBER 31, 2024

	Baht						
	Separate financial statements						
	Issued and paid-up share capital	Share premium	Retained earnings		Other components of equity		Total shareholders' equity
			Appropriated to legal reserve	Unappropriated	Surplus on revaluation of assets	Total other components of shareholders' equity	
Beginning balance as at January 1, 2023	391,944,418	149,420,558	39,194,453	38,579,022	368,980,873	368,980,873	988,119,324
Profit (loss) for the year	-	-	-	24,778,106	-	-	24,778,106
Other comprehensive income (loss) for the year	-	-	-	888,628	139,744,780	139,744,780	140,633,408
Total comprehensive income (loss) for the year	-	-	-	25,666,734	139,744,780	139,744,780	165,411,514
Transferred surplus on revaluation of assets to retained earnings	-	-	-	432,189	(432,189)	(432,189)	-
Balance as at December 31, 2023	391,944,418	149,420,558	39,194,453	64,677,945	508,293,464	508,293,464	1,153,530,838
Profit (loss) for the year	-	-	-	(27,530,093)	-	-	(27,530,093)
Other comprehensive income (loss) for the year	-	-	-	-	-	-	-
Total comprehensive income (loss) for the year	-	-	-	(27,530,093)	-	-	(27,530,093)
Transferred surplus on revaluation of assets to retained earnings	-	-	-	3,141,886	(3,141,886)	(3,141,886)	-
Balance as at December 31, 2024	391,944,418	149,420,558	39,194,453	40,289,738	505,151,578	505,151,578	1,126,000,745

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2024

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
<u>Cash flows from operating activities</u>				
Net profit (loss)	(15,927,065)	53,411,477	(27,530,093)	24,778,106
Adjustments to reconcile profit (loss) net cash provided by (paid) from operating activities:				
(Gain) on disposal of temporary investments	(195,942)	(280,387)	(195,942)	(280,387)
Unrealized (gain) loss	1,758,092	(328,249)	1,758,092	(328,249)
(Gain) from reviewing interest rate	(2,465,171)	(6,402,497)	(2,465,171)	(6,402,497)
(Gain) loss from adjusting investment value	99	(8,782)	99	(8,782)
(Gain) from fair value measurement of investment property	-	(22,500,000)	-	(22,500,000)
Share of (gain) loss from associated companies	(6,974)	(82,405)	-	-
Loss for expected credit loss for accounts receivable and estimated goods return (revesal)	(2,420,324)	990,379	(1,457,766)	797,433
Bad debt	829,529	121,475	191,904	121,475
Expense from loss of inventories	1,906,556	2,665,243	1,906,556	2,665,243
Expense from allowance for loss of inventories, dilapidated and slow moving (reversal)	(28,810,194)	(32,398,535)	(28,810,194)	(32,398,535)
Expense for donation of goods	9,601,589	14,374,344	9,601,589	14,374,344
Loss from destroy goods	1,664,556	7,788,084	1,664,556	7,788,084
Depreciation and amortization	57,885,746	55,822,946	28,175,620	28,390,237
Amortization of right-of-use assets	52,607,017	67,000,648	50,582,910	64,981,922
(Gain) from cancellation of lease agreements	(151,471)	(410,638)	(151,471)	(410,638)
Allowance for impairment of assets (reversal)	286,279	45,977	286,279	45,977
Loss on sales equipment	1,782,137	226,203	87,405	183,759
Loss on written-off fixed assets	7,022,085	2,960,190	2,594,381	661,647
Rental reduction	(893,033)	(2,322,105)	(893,033)	(2,322,105)
Loss from dissolution of a subsidiary company	-	-	-	66,429
Adjustment from clearing long outstanding payable	(923,772)	(9,542,405)	(923,772)	(9,542,405)
Long-term employee benefits expenses	8,806,877	9,036,686	6,570,486	7,332,526
Written-off withholding tax	1,109,538	532,435	1,102,105	532,435
Interest income	(400,691)	(436,599)	(157,307)	(225,339)
Interest expenses	22,696,614	21,698,439	20,457,607	17,974,439
Dividend received	-	-	(6,810,000)	(5,650,000)
(Income) tax expenses	4,097,372	11,676,829	4,110,820	11,713,747
Profit from operating activities before changes in operating assets and liabilities	119,859,449	173,638,753	59,695,660	102,338,866

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF CASH FLOWS (CONT.)

FOR THE YEAR ENDED DECEMBER 31, 2024

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Operating assets (increase) decrease				
Trade and other current receivables	15,320,874	(12,325,529)	13,790,129	(12,576,688)
Inventories	15,226,810	682,291	14,017,403	830,084
Prepaid expenses	(3,354,689)	(1,122,938)	(3,443,869)	(476,953)
Other current assets	2,201,029	(128,011)	3,266,260	(162,876)
Prepaid book copyright and translation fee	(6,741,326)	(1,064,646)	(6,741,326)	(1,064,646)
Rental guarantee and deposit	3,081,618	5,059,246	3,081,618	5,059,246
Other non-current assets	(3,589,679)	(450,999)	591,530	793,550
Operating liabilities increase (decrease)				
Trade and other current payables	(32,984,655)	(11,859,518)	(42,193,265)	(13,097,333)
Income received in advance	1,860,665	6,062,450	-	-
Educational guarantee	10,596,068	10,801,000	-	-
Other current liabilities	3,411,932	1,124,650	3,411,530	1,728,681
Other non-current liabilities	(120,011)	(2,418,959)	(120,001)	(370,001)
Cash received from operating activities	124,768,085	167,997,790	45,355,669	83,001,930
Cash paid for decommissioning cost	(2,335,150)	(4,803,236)	(2,335,150)	(4,803,236)
Cash paid for employee benefit	(1,538,489)	(3,133,944)	(1,106,580)	(2,451,208)
Cash paid for interest expenses	(22,450,284)	(21,631,100)	(20,386,963)	(17,907,100)
Cash received from income tax	7,069,287	9,891,441	7,069,287	9,891,441
Cash paid for income tax	(1,822,458)	(1,522,811)	(1,821,802)	(1,521,981)
Net cash provided by operating activities	103,690,991	146,798,140	26,774,461	66,209,846
<u>Cash flows from investing activities:</u>				
Cash paid for purchase of other current financial assets	(424,700,000)	(673,990,000)	(424,700,000)	(673,990,000)
Cash received from sale of other current financial assets	426,093,951	681,169,058	426,093,951	681,169,058
Cash received from government bond	-	5,000,000	-	5,000,000
Cash received from dissolution of a subsidiary company	-	-	-	83,571
Cash paid for purchase of fixed assets	(69,102,364)	(49,760,881)	(19,656,156)	(22,117,110)
Cash paid for purchase of right-of-use assets	(2,836,633)	(18,177,221)	(2,836,633)	(18,177,221)
Cash paid for purchase of intangible assets	(16,223,960)	(211,999)	(15,891,190)	(211,999)
Cash received from sale of equipment	265,370	354,074	130,720	315,114
Dividend received	1,000,000	1,500,000	6,810,000	5,650,000
Cash received from interest income	400,691	436,599	157,307	225,339
Net cash used in investing activities	(85,102,945)	(53,680,370)	(29,892,001)	(22,053,248)

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

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF CASH FLOWS (CONT.)

FOR THE YEAR ENDED DECEMBER 31, 2024

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
<u>Cash flows from financing activities</u>				
Increase in bank overdraft	5,830,289	4,956,250	5,830,289	4,956,250
Cash received from short-term loan from financial institution	81,715,419	210,000,000	81,715,419	210,000,000
Cash paid for short-term loan from financial institution	(90,000,000)	(150,000,000)	(90,000,000)	(150,000,000)
Cash received from long-term loan	100,000,000	-	100,000,000	-
Cash paid for long-term loans	(82,385,720)	(82,180,000)	(61,435,720)	(56,280,000)
Cash paid for lease liabilities	(39,810,006)	(54,937,590)	(39,033,134)	(54,674,037)
Dividend paid	(6,053,285)	(4,323,775)	-	-
Net cash use in financing activities	(30,703,303)	(76,485,115)	(2,923,146)	(45,997,787)
Net increase (decrease) in cash and cash equivalents	(12,115,257)	16,632,655	(6,040,686)	(1,841,189)
Cash and cash equivalents at beginning of year	118,730,390	102,097,735	16,534,202	18,375,391
Cash and cash equivalents at end of year	106,615,133	118,730,390	10,493,516	16,534,202
<u>Supplemental cash flows information</u>				
<u>Non-cash transactions</u>				
Increase in right-of-use assets	(60,934,953)	(40,156,176)	(58,407,301)	(40,156,176)
Increase in lease liabilities	60,934,953	40,156,176	58,407,301	40,156,176
Increase for demolition costs	(989,536)	(1,291,384)	(989,536)	(1,291,384)
Increase provision for decommissioning costs	989,536	1,291,384	989,536	1,291,384
Increase (decrease) in payables for purchase of fixed asset	1,078,519	99,503	216,665	(305,211)
Accrued employee benefits (un paid)	(5,310,458)	(4,424,000)	(5,310,458)	(4,424,000)
Acturial gain (loss) arising from past-employment benefit	-	(2,403,741)	-	1,110,786
Increase in surplus revaluation of assets	-	(174,680,976)	-	(174,680,976)

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

Notes to the Financial Statements

SE-EDUCATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2024

1. GENERAL INFORMATION

1.1 Address and legal status

Se-Education Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company listed on the Stock Exchange of Thailand on 29 April 1993.

The address of its registered office is as follows:

Head office : located at 1858/87-90, Debaratana Road, Bangna South Sub-District,
Bangna District, Bangkok.

Distribution center : located at 118 Moo 1, Tambon Sisa Chorakhe Yai, Bang Sao Tong
District, Samutprakarn.

1.2 Nature of the Company’s business and shareholder

The Group operate their businesses in Thailand and are authorised to engage in the following:

1. Operate bookstores which consist of SE-ED Book Center and network stores and various university bookstores in Bangkok and other provinces as well as the network and sales area in various forms.

2. Distribute books for both published by SE-ED and other publishers to bookstores all over the country and to other sales channels.

3. Publish books by producing books and book printing.

4. Plearnpattana School, which operates a private school offering courses for students from pre-kindergarten to Matayom 6.

5. BaesLab Co., Ltd., which operates in consulting, provision and distribution of software and hardware business. (Complete liquidation on September 21,2023).

2. BASIS FOR PREPARATION OF THE FINANCIAL STATEMENTS

2.1 Basis for preparation of the financial statements

The financial statements have been prepared in accordance with the accounting standards prescribed by Thai Accounts Act enunciated under the Accounting Profession Act B.E.2547 by complying with Thai Financial Reporting Standards. The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development, the Ministry of Commerce, re : the financial statements presentation for public limited company, issued under the Accounting Act B.E.2543.

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

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

2.2 Basis of consolidated financial statements preparation

2.2.1 The consolidated financial statements are prepared by including the Group financial statements as follows:-

Subsidiary companies' name	Nature of business	Country of incorporation	Shareholding percentage	
			2024	2023
BaesLab Co., Ltd.	Operates in consulting, provision and distribution of software and hardware business. (Complete liquidation on September 21,2023)	Thailand	-	-
Plearn Patt Co.,Ltd.	Private school	Thailand	48.97	48.97

2.2.2 The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.

2.2.3 Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.

2.2.4 The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.

2.2.5 Material balances and transactions between the Group companies have been eliminated from the consolidated financial statements.

2.2.6 Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries and associate under the cost method.

2.4 Revised financial reporting standards effective in the current year

The Group has adopted the revised financial reporting standards for accounting periods beginning on or after January 1, 2024. These adjustments are intended to make the financial reporting standards clearer and more appropriate. These adjustments do not have material impact on the financial statements in the current year.

2.5 Revised financial reporting standards that will be effective in the future

The Federation of Accounting Professions has announced the adoption of the revised financial reporting standards which will be effective for the financial statements for accounting periods beginning on or after January 1, 2025. These adjustments are based on International Financial Reporting Standards with most of the adjustments clarifying accounting practices and providing accounting guidance to users of the standards.

The management of the Group believes that the adjustments will not have material impact on the financial statements in the year in which these standards are initially applied.

3. MATERIAL ACCOUNTING POLICIES INFORMATION

3.1 Revenues recognition

3.1.1 Revenue from sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns and discounts except for consignment where the revenue from consignment is recognized when the event of either the sales report is received or the payment is received first

3.1.2 Advertising service revenue is recognized when services have been rendered taking into account the stage of completion.

3.1.3 Service income is recognized when services have been rendered taking into account the stage of completion.

3.1.4 The entrance fee income the Company has recognized the entrance fee for the period of rights specified by the students' status.

3.1.5 Education supporting fees are recognized as income of the school term to which they relate.

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

3.1.7 Dividends are recognized when the right to receive the dividends is established.

3.2 Cash and cash equivalents

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

3.3 Inventories/Allowance for dilapidated, slow moving and loss of inventories

Finished goods are valued at the lower of cost (weighted average) and net realisable value. Cost includes all production costs and attributable overheads.

Work in process are valued at the lower of standard cost (which approximates actual cost) and net realisable value.

Raw materials are valued at the lower of average cost and net realisable value and are charged to production costs whenever consumed.

The calculation of the cost of goods was based on the weighted average cost method as the cost of inventories as at the beginning of the period and the cost of goods that increased during the period were similar.

Allowance for dilapidated and slow moving is based on the percentage of the inventory turnover in conjunction with the consideration of the book editor.

Allowance for lost goods are charged based on percentage of sales of each branch. The reversal of such allowance incurred when the inventory taking and inventories lost actually at the branch.

3.4 Investments in associate and subsidiaries

3.4.1 Investment in associate are accounted for in the consolidated financial statements using the equity method.

3.4.2 Investments in subsidiaries and associate are accounted for in the separate financial statements using the cost method net of provision for impairment of investments (if any).

The Company had chosen the policy of stating the value of its investments in the subsidiaries and the joint venture according to cost method in the separate financial statements as this method focused on stating the true efficiency of the returns received from the investments and helped the users of the financial statements to see the Company's operating results and the financial position more clearly. In addition, there was a reason to reduce the redundancy in stating the information in the financial report between the separate financial statements and the consolidated financial statements.

3.5 Investments property / Depreciation

Investment property is defined as property held with the held to capitalize on the increase in the value of the asset and not use in operations.

Land and land improvement for investment property are stated at revalued amount less accumulated depreciation and allowance for impairment (if any).

Investments property are initially recorded at cost on the acquisition date, and subsequently revalued by an independent professional appraiser to their fair values. Revaluations are made every 5 years to ensure that the carrying amount does not differ materially from fair value at the end of reporting period.

Differences arising from the revaluation are dealt with in the financial statements as follows.

- When an asset's carrying amount is increased as a result of a revaluation of the Group assets, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised equity under the heading of Revaluation surplus". However, a revaluation increase is recognised as income to the extent that it reverses a revaluation decrease in respect of the same asset previously recognised as an expense.

- When an asset's carrying amount is decreased as a result of a revaluation of the Group assets, the decrease is recognised in profit or loss. However, the revaluation decrease is charged to the other comprehensive income to the extent that it does not exceed an amount already held in "Revaluation surplus" in respect of the same asset.

Depreciation of investments property is calculated by reference to their costs amount, on the straight-line basis over the following estimated useful lives:

Land improvement	10 years
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Depreciation is included in determining income.

No depreciation is provided for land classified as investment property

3.6 Property, plant and equipment/Depreciation

Land and building and improvement are stated at revalued amount less accumulated depreciation and allowance for impairment (if any).

Land and buildings are initially recorded at cost on the acquisition date, and subsequently revalued by an independent professional appraiser to their fair values. Revaluations are made every 5 years to ensure that the carrying amount does not differ materially from fair value at the end of reporting period.

Equipment are stated at cost less accumulated depreciation and allowance on impairment (if any).

Differences arising from the revaluation are dealt with in the financial statements as follows.

- When an asset's carrying amount is increased as a result of a revaluation of the Group assets, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised equity under the heading of "Revaluation surplus". However, a revaluation increase is recognised as income to the extent that it reverses a revaluation decrease in respect of the same asset previously recognised as an expense.
- When an asset's carrying amount is decreased as a result of a revaluation of the Group assets, the decrease is recognised in profit or loss. However, the revaluation decrease is charged to the other comprehensive income to the extent that it does not exceed an amount already held in "Revaluation surplus" in respect of the same asset.

Depreciation of building and equipment is calculated by reference to their costs or the revalued amount, on the straight-line basis over the following estimated useful lives:

	<u>Useful lives</u>
Land improvement	10 - 50 years
Buildings and building improvement	5 - 50 years
Building decorations	5 - 6 years
Office equipment and air conditioners	5 - 10 years
Motor vehicles	5 - 10 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under installation.

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

3.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

3.8 Intangible assets

Intangible assets are carried at cost less accumulated amortization and allowance for impairment (if any).

Intangible assets with finite lives are amortized on a systematic basis over the economic useful line and tested for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense are included in determining income.

Amortization in included in determining income.

A summary of the intangible assets with finite useful lives is as follows.

	Useful lives
Computer software	5 - 10 years
Book copyright and translation fee	Amortised per number of book sold

3.9 Leases

At inception of a contract, the Group assessed whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercise by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.

Right-of-use assets - as a lessee

Right-of-use assets are recognized at the commencement date of the lease. Right-of-use assets are stated at cost, less accumulated depreciation and allowance for impairment (if any), and adjusted for any remeasurement of lease liabilities (if any). The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received.

The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Depreciation of right-of-use assets are calculated by reference to their costs on a straight-line basis over the shorter of the lease term and the estimated useful lives for each of right-of-use assets.

Lease liabilities

At the commencement date of the lease, lease liabilities are stated at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable (if any) and amount expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate.

In calculating the present value of lease payments, the Group use its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of the interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Group apply the short-term lease recognition exemption to its short-term leases (those leases that have a lease term of 12 months or less from the commencement date and not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term and leases of low-value assets are recognized as expense in profit and loss on a straight-line basis over the lease term.

3.10 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company. They also include associated companies and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel directors, and officers with authority in the planning and direction of the Group's operations.

3.11 Foreign currencies

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

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

Gains and losses on exchange are included in determining income.

3.12 Impairment of assets

At the end of each reporting period, the Group performs impairment reviews in respect of the investments property, property, plant and equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss. However, in cases where investments property and property plant and equipment were previously revalued and the revaluation was taken to equity, a part of such impairment is recognised in equity up to the amount of the previous revaluation. In the assessment of asset impairment if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at a revalued amount, in which case the reversal, which exceeds the carrying amount that would have been determined, is treated as a revaluation increase.

3.13 Employee benefits

Short-term employee benefits

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

Post-employment benefits (Defined contribution plans)

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

Post-employment benefits (Defined benefit plans)

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

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

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income. are recognised immediately in other comprehensive income and other long-term benefits are recognised immediately in profit and loss.

3.14 Provision for decommissioning costs

The Group recognises a provision for decommissioning costs, where an obligation exists. The estimated amount of the eventual costs relating to the decommissioning is discounted to its present value. The decommissioning costs are included in right-of-use assets and depreciated on a straight-line basis over the expected period of the decommissioning. The Group recognised provision for decommissioning costs is based on decommissioning costs which involves various assumptions, such as decommissioning period, future inflation rate and discount rate.

3.15 Provisions

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

3.16 Income tax

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

Current tax

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

Deferred tax

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

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

At each reporting date, the Group reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

3.17 Fair value measurement

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

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

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows.

3.18 Financial instruments

Classification and measurement of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortized cost, fair value through other comprehensive income, or fair value through profit or loss. The classification of financial assets at initial recognition is driven by the Company and its subsidiaries' business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Equity instruments can be classified and cannot be changed by two types of measurement which are measuring fair value through profit or loss or measuring fair value through other comprehensive income that without recycling to profit or loss.

The initial recognition of financial assets that are not measured at fair value through profit or loss with fair value plus or deduct transaction cost directly related to the acquisition or issuance. Financial assets that are measured at fair value through profit or loss, transaction costs are recognized as expense in profit or loss. However, trade receivables, that do not contain a significant financing component are measured at the transaction price.

Subsequent measurement of debt instruments by 3 methods depends on the classification of debt instruments.

- Financial assets measured at amortized cost when financial assets are held to receive cash flow under the agreement and condition of the agreement of the financial assets that generate cash flow to pay the principal and interest from the principal balance on the specified date only. Such financial assets have to be calculated using the effective rate and are subject to impairment assessment. Profit or loss arising from derecognized, modified or impaired will be recognized in profit or loss.
- Financial assets measured at fair value through other comprehensive income when financial assets are held to receive cash flow under the agreement and to sell financial assets and the agreement condition of financial assets generating cash flow that only pays the principal and interest from the principal balance on the specified date. The change of value of financial assets is recognized through other comprehensive income except loss on impairment and interest income and gain and loss on exchange rate are recognized as profit or loss upon recognized of financial assets. Earning or deficit previously recognized in other comprehensive income has to be reclassified into profit or loss. Such financial asset has to be calculated using the effective interest rate same as financial assets measured at amortized cost.
- Financial assets measured at fair value through profit or loss when financial assets that do not meet the criteria for amortized cost or financial assets measured at fair value through other comprehensive income will be presented in the statement of financial position at fair value by recognizing the net change of fair value in profit or loss.

Subsequent valuation of equity instruments must present equity instruments using the fair value and record profit/loss from change in fair value through profit or loss or other comprehensive income depending on equity instruments classification.

Classification and valuation of financial liabilities

The Group is recognized initially of financial liabilities at fair value net of transaction costs and classified as financial liabilities as financial liabilities subsequently measured at amortized cost using the effective rate. The amortized cost is calculated taking into account fees or costs that are an integral part of the effective rate. Amortization by the effective rate is presented as part of financial costs in profit or loss.

Derivative

Derivative is recognized at fair value and measured fair value at the end of the reporting period. Profit or loss from fair value remeasurement is recognized in profit or loss immediately unless that derivative is used for hedge.

Derecognition of financial instruments

Financial assets will be derecognized from the account when the right to receive cash flow of such asset has ended or when the right to receive cash flow of the assets is transferred including upon the transfer of all risk and consideration of that asset or transfer of internal control in that asset although there is no transfer or maintaining of nearly all risk and consideration of such asset.

Financial liabilities will be derecognized from the account when the obligation of such liabilities has been complied, the obligation is cancelled or the obligation has ended. In case existing financial liabilities are changed to new liabilities from one single lender with considerably different requirements or there is a significant amendment in the requirements of existing liabilities, these are considered as recognition old liabilities and recognizing new liabilities by recognizing the difference of such carrying value under profit or loss.

Impairment of financial assets

Expected credit loss for financial assets measured at amortized cost or debt instrument financial asset measured at fair value through other comprehensive income and assets arising from credit facility obligation and financial guarantee agreement are assessed without having to wait for the credit event to occur first. The Company and its subsidiaries use the general approach in considering the allowance for loss on impairment. For trade receivables, the Company and its subsidiaries apply a simplified approach in calculating ECLs. The Company and its subsidiaries recognize a loss based on lifetime ECLs at each reporting date. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

Offset of financial instruments

Financial assets and liabilities will be offset and presented at net balance in the statement of financial position in the case legally enforced in offsetting the recognized amount. The Company and its subsidiaries intend to pay the net balance or intends to receive assets and settle payment of liabilities at the same time.

3.19 Significant accounting judgements and estimates

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

Consolidation of subsidiaries that the Company holds less than half of shares

The management of the Company determined that the Company has control over Plearn Patt Company Limited, even though the Company holds 48.97% of shares and voting rights that is less than half of shares and voting rights. This is because the Company is a major shareholder and has the ability to direct the significant activities, while other shareholders are only minor shareholders. As a result, Plearn Patt Company Limited is deemed to be a subsidiary of the Company and has to be included in the consolidated financial statements from the date on which the Company assumed control

Expected credit losses for accounts receivable

In determining an allowance for expected credit losses for accounts receivable, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Provision for diminution in value of inventories

In determining of provision for diminution in value of inventories (allowance for dilapidated, slow moving and lost goods), the management needs to make judgement and estimates based upon, among other things, past goods returned history, inventory turnover, the consideration of the book edition and past good lost history.

Determining the lease term of contracts with renewal and termination options

The Group determined the lease term as the non-cancellable term of the lease, together with any period covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The management is required to use judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease, considering all relevant factors that create an economic incentive to exercise either the renewal or termination. After the commencement date, the Group reassessed the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit of the lease. Therefore, the incremental borrowing rate of the Group is used to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Group has would have to pay for necessary borrowing to acquire the assets, or assets with close value to right-of-use assets in similar economic environment, borrowing period and borrowing security.

Depreciation of investments property, property plant and equipment and right-of-use assets and amortization of intangible assets

In determining depreciation of investments property plant and equipment and right-of-use assets and amortization of intangible assets, the management is required to make estimates of the useful lives and residual values of the investments property, plant and equipment and intangible assets and to review estimate useful lives and residual values when there are any changes.

The Group measures investments property, land and buildings at revalued amounts such amounts are determined by the independent valuer using the market approach for land and the cost approach for buildings. The valuation involves certain assumptions and estimates as described in Note 13 and 14.

In addition, the management is required to review property, plant and equipment and right-of-use assets and intangible assets for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

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

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan and other long-term employee benefit plans is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increases rate and staff turnover rate.

Fair value of financial instruments

In determining the fair value of financial instruments recognized in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

4. TRANSACTIONS WITH RELATED PARTIES

The Company had significant business transactions with related parties. These parties are directly or indirectly related through common shareholding and/or directorship. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company, its subsidiaries and those related parties.

The related companies include the following:

Company	Relationship
Plearn Patt Co., Ltd.	Subsidiary company by direct shareholders
BaesLab Co., Ltd.	Subsidiary company by direct shareholders (Complete liquidation on September 21,2023)
M AND E Co., Ltd.	Associated company by direct shareholders
AIRA Factoring Public Co., Ltd.	Related parties by shareholders' equity

The significant transactions with related parties for the years ended December 31, 2024 and 2023, can be summarized as follows:

		Baht			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Transfer Pricing Policy					
<u>Transactions in the statements of income</u>					
<u>Subsidiary companies</u>					
Sales of goods	Mutually agreed agreement	-	-	273,910	125,049
Service revenue	Mutually agreed agreement	-	-	-	2,336
Dividend income	As declared	-	-	5,810,000	4,150,000
<u>Transactions in associate company</u>					
Dividend income	As declared	-	-	1,000,000	1,500,000
<u>Related companies</u>					
Service expenses	Mutually agreed agreement	11,215	11,215	11,215	11,215
Sales of goods	Mutually agreed agreement	873,875	-	873,875	-
<u>Shareholder and directors of subsidiary companies</u>					
Amortized right-of-use on land	Mutually agreed agreement	1,140,813	1,140,042	-	-
Amortized leasehold right on land	Mutually agreed agreement	667,899	666,073	-	-
Interest expenses	4% - 5% per annum and MRR+0.70%	268,154	55,767	228,045	-

As at December 31, 2024 and 2023 Significant outstanding balances with related companies are as follow:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Outstanding balances at the statements of financial position				
Shareholder and directors of subsidiary companies				
Leasehold on land	12,561,690	13,229,589	-	-
Lease liabilities	30,863,611	31,475,552	-	-
Long - term loan from director	1,000,000	1,300,000	-	-

Directors and management's benefits (According to the definition of the Securities and Exchange Commission (SEC))

For the years ended December 31, 2024 and 2023, the Group had employee benefit expenses payable to their directors and management as below.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Short-term employee benefits	16,215,182	19,484,528	11,619,303	14,788,652
Post-employment benefits	483,350	566,752	483,350	537,920
Total	16,698,532	20,051,280	12,102,653	15,326,572

5. CASH AND CASH EQUIVALENTS

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Cash	5,607,405	7,044,000	5,377,661	6,785,428
Bank deposits - current accounts	918,995	3,127,145	537,348	2,745,497
Bank deposits - saving accounts	100,088,733	108,559,245	4,578,507	7,003,277
Total	106,615,133	118,730,390	10,493,516	16,534,202

6. TRADE AND OTHER CURRENT RECEIVABLES

This account consisted of:

	Bath			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Trade receivables - Other companies				
Classified by aging				
Not yet due	34,901,571	46,800,544	34,901,571	46,800,545
0 - 6 months	9,537,897	13,577,205	8,046,122	11,272,302
6 - 12 months	1,211,868	1,928,305	729,625	411,580
Over 12 months	2,630,750	2,633,934	643,901	201,767
Total	48,282,086	64,939,988	44,321,219	58,686,194

	Bath			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
<u>Less</u> Allowance for expected credit losses	(4,715,147)	(6,072,904)	(2,487,176)	(2,882,375)
Allowance for goods return	(1,280,318)	(2,342,885)	(1,280,318)	(2,342,885)
Total	42,286,621	56,524,199	40,553,725	53,460,934
Total trade receivable	42,286,621	56,524,199	40,553,725	53,460,934
<u>Other current receivables</u>				
Advances	964,340	422,509	958,340	392,509
Others	1,488,538	1,522,870	930,318	1,113,207
Total other current receivables	2,452,878	1,945,379	1,888,658	1,505,716
Total trade and other current receivables - net	44,739,499	58,469,578	42,442,383	54,966,650

The movements in transactions of allowance for expected credit losses and allowance for returned goods as follows:

	Baht			
	Consolidated financial statements		Separate financial statements	
	Allowance for expected credit losses	Allowance for goods return	Allowance for expected credit losses	Allowance for goods return
Beginning balance	6,072,904	2,342,885	2,882,375	2,342,885
<u>Add</u> Increase during the year	-	-	-	-
<u>Less</u> reversal during the year	(1,357,757)	(1,062,567)	(395,199)	(1,062,567)
Ending balance	4,715,147	1,280,318	2,487,176	1,280,318

7. INVENTORIES

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Finished goods	339,985,527	369,596,297	338,857,448	367,258,811
Work in process	9,670,432	8,281,549	9,670,432	8,281,549
Raw material	388,288	565,912	388,288	565,912
Total	350,044,247	378,443,758	348,916,168	376,106,272
<u>Less</u> Allowance for loss of inventories	(1,868,708)	(4,771,790)	(1,868,708)	(4,771,790)
Allowance for dilapidated and slow moving	(120,758,725)	(146,665,837)	(120,659,140)	(146,566,252)
Inventories - net	227,416,814	227,006,131	226,388,320	224,768,230

Movements in transactions of allowance for loss of inventories and dilapidated and slow moving are summarized as follows:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Beginning balance	151,437,627	183,836,162	151,338,042	183,736,577
<u>Add</u> Increase during the year	1,015,097	1,510,316	1,015,097	1,510,316
<u>Less</u> reversal during the year	(29,825,291)	(33,908,851)	(29,825,291)	(33,908,851)
Ending balance	<u>122,627,433</u>	<u>151,437,627</u>	<u>122,527,848</u>	<u>151,338,042</u>

8. OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS

This account consisted of:

	Baht	
	Consolidated/Separate financial statements	
	2024	2023
Investment in securities in unit trust - at cost	104,560	1,302,569
<u>Add</u> Unrealized gain on changes in the value of investments	18	117
Investment in securities - at fair value	104,578	1,302,686
Interest rate swap transaction	-	81,934
Total	<u>104,578</u>	<u>1,384,620</u>

9. OTHER CURRENT ASSETS

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Accrued receivables from sale of unit trust	4,100,684	-	4,100,684	-
Supplies	11,096,757	12,705,659	10,030,926	12,704,192
Prepaid expenses	7,373,298	8,119,293	5,191,570	5,848,385
Other	1,210,359	1,802,486	1,204,779	1,797,773
Total	<u>23,781,098</u>	<u>22,627,438</u>	<u>20,527,959</u>	<u>20,350,350</u>

10. RESTRICTED BANK DEPOSITS

As at December 31, 2024 and 2023, the Company have the fixed deposits with 12 months maturity, amount to Baht 8.00 million, with the interest rate of 1.00% per annum and 0.70% per annum, respectively. has been used to guarantee electricity use, rental of space and dealers (Note 35.2 to financial statements).

11. INVESTMENTS IN AN ASSOCIATE

11.1 Investments in an associate is summarized below.

			Baht								
			Consolidated financial statements				Separate financial statements				
			Shareholding percentage (%)	At equity method		Allowance for impairment of investments		At equity method - Net		At cost method	
Company's name	Nature of business	2024		2023	2024	2023	2024	2023	2024	2023	
M AND E Co., Ltd.	Painting office production of technical	25		15,188,810	17,987,273	(580,000)	(580,000)	14,608,810	17,407,273	100,000	100,000
Total	magazines and engineering manuals		15,188,810	17,987,273	(580,000)	(580,000)	14,608,810	17,407,273	100,000	100,000	

11.2 Share of comprehensive income and dividend received

During the years, the Company has recognized its share of gain (loss) from investments in associate in the consolidated financial statements and dividend income in the separate financial statements as follows:

		Baht					
		Consolidated financial statements				Separate financial statements	
		Share of gain (loss) from associate		Share of other comprehensive income (loss) of associate		Dividend	
Company's name		2024	2023	2024	2023	2024	2023
M and E Co., Ltd.		6,974	82,405	(1,805,437)	(884,639)	1,000,000	1,500,000

11.3 Summarized financial information of associate

Financial information of the associate is summarized below.

		Baht									
		Paid-up capital		Total assets		Total liabilities		Total revenues		Profit for the year ended	
Company's name		2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
M and E Co., Ltd.		400,000	400,000	66,109,410	79,258,969	1,354,170	1,309,876	3,206,095	3,856,107	107,813	801,376

For the year 2024

According to the Shareholders' Meeting No. 1/2024 dated April 29, 2024 of M AND E Co., Ltd., it had a resolution to approve the dividend payment from the operating results ended December 31, 2005 to the shareholders at Baht 1,000.00 per share for 4,000 shares. The will be dividend payment totaled Baht 4.00 million on July 25, 2024.

For the year 2023

According to the Shareholders' Meeting No. 1/2023 dated April 29, 2023 of M AND E Co., Ltd., it had a resolution to approve the dividend payment from the operating results ended December 31, 2004 to the shareholders at Baht 1,500.00 per share for 4,000 shares. The will be dividend payment totaled Baht 6.00 million on July 20, 2023.

12. INVESTMENTS IN SUBSIDIARIES

12.1 Investments in subsidiaries as presented in the separate financial statements is summarized below.

Company's name	Baht											
	Paid-up capita		Shareholding percentage		Cost		Allowance for impairment of investments		Carrying amounts based on cost method - net		Dividend received during the year	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	(Thousand Baht)	(Thousand Baht)	(%)	(%)								
Pleam Patt Co., Ltd.	151,850	151,850	48.97	48.97	83,000,000	83,000,000	-	-	83,000,000	83,000,000	5,810,000	4,150,000
Total					83,000,000	83,000,000	-	-	83,000,000	83,000,000	5,810,000	4,150,000

12.2 Details of investments in subsidiaries that have material non-controlling interests

Company's name	Baht							
	Proportion of equity interest held by non-controlling interests		Accumulated balance of non-controlling interests		Profit allocated to non-controlling interests during the year		Dividend paid to non-controlling interests during the year	
	2024	2023	2024	2023	2024	2023	2024	2023
	(%)	(%)						
Pleam Patt Co., Ltd.	51.03	51.03	132,485,982	129,035,434	9,384,729	17,356,793	6,053,285	4,323,775

12.3 Summarized financial information that based on amounts before inter-company elimination about Pleam Patt Co., Ltd. that have material non-controlling

	Baht	
	2024	2023
Current assets	102,700,366	110,145,591
Non-current assets	461,516,108	441,805,282
Current liabilities	111,071,348	171,719,868
Non-current liabilities	187,303,671	121,150,278
Revenue	290,380,722	277,660,398
Profit	18,390,612	34,032,604
Other comprehensive income (loss) for the year	233,401	(3,281,763)
Total comprehensive income	18,624,011	30,750,841
Cash flow provided by operating activities	77,228,428	80,969,763
Cash flow used in investing activities	(49,644,328)	(27,759,236)
Cash flow provided by (used in) financing activities	(33,590,157)	(34,637,328)
Increase (decrease) in cash and cash equivalents - net	(6,006,057)	18,573,199

BaesLab Co., Ltd.

According to the Extraordinary Shareholders' Meeting No. 1/2023 dated July 10, 2023, BaesLab Co., Ltd. had a special resolution to dissolve the company and the company had registered for the dissolution with Ministry of Commerce on July 20, 2023. The liquidation had been completed on September 21, 2023. And on September 21, 2023, such subsidiary had repaid the investment to the Company amounted Baht 0.08 million.

Plearn Patt Co., Ltd.

For the year 2024

On March 25, 2024, the Annual General Shareholders' Meeting for the year 2024 of Ploenpat Co., Ltd., a subsidiary, the meeting resolved to pay dividends from the operating results ended December 31, 2023 to the shareholders at Baht 0.70 per share for 16,947,550 shares, totaled Baht 11.86 million on April 24, 2024.

For the year 2023

On March 31, 2023, the Annual General Shareholders' Meeting for the year 2023 of Ploenpat Co., Ltd., a subsidiary, the meeting resolved to pay dividends from the operating results ended December 31, 2022 to the shareholders at Baht 0.50 per share for 16,947,550 shares, totaled Baht 8.70 million on April 30, 2023.

13. INVESTMENTS PROPERTY

This account consisted of:

	Baht			
	Consolidated/Separate financial statements			
	Balance as at	Transaction during the year		
	December	Additions	Deduction	Transfer In (out)
	31, 2023			
<u>Cost</u>				
Land and land improvement	50,154,022	-	-	-
<u>Less</u> Accumulated depreciation	658,412	-	-	-
Total	49,495,610			
<u>Appraised value - net</u>				
Land and land improvement	74,404,390	-	-	-
Land and land improvement				
appraised value - net	74,404,390	-	-	-
Investment property, net	123,900,000			

	Baht			
	Consolidated/Separate financial statements			
	Balance as at	Transaction during the year		
	December	Additions	Deduction	Transfer In (out)
	31, 2022			
<u>Cost</u>				
Land and land improvement	50,154,022	-	-	-
<u>Less</u> Accumulated depreciation	658,412	-	-	-
Total	49,495,610			
<u>Appraised value - net</u>				
Land and land improvement	51,904,390	22,500,000	-	-
Land and land improvement				
appraised value - net	51,904,390	22,500,000	-	-
Investment property, net	101,400,000			

The Group arranged for an independent professional value to appraise the value of certain assets in 2022 on an asset-by-asset basis (Level 3) appraised investment property is land that is not used in operations. Appraised value Baht 123.90 million (In 2017 with a total appraisal value Baht 101.40 million) land was revalued using the Market approach.

As at December 31, 2024 and 2023, land improvements were fully depreciated but are still in use amount to Baht 0.68 million.

14. PROPERTY, PLANT AND EQUIPMENT

This account consisted of:

	Baht				
	Consolidated financial statements				
	Balance as at	Transaction during the year			Balance as at
	December	Additions	Deduction	Transfer In (out)	December
	31, 2023				31, 2024
<u>Cost</u>					
Land and land improvement	487,148,082	-	-	-	487,148,082
Building and building improvement	877,687,005	956,534	(12,230,507)	34,322,018	900,735,050
Building and building decorations	86,486,974	172,875	(21,545,989)	102,708,360	167,822,220
Demolition cost	8,637,122	1,399	(2,124,748)	8,442,485	14,956,258
Office equipment	474,983,565	11,427,591	(17,292,785)	7,137,578	476,255,949
Motor vehicles	21,395,910	-	-	-	21,395,910
Construction in progress	26,433,031	57,623,883	-	(59,862,412)	24,194,502
Total	1,982,771,689	70,182,282	(53,194,029)	92,748,029	2,092,507,971
<u>Less Accumulated depreciation</u>					
Land and land improvement	39,980,419	3,583,113	-	-	43,563,532
Building and building improvement	307,246,689	26,476,749	(6,201,790)	-	327,521,648
Building and building decorations	81,449,020	1,843,196	(21,295,927)	100,034,414	162,030,703
Demolition cost	8,577,241	43,398	(2,124,748)	8,417,054	14,912,945
Office equipment	422,999,165	19,106,017	(16,554,059)	-	425,551,123
Motor vehicles	20,072,709	254,820	-	-	20,327,529
Total	880,325,243	51,307,293	(46,176,524)	108,451,468	993,907,480
<u>Less Allowance for impairment</u>					
Building and building decorations	170,346	455,787	(169,508)	-	456,625
Total	170,346	455,787	(169,508)	-	456,625
<u>Appraised value - net</u>					
Land and land improvement	505,885,842	-	-	-	505,885,842
Building and building improvement	137,321,065	-	(5,415,649)	-	131,905,416
Property, plant and equipment appraised					
value - net	643,206,907	-	(5,415,649)	-	637,791,258
Property, plant and equipment - net	1,745,483,007				1,735,935,124

	Baht				
	Consolidated financial statements				
	Balance as at	Transaction during the year			Balance as at
	December	Additions	Deduction	Transfer In (out)	December
	31, 2022				31, 2023
<u>Cost</u>					
Land and land improvement	487,042,437	105,645	-	-	487,148,082
Building and building improvement	871,927,413	1,383,781	(4,459,338)	8,835,149	877,687,005
Building and building decorations	109,350,215	1,059,918	(14,369,127)	(9,554,032)	86,486,974
Demolition cost	11,412,683	50,649	(1,583,361)	(1,242,849)	8,637,122
Office equipment	494,160,781	14,635,961	(34,420,215)	607,038	474,983,565
Motor vehicles	21,395,910	-	-	-	21,395,910
Construction in progress	13,108,347	27,730,919	-	(14,406,235)	26,433,031
Total	2,008,397,786	44,966,873	(54,832,041)	(15,760,929)	1,982,771,689
<u>Less Accumulated depreciation</u>					
Land and land improvement	36,407,095	3,573,324	-	-	39,980,419
Building and building improvement	283,026,479	26,388,728	(2,168,518)	-	307,246,689
Building and building decorations	105,203,801	1,981,418	(14,336,286)	(11,399,913)	81,449,020
Demolition cost	11,376,162	27,289	(1,583,361)	(1,242,849)	8,577,241
Office equipment	436,693,515	19,955,281	(33,649,631)	-	422,999,165
Motor vehicles	19,680,716	391,993	-	-	20,072,709
Total	892,387,768	52,318,033	(51,737,796)	(12,642,762)	880,325,243
<u>Less Allowance for impairment</u>					
Building and building decorations	124,369	138,723	(92,746)	-	170,346
Total	124,369	138,723	(92,746)	-	170,346
<u>Appraised value - net</u>					
Land and land improvement	433,885,842	72,000,000	-	-	505,885,842
Building and building improvement	36,664,551	102,680,976	(2,024,462)	-	137,321,065
Property, plant and equipment appraised value - net	470,550,393	174,680,976	(2,024,462)	-	643,206,907
Property, plant and equipment - net	1,586,436,042				1,745,483,007

	Baht				
	Separate financial statements				
	Balance as at	Transaction during the year			Balance as at
	December	Additions	Deduction	Transfer In (out)	December
	31, 2023				31, 2024
<u>Cost</u>					
Land and land improvement	314,006,872	-	-	-	314,006,872
Building and building improvement	553,793,229	-	-	-	553,793,229
Building and building decorations	86,488,480	172,875	(21,545,989)	102,708,360	167,823,726
Demolition cost	8,637,122	1,399	(2,124,748)	8,442,485	14,956,258
Office equipment	364,643,059	3,484,907	(15,078,223)	-	353,049,743
Motor vehicles	19,698,810	-	-	-	19,698,810
Construction in progress	2,704,057	15,781,709	-	(18,402,816)	82,950
Total	1,349,971,629	19,440,890	(38,748,960)	92,748,029	1,423,411,588
<u>Less Accumulated depreciation</u>					
Land and land improvement	8,484,852	870,427	-	-	9,355,279
Building and building improvement	136,712,109	12,188,185	-	-	148,900,294
Building and building decorations	81,448,471	1,843,196	(21,295,927)	100,034,414	162,030,154
Demolition cost	8,577,241	43,398	(2,124,748)	8,417,054	14,912,945
Office equipment	339,363,768	8,073,742	(14,567,866)	-	332,869,644
Motor vehicles	18,375,610	254,820	-	-	18,630,430
Total	592,962,051	23,273,768	(37,988,541)	108,451,468	686,698,746
<u>Less Allowance for impairment</u>					
Building and building decorations	170,346	455,787	(169,508)	-	456,625
Total	170,346	455,787	(169,508)	-	456,625
<u>Appraised value - net</u>					
Land and land improvement	473,440,164	-	-	-	473,440,164
Building and building improvement	121,451,759	-	(3,927,357)	-	117,524,402
Property, plant and equipment					
appraised value - net	594,891,923	-	(3,927,357)	-	590,964,566
Property, plant and equipment - net	1,351,731,155				1,327,220,783

	Baht				
	Separate financial statements				
	Balance as at	Transaction during the year			Balance as at
	December	Additions	Deduction	Transfer In (out)	December
	31, 2022				31, 2023
<u>Cost</u>					
Land and land improvement	314,006,872	-	-	-	314,006,872
Building and building improvement	553,793,229	-	-	-	553,793,229
Building and building decorations	109,351,721	1,059,918	(14,369,127)	(9,554,032)	86,488,480
Demolition cost	11,412,683	50,649	(1,583,361)	(1,242,849)	8,637,122
Office equipment	387,524,846	9,104,017	(32,475,298)	489,494	364,643,059
Motor vehicles	19,698,810	-	-	-	19,698,810
Construction in progress	82,949	7,159,801	-	(4,538,693)	2,704,057
Total	1,395,871,110	17,374,385	(48,427,786)	(14,846,080)	1,349,971,629
<u>Less Accumulated depreciation</u>					
Land and land improvement	7,616,803	868,049	-	-	8,484,852
Building and building improvement	123,464,307	13,247,802	-	-	136,712,109
Building and building decorations	105,203,252	1,981,418	(14,336,286)	(11,399,913)	81,448,471
Demolition cost	11,376,162	27,289	(1,583,361)	(1,242,849)	8,577,241
Office equipment	361,222,167	9,935,442	(31,793,841)	-	339,363,768
Motor vehicles	17,983,617	391,993	-	-	18,375,610
Total	626,866,308	26,451,993	(47,713,488)	(12,642,762)	592,962,051
<u>Less Allowance for impairment</u>					
Building and building decorations	124,369	138,723	(92,746)	-	170,346
Total	124,369	138,723	(92,746)	-	170,346
<u>Appraised value - net</u>					
Land and land improvement	401,440,164	72,000,000	-	-	473,440,164
Building and building improvement	19,311,019	102,680,976	(540,236)	-	121,451,759
Property, plant and equipment					
appraised value - net	420,751,183	174,680,976	(540,236)	-	594,891,923
Property, plant and equipment - net	1,189,631,616				1,351,731,155

In 2023, the Company have arranged for an asset appraisal with a total appraisal value of Baht 1,238.40 million. (In 2017 with a total appraisal value Baht 1,231.54 million) In 2022, the subsidiaries have arranged for an asset appraisal with a total appraisal value of Baht 446.85 million. (In 2017 with a total appraisal value Baht 236.53 million)

The Company and its subsidiaries for an independent professional value to appraise the value of certain assets an asset-by-asset basis (Level 3). as follows:

Land was revalued using the Market approach.

Buildings were revalued using the Cost approach, which represents the estimated cost to construct a new building at the current replacement cost less depreciation based on useful life.

As at December 31, 2024 and 2023, certain building and equipment were fully depreciated but are still in use of the Group. The gross carrying amount before deducting accumulated depreciation and allowance for impairment of those assets amounted Baht 648.14 million and Baht 470.54 million respectively, (Separate financial statements Baht 580.86 million and Baht 411.04 million, respectively).

The Company mortgaged the land and constructions thereon where the distribution centre is situated to secure against credit facilities granted by a commercial bank (Notes 17, 21 and 36 to the financial statements).

15. RIGHT-OF-USE ASSETS

This account consisted of:

	Baht			
	Consolidated financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Change in	December
	31, 2023		conditions/ written-off	31, 2024
<u>Cost</u>				
Leasehold rights on land	18,112,821	-	-	18,112,821
Leasehold rights on buildings	38,273,528	-	(11,873,528)	26,400,000
Rental area	332,193,163	59,295,764	(141,826,041)	249,662,886
Rental area improvement	198,035,581	18,972,284	(109,835,562)	107,172,303
Demolition cost	19,286,944	989,700	(9,253,943)	11,022,701
Rental vehicles	15,506,781	1,639,189	(1,079,999)	16,065,971
Total	621,408,818	80,896,937	(273,869,073)	428,436,682
<u>Less</u> Accumulated depreciation				
Leasehold rights on land	4,883,231	667,899	-	5,551,130
Leasehold rights on buildings	29,472,262	1,638,014	(11,873,528)	19,236,748
Rental area	229,977,470	38,846,859	(140,472,631)	128,351,698
Rental area improvement	172,092,495	7,496,100	(107,376,694)	72,211,901
Demolition cost	18,015,743	771,920	(9,166,637)	9,621,026
Rental vehicles	5,820,936	3,186,225	(1,079,999)	7,927,162
Total	460,262,137	52,607,017	(269,969,489)	242,899,665
Right-of-use assets - net	161,146,681			185,537,017

	Baht			
	Consolidated financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Change in	December
	31, 2022		conditions/ written-off	31, 2023
<u>Cost</u>				
Leasehold rights on land	18,112,821	-	-	18,112,821
Leasehold rights on buildings	67,853,371	-	(29,579,843)	38,273,528
Rental area	345,986,955	35,159,615	(48,953,407)	332,193,163
Rental area improvement	202,316,005	18,177,221	(22,457,645)	198,035,581
Demolition cost	19,037,312	1,291,384	(1,041,752)	19,286,944
Rental vehicles	12,725,237	5,645,228	(2,863,684)	15,506,781
Total	666,031,701	60,273,448	(104,896,331)	621,408,818
<u>Less Accumulated depreciation</u>				
Leasehold rights on land	4,217,158	666,073	-	4,883,231
Leasehold rights on buildings	56,708,452	2,343,653	(29,579,843)	29,472,262
Rental area	219,554,232	54,104,470	(43,681,232)	229,977,470
Rental area improvement	189,968,724	6,338,512	(24,214,741)	172,092,495
Demolition cost	18,807,688	249,807	(1,041,752)	18,015,743
Rental vehicles	5,386,487	3,298,133	(2,863,684)	5,820,936
Total	494,642,741	67,000,648	(101,381,252)	460,262,137
Right-of-use assets - net	171,388,960			161,146,681

	Baht			
	Separate financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Change in	December
	31, 2023		conditions/ written-off	31, 2024
<u>Cost</u>				
Leasehold rights on buildings	38,273,528	-	(11,873,528)	26,400,000
Rental area	297,248,207	56,768,112	(141,826,041)	212,190,278
Rental area improvement	198,035,581	18,972,284	(109,835,562)	107,172,303
Demolition cost	19,286,944	989,700	(9,253,943)	11,022,701
Rental vehicles	15,506,781	1,639,189	(1,079,999)	16,065,971
Total	568,351,041	78,369,285	(273,869,073)	372,851,253
<u>Less Accumulated depreciation</u>				
Leasehold rights on buildings	29,472,262	1,638,014	(11,873,528)	19,236,748
Rental area	224,891,964	37,490,651	(140,472,631)	121,909,984
Rental area improvement	172,092,495	7,496,100	(107,376,694)	72,211,901
Demolition cost	18,015,743	771,920	(9,166,637)	9,621,026
Rental vehicles	5,820,936	3,186,225	(1,079,999)	7,927,162
Total	450,293,400	50,582,910	(269,969,489)	230,906,821
Right-of-use assets - net	118,057,641			141,944,432

	Baht			
	Separate financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Change in	December
	31, 2022		conditions/ written-off	31, 2023
<u>Cost</u>				
Leasehold rights on buildings	67,853,371	-	(29,579,843)	38,273,528
Rental area	311,041,999	35,159,615	(48,953,407)	297,248,207
Rental area improvement	202,316,005	18,177,221	(22,457,645)	198,035,581
Demolition cost	19,037,312	1,291,384	(1,041,752)	19,286,944
Rental vehicles	12,725,237	5,645,228	(2,863,684)	15,506,781
Total	612,973,924	60,273,448	(104,896,331)	568,351,041
<u>Less Accumulated depreciation</u>				
Leasehold rights on buildings	56,708,452	2,343,653	(29,579,843)	29,472,262
Rental area	215,821,379	52,751,817	(43,681,232)	224,891,964
Rental area improvement	189,968,724	6,338,512	(24,214,741)	172,092,495
Demolition cost	18,807,688	249,807	(1,041,752)	18,015,743
Rental vehicles	5,386,487	3,298,133	(2,863,684)	5,820,936
Total	486,692,730	64,981,922	(101,381,252)	450,293,400
Right-of-use assets - net	126,281,194			118,057,641

The whole amount of the leasehold on buildings represented leased areas in leading shopping centers in order to open SE-ED Book Center. The terms of these leaseholds range between 10 to 30 years.

As at December 31, 2024 and 2023, the whole amount of the leasehold rights consisted of five land lease agreements which the subsidiary entered into with its shareholders totalling Baht 45.22 million. It is related to the lease of land area of approximately 11 rais 173.50 square wah for the period of 29 - 49 years and one Director land lease agreements totalling Baht 15.62 million. It is related to the lease of land area of approximately 4 rais 370 square wah for the period of 30 years for the purpose of operating an education institute.

16. INTANGIBLE ASSETS

This account consisted of:

	Baht				
	Consolidated financial statements				
	Balance as at	Transaction during the year			Balance as at
	December	Additions	Deduction	Transfer	December
	31, 2023			In (out)	31, 2024
<u>Cost</u>					
Computer program	53,726,215	332,770	-	-	54,058,985
Program under development	5,098,585	15,891,190	-	-	20,989,775
Total	58,824,800	16,223,960	-	-	75,048,760
<u>Less Accumulated amortization</u>					
Computer program	50,786,086	1,162,804	-	-	51,948,890
Total	50,786,086	1,162,804	-	-	51,948,890
Intangible assets - net	8,038,714				23,099,870

	Baht			
	Consolidated financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Deduction	December
	31, 2022			31, 2023
<u>Cost</u>				
Computer program	52,599,366	211,999	-	53,726,215
Program under development	-	5,098,585	-	5,098,585
Total	52,599,366	5,310,584	-	58,824,800
<u>Less</u> Accumulated amortization				
Computer program	49,305,635	1,480,451	-	50,786,086
Total	49,305,635	1,480,451	-	50,786,086
Intangible assets - net	3,293,731			8,038,714

	Baht			
	Separate financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Deduction	December
	31, 2023			31, 2024
<u>Cost</u>				
Computer program	52,173,688	-	-	52,173,688
Program under development	5,098,585	15,891,190	-	20,989,775
Total	57,272,273	15,891,190	-	73,163,463
<u>Less</u> Accumulated amortization				
Computer program	50,424,581	974,495	-	51,399,076
Total	50,424,581	974,495	-	51,399,076
Intangible assets - net	6,847,692			21,764,387

	Baht			
	Separate financial statements			
	Balance as at	Transaction during the year		Balance as at
	December	Additions	Deduction	December
	31, 2022			31, 2023
<u>Cost</u>				
Computer program	51,961,689	211,999	-	52,173,688
Program under development	-	5,098,585	-	5,098,585
Total	51,961,689	5,310,584	-	57,272,273
<u>Less</u> Accumulated amortization				
Computer program	49,026,573	1,398,008	-	50,424,581
Total	49,026,573	1,398,008	-	50,424,581
Intangible assets - net	2,935,116			6,847,692

17. OVERDRAFTS AND SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

This account consisted of:

	Baht	
	Consolidated/Separate financial statements	
	2024	2023
Overdraft	23,636,219	17,805,930
Short-term loan	170,000,000	210,000,000
Electronic Facility Agreement	31,715,419	-
Total	225,351,638	227,805,930

As at December 31, 2024 and 2023, the Company have the overdrafts amounted Baht 23.64 million and Baht 17.81 million, respectively, with carried MOR% per annum and guaranteed by mortgaging the land with buildings (Note 36 to the financial statements).

And the Company have the short-term loans amount of Baht 170.00 million and Baht 210.00 million, respectively, in the form of promissory in the amount of Baht 170.00 million and Baht 220.00 million, respectively, notes in the not over 3 months with interest rate of 5.23% - 5.70% per annum and 5.15% - 5.60% per annum, respectively.

As at December 31, 2024 the Company have electronic facility agreement from a local commercial bank in the amount of Baht 31.72 million, limit amounted Baht 50.00 million, with the bearing interest of MLR - 2.25% per annum.

18. TRADE AND OTHER CURRENT PAYABLES

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Trade payable - other companies	271,878,800	303,860,589	271,572,388	302,471,864
Other current payables				
Accrued expenses	72,297,842	68,056,985	48,299,896	54,357,909
Other payables for purchase of assets	1,429,330	350,811	88,546	305,211
Other payables	14,960,031	16,379,020	12,221,991	13,808,719
	88,687,203	84,786,816	60,610,433	68,471,839
Total	360,566,003	388,647,405	332,182,821	370,943,703

19. INCOME RECEIVED IN ADVANCE

This account consisted of:

	Baht	
	Consolidated financial statements	
	2024	2023
Income received in advance - not yet recognized	126,349,333	124,488,668
<u>Less</u> Income received in advance recognizable within one year	<u>(80,435,419)</u>	<u>(78,131,280)</u>
Net	<u>45,913,914</u>	<u>46,357,388</u>

Movements of income received in advance are summarised as follows:

	Baht		
	Consolidated financial statements		
	Initial entrance fee	Education supporting fee	Total
Beginning as at January 1, 2023	56,936,878	61,489,340	118,426,218
<u>Add</u> Increase during the year	<u>15,905,917</u>	<u>268,399,124</u>	<u>284,305,041</u>
<u>Less</u> Income recognition during the year	<u>(14,695,837)</u>	<u>(262,964,561)</u>	<u>(277,660,398)</u>
<u>Less</u> Returned due to resignation of students	<u>(265,540)</u>	<u>(316,653)</u>	<u>(582,193)</u>
Balance as at December 31, 2023	57,881,418	66,607,250	124,488,668
<u>Add</u> Increase during the year	<u>14,365,000</u>	<u>278,752,100</u>	<u>293,117,100</u>
<u>Less</u> Income recognition during the year	<u>(14,278,792)</u>	<u>(276,101,930)</u>	<u>(290,380,722)</u>
<u>Less</u> Returned due to resignation of students	<u>-</u>	<u>(875,713)</u>	<u>(875,713)</u>
Balance as at December 31, 2024	<u>57,967,626</u>	<u>68,381,707</u>	<u>126,349,333</u>

20. OTHER CURRENT LIABILITIES

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Coupon and prepaid card payable	12,288,186	12,578,034	12,288,186	12,578,034
Accrued withholding tax	2,462,072	1,701,756	2,141,680	1,330,654
Unearned income	8,748,925	5,625,833	8,748,925	5,369,983
Advance received for purchasing books	738,327	734,924	738,327	734,924
Others	2,912,885	3,097,916	1,836,153	2,328,146
Total	<u>27,150,395</u>	<u>23,738,463</u>	<u>25,753,271</u>	<u>22,341,741</u>

21. LONG-TERM LOANS

This account consisted of:

Loan	Credit line using (Million Baht)	Withdraw loan (Million Baht)	Interest rate (%)	Monthly installment (Million Baht)	The first installment date of 1 st loan and the final installment date of final loan	Baht			
						Consolidated financial statements		Separate financial statements	
						2024	2023	2024	2023
1	500	500	MLR-1.5	2.05	Nov. 2014 - Nov. 2024	-	20,928,000	-	20,928,000
2	100	100	Fix 4.50*	2.08	Sep. 2021 - Jul. 2025	29,520,000	56,600,000	29,520,000	56,600,000
3	-	-	3, 4**	Settlement at maturity date of the contracts	Jan. 2024 - Jul. 2027	52,050,000	73,000,000	-	-
4	20	20	MLR	0.56	Apr. 2022 - Apr. 2025	1,652,000	8,324,000	1,652,000	8,324,000
5	100	100	Fix 5.80	0.20, 4.00, 1.39	Aug. 2024 - Aug. 2027	93,244,280	-	93,244,280	-
Total	720	720				176,466,280	158,852,000	124,416,280	85,852,000
Less: Current portion						(65,452,000)	(127,680,000)	(65,452,000)	(54,680,000)
Long-term loans - net						111,014,280	31,172,000	58,964,280	31,172,000

* Interest expense rate in swap transaction agreement on October 3, 2022, it had been adjusted the condition to Fix 4.50% per annum.

** Unsecured long-term loan of subsidiary.

The long-term loans were guaranteed with the land and buildings that was the location of the distribution center to guarantee any liabilities or obligations either already exist at the moment or will be held under such agreement (Note 36.4 to the financial statements).

Under such long agreement, the Company had to comply with some certain financial conditions specified in the agreement such as to maintain the debt ratio with interest to equity and leverage ratio, etc.

The Company had entered into the interest rate swap agreement of the credit limit loan No. 2 with the lender bank to exchange interest rate as specified in the loan agreement as floating interest rate plus the specified rate (Note 36.4 to the financial statements).

22. EDUCATIONAL GUARANTEE

Educational guarantee in money collected from special student and during the year 2023, the school had a policy to collect contributions for school development. The objective was to support the school with sufficient budgets to build and improve school and various building activities. It had been started for the new students from the academic year 2024 onwards according to the basis for refunds and interest rates depend on specified conditions.

23. LONG-TERM EMPLOYEE BENEFIT OBLIGATIONS

This account consisted of:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Provision for compensation on employees	70,735,107	70,722,971	53,448,789	51,859,960
Provision for long service awards	19,833,952	17,888,158	16,452,777	17,888,158
Total	90,569,059	88,611,129	69,901,566	69,748,118

Movements of the long-term employee benefit obligations account are as follows:-

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Long-term employee benefit obligations at beginning of the year	88,611,129	84,728,646	69,748,118	70,401,586
Included in profit or loss :				
Past service cost	-	1,027,942	-	1,027,942
Current service cost	6,377,056	6,688,548	4,734,851	5,281,310
Cost of interest	2,429,821	1,320,196	1,835,635	1,023,274
Included in other comprehensive income :				
Experience adjustment	-	1,589,305	-	-
Demographic assumption change	-	10,325,480	-	5,327,132
Financial assumption changes	-	(9,511,044)	-	(6,437,918)
Benefit paid during year	(6,848,947)	(7,557,944)	(6,417,038)	(6,875,208)
Long-term employee benefit obligations at the end of the year	90,569,059	88,611,129	69,901,566	69,748,118

Long-term employee benefit expenses are recognised in profit or loss are as follows.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Selling and administrative expenses	8,806,877	9,036,686	6,570,486	7,332,526
Total expenses recognised in profit or loss	8,806,877	9,036,686	6,570,486	7,332,526

As at December 31, 2024 and 2023, the Group expects to pay Baht 3.67 million and Baht 6.42 million, respectively of long-term employee benefits during the next year, (Separate financial statements Baht 3.67 million and Baht 6.42 million, respectively).

As at December 31, 2024 and 2023, the weighted average duration of the liabilities for long-term employee benefit is 7 - 17 years and 7 - 14 years (Separate financial statements 7 - 12 years and 7 - 14 years, respectively).

Significant actuarial assumptions are summarised below.

	Percent			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Discount rate	2.64 - 3.15	2.64 - 3.15	2.64 - 2.76	2.64 - 2.76
Salary increase rate	4.00	4.00	4.00	4.00
Staff turnover rate*	3.82 - 45.84	3.82 - 45.84	3.82 - 45.84	3.82 - 45.84

* Percentage change in the number of employees with high turnover rates are only part of the branches employees which rate is as well as the retail sector with an average turnover rate of approximately 30% to 60% per year.

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at December 31, 2024 and 2023 are summarised below.

	Baht			
	2024			
	Consolidated financial statements		Separate financial statements	
	Increase	Decrease	Increase	Decrease
Discount rate (1%)	(7,485,124)	8,621,780	(5,223,532)	5,938,650
Salary increase rate (1%)	8,026,839	(7,040,403)	5,362,600	(4,763,962)
Staff turnover rate (20%)	(5,957,831)	7,213,888	(3,430,505)	4,155,952

	Baht			
	2023			
	Consolidated financial statements		Separate financial statements	
	Increase	Decrease	Increase	Decrease
Discount rate (1%)	(7,470,412)	8,631,816	(5,315,870)	6,066,322
Salary increase rate (1%)	7,217,549	(6,344,836)	4,873,370	(4,336,552)
Staff turnover rate (20%)	(8,795,258)	10,651,621	(6,578,250)	7,985,472

24. PROVISION FOR DECOMMISSIONING COST

This account consisted of:

	Baht	
	Consolidated/Separate financial statements	
	2024	2023
Provision decommissioning costs	26,547,094	34,443,802
<u>Less</u> Deferred interest	(2,511,045)	(6,484,713)
Net	<u>24,036,049</u>	<u>27,959,089</u>

The Company had recognized the provisions of decommissioning costs under the Company area lease agreement as the Company had obligation to demolish after the expiration of the area lease agreements for office buildings, branches.

25. DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities are as follows:-

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Deferred tax assets	65,474,034	67,094,942	65,358,034	66,978,942
Deferred tax liabilities	(162,122,952)	(159,930,699)	(152,757,615)	(150,267,703)
Deferred tax asset (liabilities) - net	<u>(96,648,918)</u>	<u>(92,835,757)</u>	<u>(87,399,581)</u>	<u>(83,288,761)</u>

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

	Baht			
	Consolidated financial statements			
	Balance as at	Income (expenses) during the year		Balance as at
	December	In profit or loss	In other	December
	31, 2023		comprehensive	31, 2024
			income	
Deferred tax assets :				
Unrealized loss from derivatives	25,900	502,454	-	528,354
Allowance for expected credit losses for accounts receivable and goods returns	1,045,052	(291,553)	-	753,499
Allowance for dilapidated and slow moving	29,347,164	(4,959,916)	-	24,387,248
Allowance for assets impairment	34,069	57,256	-	91,325
Lease liabilities	17,251,531	3,416,459	-	20,667,990
Provision for decommissioning costs	5,325,602	(807,390)	-	4,518,212
Allowance for impairment of investment in associate	116,000	-	-	116,000
Employee benefits obligations	13,949,624	461,782	-	14,411,406
Total	67,094,942	(1,620,908)	-	65,474,034
Deferred tax liabilities:				
Unrealized gains from changes in values of investment	(23)	19	-	(4)
Surplus on revaluation of assets	(143,522,259)	849,730	233,401	(142,439,128)
Right-of-use assets	(16,408,417)	(3,275,403)	-	(19,683,820)
Total	(159,930,699)	(2,425,654)	233,401	(162,122,952)

	Baht			
	Consolidated financial statements			
	Balance as at	Income (expenses) during the year		Balance as at
	December	In profit or loss	In other	December
	31, 2022		comprehensive	31, 2023
			income	
Deferred tax assets :				
Unrealized loss from derivatives	13,996	11,904	-	25,900
Allowance for expected credit losses for accounts receivable and goods returns	885,566	159,486	-	1,045,052
Allowance for dilapidated and slow moving	34,491,172	(5,144,008)	-	29,347,164
Allowance for assets impairment	24,874	9,195	-	34,069
Lease liabilities	21,626,003	(4,374,472)	-	17,251,531
Provision for decommissioning costs	7,504,447	(2,178,845)	-	5,325,602
Allowance for impairment of investment in associate	116,000	-	-	116,000
Employee benefits obligations	14,080,317	91,465	(222,158)	13,949,624
Total	78,742,375	(11,425,275)	(222,158)	67,094,942
Deferred tax liabilities:				
Unrealized gains from changes in values of investment	(48)	25	-	(23)
Surplus on revaluation of assets	(104,490,956)	(4,327,870)	(34,703,433)	(143,522,259)
Right-of-use assets	(20,511,873)	4,103,456	-	(16,408,417)
Total	(125,002,877)	(224,389)	(34,703,433)	(159,930,699)

	Baht			
	Separate financial statements			
	Balance as at	Income (expenses) during the year		Balance as at
	December	In profit or loss	In other	December
	31, 2023		comprehensive	31, 2024
			income	
Deferred tax assets :				
Unrealized loss from derivatives	25,900	502,454	-	528,354
Allowance for expected credit losses for accounts receivable and goods returns	1,045,052	(291,553)	-	753,499
Allowance for dilapidated and slow moving	29,347,164	(4,959,916)	-	24,387,248
Allowance for assets impairment	34,069	57,256	-	91,325
Lease liabilities	17,251,531	3,416,459	-	20,667,990
Provision for decommissioning costs	5,325,602	(807,390)	-	4,518,212
Employee benefits obligations	13,949,624	461,782	-	14,411,406
Total	66,978,942	(1,620,908)	-	65,358,034
Deferred tax liabilities:				
Unrealized gains from changes in values of investment	(23)	19	-	(4)
Surplus on revaluation of assets	(133,859,263)	785,472	-	(133,073,791)
Right-of-use assets	(16,408,417)	(3,275,403)	-	(19,683,820)
Total	(150,267,703)	(2,489,912)	-	(152,757,615)

	Baht			
	Separate financial statements			
	Balance as at	Income (expenses) during the year		Balance as at
	December	In profit or loss	In other	December
	31, 2022		comprehensive	31, 2023
			income	
Deferred tax assets :				
Unrealized loss from derivatives	13,996	11,904	-	25,900
Allowance for expected credit losses for accounts receivable and goods returns	885,566	159,486	-	1,045,052
Allowance for dilapidated and slow moving	34,491,172	(5,144,008)	-	29,347,164
Allowance for assets impairment	24,874	9,195	-	34,069
Lease liabilities	21,626,003	(4,374,472)	-	17,251,531
Provision for decommissioning costs	7,504,447	(2,178,845)	-	5,325,602
Employee benefits obligations	14,080,317	91,465	(222,158)	13,949,624
Total	78,626,375	(11,425,275)	(222,158)	66,978,942
Deferred tax liabilities:				
Unrealized gains from changes in values of investment	(48)	25	-	(23)
Surplus on revaluation of assets	(94,531,115)	(4,391,953)	(34,936,195)	(133,859,263)
Right-of-use assets	(20,511,873)	4,103,456	-	(16,408,417)
Total	(115,043,036)	(288,472)	(34,936,195)	(150,267,703)

26. LEASE LIABILITIES

26.1 The carrying amounts of lease liabilities and the movement for the years ended December 31, 2024 and 2023 are presented below.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Balance as at December 31	118,503,361	140,639,274	86,257,653	108,130,013
Accretion of rental	60,934,953	40,806,595	58,407,301	40,806,595
Accretion of interest	5,218,475	5,336,683	4,048,137	4,238,348
Payments	(45,028,481)	(60,274,273)	(43,081,271)	(58,912,385)
Decrease from rental reduction	(893,033)	(2,322,105)	(893,033)	(2,322,105)
Decrease from contract cancellation	(1,398,837)	(5,682,813)	(1,398,837)	(5,682,813)
Balance as at December 31	137,336,438	118,503,361	103,339,950	86,257,653
<u>Less</u> current portion	<u>(34,726,756)</u>	<u>(35,987,981)</u>	<u>(33,947,624)</u>	<u>(34,515,653)</u>
Lease liabilities - net	<u>102,609,682</u>	<u>82,515,380</u>	<u>69,392,326</u>	<u>51,742,000</u>

As at December 31, 2024 and 2023, the payment of these contracts are as follow:-

	Baht					
	Consolidated financial statements					
	As at December 31, 2024			As at December 31, 2023		
	Principal	Interest expenses	Total	Principal	Interest expenses	Total
Payment due within 1 year	34,726,756	5,984,227	40,710,983	35,987,981	4,287,208	40,275,189
Payment due over 1 year to 5 years	49,746,337	13,352,865	63,099,202	53,842,204	8,725,057	62,567,261
Payment due over 5 years	52,863,345	23,088,093	75,951,438	28,673,176	19,860,613	48,533,789
Total	<u>137,336,438</u>	<u>42,425,185</u>	<u>179,761,623</u>	<u>118,503,361</u>	<u>32,872,878</u>	<u>151,376,239</u>

	Baht					
	Separate financial statements					
	As at December 31, 2024			As at December 31, 2023		
	Principal	Interest expenses	Total	Principal	Interest expenses	Total
Payment due within 1 year	33,947,624	4,744,021	38,691,645	34,515,653	3,144,332	37,659,985
Payment due over 1 year to 5 years	47,349,839	8,401,857	55,751,696	51,323,073	2,870,557	54,193,630
Payment due over 5 years	22,042,487	2,897,372	24,939,859	418,927	78,065	496,992
Total	<u>103,339,950</u>	<u>16,043,250</u>	<u>119,383,200</u>	<u>86,257,653</u>	<u>6,092,954</u>	<u>92,350,607</u>

26.2 The following are the amount recognized in profit or loss for the years ended December 31, 2024 and 2023 are shown as follow;

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Depreciation of right-of-use assets	44,338,997	57,402,603	42,314,890	56,049,950
Interest expense	5,218,475	5,336,683	4,048,137	4,238,348
Expenses related to short-term lease contracts and sales-related rentals	33,721,017	10,692,344	33,721,017	10,692,344
Total	<u>83,278,489</u>	<u>73,431,630</u>	<u>80,084,044</u>	<u>70,980,642</u>

For the years ended December 31, 2024 and 2023, the total cash outflow for leases on consolidated amount to Baht 78.75 million and Baht 70.96 million, respectively and separated financial statements amount to Baht 76.80 million and Baht 69.60 million, respectively.

27. OTHER CURRENT AND NON-CURRENT FINANCIAL LIABILITIES

As at December 31, 2024 and 2023, details other current and non-current financial liabilities are as below.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Foreign exchange contracts outstanding (Note 37.1 to the financial statement)	2,641,772	211,435	2,641,772	211,435
Total	2,641,772	211,435	2,641,772	211,435

28. SURPLUS ON REVALUATION OF ASSETS

This represents surplus arising from revaluation of land and buildings. The surplus is amortized to retained earnings on a straight-line basis over the remaining life of the related assets.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Beginning balance of the year	542,860,381	404,129,250	508,293,464	368,980,873
Revaluations for the year	-	139,744,780	-	139,744,780
<u>Less</u> Amortization for the year	(3,724,939)	(1,013,649)	(3,141,886)	(432,189)
Ending balance of the year	539,135,442	542,860,381	505,151,578	508,293,464

Surplus on revaluation of assets can neither be offset against deficit nor used for dividend payment.

29. STATUTORY RESERVE

The Company

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

Subsidiary

According to the Thai Civil and Commercial Code, the subsidiary is required to set aside to a statutory reserve an amount equal to at least 5% of its net profit each time the Company pay out a dividend, until such reserve reaches 10% of its registered share capital. The statutory reserve cannot be used for dividend payment

30. EXPENSES BY NATURE

Significant expenses by nature are as follows:

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Salary and wages and other employee benefits	447,367,987	446,357,610	272,925,402	283,537,182
Depreciation and amortization	110,566,046	122,950,640	78,758,367	93,372,160
Rental, service and utilities expenses	200,550,164	209,823,914	189,475,468	207,530,108
Provision for diminution in value of receivables and inventories	(26,550,193)	(23,161,942)	(26,550,193)	(23,161,942)
Purchase of goods and raw materials used	1,071,102,201	1,100,703,176	1,011,955,590	1,150,927,932
Changes in inventories of finished goods and work in process	(27,501,366)	(25,778,624)	(27,501,366)	(25,778,624)
Expense variable by sales	41,949,243	43,556,297	41,949,243	43,556,297

31. INCOME TAX EXPENSES

The major components of income tax expenses for the years ended December 31, 2024 and 2023, consisted of :-

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
(Income) tax expenses shown in profit or loss :				
Tax income current income tax :				
Current tax expense for the year	50,810	27,165	-	-
Tax expense deferred tax:				
Changes in temporary differences relating to the original recognition and reversal	4,046,562	11,649,664	4,110,820	11,713,747
Total	4,097,372	11,676,829	4,110,820	11,713,747

The reconciliation between accounting profit (loss) and income tax expense is shown below.

	Baht			
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Accounting profit (loss) before tax	(11,829,693)	65,088,306	(23,419,273)	36,491,853
The applicable tax rate (%)	0%, 20%	0%, 20%	20%	20%
Accounting profit (loss) before tax multiplied by income tax rate	(4,634,531)	6,131,452	(4,683,855)	7,298,370
Temporary differences and taxable loss not recorded as deferred tax assets	7,731,798	-	7,796,057	-
Effects of:				
Tax losses that were not recorded in previous periods but were used to reduce income tax expense in the current period	-	2,822,184	-	2,822,184
Income not subject to tax	(1,713,598)	-	(1,713,598)	(1,130,000)
Non-deductible expenses	3,408,163	3,187,114	3,406,676	3,187,114
Additional expense deductions allowed	(694,460)	(463,921)	(694,460)	(463,921)
Total	8,731,903	5,545,377	8,794,675	4,415,377
(Income) tax expenses reported in the statement of income	4,097,372	11,676,829	4,110,820	11,713,747

32. BASIC EARNINGS (LOSS) PER SHARE

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

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Profit (loss) for the year				
Equity holders of the parent (Baht)	(25,311,794)	36,054,684	(27,530,093)	24,778,106
Weighted average number of ordinary shares (shares)	391,944,418	391,944,418	391,944,418	391,944,418
Basic earnings (loss) per share (Baht/share)	(0.065)	0.092	(0.070)	0.063

33. OPERATION SEGMENT

Operating segment information is reported in a manner consistent with the internal reports of the Group that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

The businesses of the Group is ship builder and ship repairer, manufacturing and trading marine equipment with the main operation in the single geographic area in Thailand. Segment performance is considered by revenue and gross profit and is also measured based on the Group's operating profit or loss, on a basis consistent with that used to measure the operating profit or loss in the financial statement.

The Group's revenue and gross profit information for the years ended December 31, 2024 and 2023 by segments are as follows:

	Million Baht							
	Retail business segment		Other distribution channels		School business segment		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
External revenue	887.46	1,069.08	793.61	749.72	290.38	277.60	1,971.45	2,096.40
Total revenues	887.46	1,069.08	793.61	749.72	290.38	277.60	1,971.45	2,096.40
Gross profit from operating according to the segment	324.41	395.01	283.35	261.01	71.51	79.27	682.27	735.29
Unallocated income and expenses:								
Gain from fair value measurement of investment property							-	22.50
Other income							41.21	52.05
Selling expenses							(402.36)	(439.82)
Administrative expenses							(310.26)	(283.31)
Finance costs							(22.70)	(21.70)
Share of gain from associated companies							0.01	0.08
Income tax (expenses)							(4.10)	(11.68)
Profit (loss) for the year							(15.93)	53.41
<u>As at December 31,</u>								
Investment property							123.90	123.90
Property, plant and equipment							1,735.94	1,745.48
Right-of-use assets							185.54	161.15
Intangible assets							23.10	8.04
Rental guarantee and deposit							67.56	70.64
Other assets							482.94	507.33
Total assets							2,618.98	2,616.54

The basis of pricing between the Group is consistent with that for third party transactions.

34. PROVIDENT FUND

The Group and its employees of the Group have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. By setting a policy both employees and the Company contribute to the fund monthly at the rate of 5% of basic salary. The fund, which is managed by CIMB - Principal Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules.

The Group has contributed to the fund for the years, ended December 31, 2024 and 2023 in the amount of Baht 13.25 million and Baht 13.11 million, respectively (The Separate amount of Baht 9.59 million and Baht 9.63 million, respectively.)

The Company subsidiaries has contributed to the fund for the years, ended December 31, 2024 and 2023 Welfare fund under the Private Schools Act B.E. 2550. The school and staff contribute to the fund monthly at the rate of 3% of their salary. The school has paid contributions and recorded them as expenses in the income statement for the year ended. December 31, 2024 and 2023 in the amount of Baht 2.62 million and Baht 2.43 million, respectively

35. COMMITMENTS AND CONTINGENT LIABILITIES

35.1 Operating lease commitments

35.1.1 As December 31, 2024 the Company has entered into space rental agreements for use as branch offices that complies with TFRS 16 financial lease, totalling 80 branches. The lease periods ranged from 1 to 20 years. Total rental and utility fees were approximately Baht 45.37 million per annum. Some of rental fees were calculated from the percentage of sales amounts of that branch.

35.1.2 As December 31, 2024 the Company has entered into several costs service related with the operations. The terms of the agreements are generally between 1 and 30 years.

As at December 31, 2024 and 2023 the Company, future minimum lease payments required under operating leases contracts are follow:

	Baht			
	Consolidated financial Statement		Separate financial Statement	
	2024	2023	2024	2023
Payable:				
In up to 1 year	73,859,149	74,487,192	73,859,149	74,487,192
In over 1 and up to 5 years	71,894,962	47,546,215	71,894,962	47,546,215
In over 5 years	2,999,154	3,520,746	2,999,154	3,520,746
Total	<u>148,753,265</u>	<u>125,554,153</u>	<u>148,753,265</u>	<u>125,554,153</u>

35.2 Guarantees

As at December 31, 2024, the Company has pledged the bank deposit of Baht 4.19 million to guarantee contractual performance and guarantee rental. In addition, other investments of Baht 0.50 million, totally Baht 4.69 million were pledged to guarantee the electricity usage and rental of head office.

35.3 Long-term service commitments

- 35.3.1 The Company entered into agent appointment agreement with a foreign company for the contractual period of three years commencing from November 1, 2022 to October, 31 2025. Upon expiration of the term, the agreement shall be automatically renewed for successive one year unless either party notifies the other of its intention in writing to terminate the Agreement.
- 35.3.2 The Company entered into three-year contracts allowing the use of copyrights with various authors which can be automatically renewed for successive three years, and agreed to pay remuneration at the percentage of the number of books published or sold.

35.4 Capital expenditure commitment

The Group and its subsidiaries has a capital expenditure commitment in respect of assets under construction and Program under development. The company had a commitment to pay under the agreement in the amount of totally Baht 69.73 million.

36. CREDIT LIMITS

As at December 31, 2024, the Company had the credit limits with the local financial institutions as follows:

- 36.1 The Company had 3 overdrafts limit amounted Baht 50 million by entering into the agreement with 3 financial institutions, carried MOR% per annum that consisted of :
- 36.1.1) Two credit limits without guarantee amounted Baht 20 million and Baht 10 million, respectively.
- 36.1.2) One credit limit with guarantee amounted Baht 20 million and guaranteed by mortgaging the land with buildings.
- 36.2 The Company had 2 short-term loan limits amounted Baht 170 million by entering into the agreement with two financial institutions in the form of promissory notes with maturity date not over three months and carried the interest rate of 5.23% - 5.70% per annum that consisted of :
- 36.2.1) One credit limit without guarantee amounted Baht 20 million.
- 36.2.2) One credit limit with guarantee amounted Baht 150 million guaranteed by mortgaging the land with buildings.
- 36.3 The Company had the trust receipt amounted of Baht 5 million with a financial institution.
- 36.4 The Company had the electronic facility agreement for buyer financing program amounted of Baht 50 million with a financial institution an interest rate MLR - 2.25% per annum.

36.5 The Company had a short-term loan of Baht 50 million which was entered into with a local company with an interest rate of MRR%+0.70% per annum. It was secured by the transfer of the right to receive the collection of account receivables under the sales agreement.

36.6 Long-term loan from financial institutions

36.6.1) The Company had the long-term loan with a financial institution at the limit amount of Baht 20 million, with interest MLR%, without collateral.

36.6.2) The Company has the long-term loan with a financial institution guaranteed by a mortgage on land and buildings for 3 credit lines divided as :

36.6.2.1) The loans amounted Baht 500 million consisted of :

- Loan agreement amounted Baht 250 million at MLR-1.5% per annum

36.6.2.2) Loan amounted Baht 100 million at THBFIX 6M + 2.56% per annum

36.6.2.3) Loan amounted of Baht 100 million at consisted of :

- Loan agreement amounted of Baht 50 million at THB-THOR + 2.10% per annum, term of payment 24 periods.
- Loan agreement amounted of Baht 50 million at THB-THOR + 2.12% per annum, term of payment 36 periods.

37. FINANCIAL INSTRUMENTS

37.1 Financial risk management

The Group's financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade and other receivables, short-term and long-term loans. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade accounts receivable and other receivable. The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Group does not have high concentrations of credit risk since it has a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of receivables, loans, other receivables and notes receivable as stated in the statement of financial position.

Interest rate risk

The Group exposures to interest rate risk relate primarily to its cash at banks, bank overdrafts, and long-term borrowings. Most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

As December 31, 2024 and 2023, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

	2024 (Baht)			
	Consolidated financial statements			
	Fixed interest rates		Floating	Non-interest
	Within 1 year	More than 1 - 5 years	interest rate	bearing
Financial assets				
Cash and cash equivalents	100,088,733	-	-	6,526,400
Restricted bank deposits	-	8,000,000	-	-
Total	100,088,733	8,000,000	-	6,526,400
Financial liabilities				
Overdraft and short-term loan from financial institution	225,351,638	-	-	-
Long-term loans	-	-	176,466,280	-
Educational guarantee	-	25,599,068	-	-
Lease liabilities	34,726,756	102,609,682	-	-
Total	260,078,394	128,208,750	176,466,280	-
2023 (Baht)				
	Consolidated financial statements			
	Fixed interest rates		Floating	Non-interest
	Within 1 year	More than 1 - 5 years	interest rate	bearing
Financial assets				
Cash and cash equivalents	108,559,245	-	-	10,171,145
Restricted bank deposits	-	8,000,000	-	-
Total	108,559,245	8,000,000	-	10,171,145
Financial liabilities				
Overdraft and short-term loan from financial institution	227,805,930	-	-	-
Long-term loans	-	-	158,852,000	-
Educational guarantee	-	15,003,000	-	-
Lease liabilities	35,987,981	82,515,380	-	-
Total	263,793,911	97,518,380	158,852,000	-

2024 (Baht)					
Separate financial statements					
	Fixed interest rates		Floating	Non-interest	Total
	Within	More than	interest rate	bearing	
	1 year	1 - 5 years			
Financial assets					
Cash and cash equivalents	4,578,507	-	-	5,915,009	10,493,516
Restricted bank deposits and other investments	-	8,000,000	-	-	8,000,000
Total	4,578,507	8,000,000	-	5,915,009	18,493,516
Financial liabilities					
Overdraft and short-term loan from					
financial institution	225,351,638	-	-	-	225,351,638
Long-term loans	-	-	124,416,280	-	124,416,280
Lease liabilities	33,947,624	69,392,326	-	-	103,339,950
Total	259,299,262	69,392,326	124,416,280	-	453,107,868
2023 (Baht)					
Separate financial statements					
	Fixed interest rates		Floating	Non-interest	Total
	Within	More than	interest rate	bearing	
	1 year	1 - 5 years			
Financial assets					
Cash and cash equivalents	7,003,277	-	-	9,530,925	16,534,202
Restricted bank deposits and other investments	-	8,000,000	-	-	8,000,000
Total	7,003,277	8,000,000	-	9,530,925	24,534,202
Financial liabilities					
Overdraft and short-term loan from					
financial institution	227,805,930	-	-	-	227,805,930
Long-term loans	-	-	85,852,000	-	85,852,000
Lease liabilities	34,515,653	51,742,000	-	-	86,257,653
Total	262,321,583	51,742,000	85,852,000	-	399,915,583

Interest Rate Swap Transaction Agreement

The Company has the detail of the interest rate swap agreement outstanding as at December 31, 2024 as follow:

Principal amount	Interest revenue rate swap	Interest expenses rate swap	Termination date
	agreement (%)	agreement (%)	
Baht 29.52 million	THBFIX 6M + 2.56	4.50	July 2025
Baht 49.20 million	THB - THOR + 2.10	5.80	August 2026
Baht 44.44 million	THB - THOR + 2.12	5.80	August 2027

Foreign currency risk

The Company's exposure to foreign currency risk arises mainly from trading transactions that are denominated in foreign currencies. The Company seeks to reduce this risk by entering into forward exchange contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at December 31, 2024 and 2023, the Company balances of financial assets and liabilities denominated in foreign currencies are summarized follow:

Foreign currency	Consolidated/Separate financial statements					
	Financial assets		Financial liabilities		Average exchange rate (Baht per foreign currency)	
	2024	2023	2024	2023	2024	2023
	(Thousand)	(Thousand)	(Thousand)	(Thousand)		
USD	-	-	8	8	34.1461	34.3876
SGD	-	-	3	9	25.3317	26.2659
GBP	-	-	809	586	43.1742	44.2699

As at December 31, 2024, the Company has foreign exchange contracts outstanding are summarized follow:

Foreign currency	Consolidated/Separate financial statements				
			Contractual exchange rate (Baht per foreign currency)		Maturity date
	Bought amount	Sold amount	Bought	Sold	
	(Thousand)	(Thousand)			
GBP	816	-	42.48 - 46.24	-	January 24, 2025 - June 25, 2025

37.2 Fair values of financial instruments

Since the majority of the Company and its subsidiary financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statements of financial position as at December 31, 2024 and 2023 as follow:

	2024 (Baht)					
	Consolidated financial statements			Separate financial statements		
	FVPL	Amortized cost	Total	FVPL	Amortized cost	Total
Financial assets						
Cash and cash equivalents	-	106,615,133	106,615,133	-	10,493,516	10,493,516
Trade and other current receivables	-	44,739,499	44,739,499	-	42,442,383	42,442,383
Other current financial assets	-	104,578	104,578	-	104,578	104,578
Other current assets	-	23,781,098	23,781,098	-	20,527,959	20,527,959
Restricted bank deposits	-	8,000,000	8,000,000	-	8,000,000	8,000,000
Other non-current assets	-	12,906,269	12,906,269	-	5,711,810	5,711,810
Total	-	196,146,577	196,146,577	-	87,280,246	87,280,246

2024 (Baht)						
	Consolidated financial statements			Separate financial statements		
	FVPL	Amortized cost	Total	FVPL	Amortized cost	Total
Financial liabilities						
Bank overdrafts and short-term loans						
from financial institutions	-	225,351,638	225,351,638	-	225,351,638	225,351,638
Trade and other current payables	-	360,566,003	360,566,003	-	332,182,821	332,182,821
Other current financial liabilities	645,808	-	645,808	645,808	-	645,808
Other current liabilities	-	27,150,395	27,150,395	-	25,753,271	25,753,271
Long-term loans	-	176,466,280	176,466,280	-	124,416,280	124,416,280
Educational guarantee	-	25,599,068	25,599,068	-	-	-
Other non-current financial liabilities	1,995,964	-	1,995,964	1,995,964	-	1,995,964
Lease liabilities	-	137,336,438	137,336,438	-	103,339,950	103,339,950
Other non-current financial liabilities	-	3,613,348	3,613,348	-	2,909,477	2,909,477
Total	<u>2,641,772</u>	<u>956,083,170</u>	<u>958,724,942</u>	<u>2,641,772</u>	<u>813,953,437</u>	<u>816,595,209</u>
2023 (Baht)						
	Consolidated financial statements			Separate financial statements		
	FVPL	Amortized cost	Total	FVPL	Amortized cost	Total
Financial assets						
Cash and cash equivalents	-	118,730,390	118,730,390	-	16,534,202	16,534,202
Trade and other current receivables	-	58,469,578	58,469,578	-	54,966,650	54,966,650
Other current financial assets	-	1,302,686	1,302,686	-	1,302,686	1,302,686
Other current assets	-	22,625,569	22,625,569	-	20,350,350	20,350,350
Restricted bank deposits	-	8,000,000	8,000,000	-	8,000,000	8,000,000
Other non-current financial assets	81,934	-	81,934	81,934	-	81,934
Other non-current assets	-	9,325,893	9,325,893	-	6,303,340	6,303,340
Total	<u>81,934</u>	<u>218,454,116</u>	<u>218,536,050</u>	<u>81,934</u>	<u>107,457,228</u>	<u>107,539,162</u>
Financial liabilities						
Bank overdrafts and short-term loans						
from financial institutions	-	227,805,930	227,805,930	-	227,805,930	227,805,930
Trade and other current payables	-	388,647,405	388,647,405	-	373,937,599	373,937,599
Other current liabilities	-	23,738,463	23,738,463	-	22,341,741	22,341,741
Long-term loans	-	158,852,000	158,852,000	-	85,852,000	85,852,000
Educational guarantee	-	15,003,000	15,003,000	-	-	-
Lease liabilities	-	118,503,361	118,503,361	-	86,257,653	86,257,653
Other non-current financial liabilities	211,435	-	211,435	211,435	-	211,435
Other non-current liabilities	-	3,707,022	3,707,022	-	3,029,476	3,029,476
Total	<u>211,435</u>	<u>936,257,181</u>	<u>936,468,616</u>	<u>211,435</u>	<u>799,224,399</u>	<u>799,435,834</u>

Fair value hierarchy

As at December 31, 2024, the Group had the following assets and liabilities that were measured at fair value using different levels of inputs as follows :-

	Baht			
	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Other current financial assets	-	104,578	-	104,578
Investment property	-	-	123,900,000	123,900,000
Property, plant and equipment	-	-	1,655,250,822	1,655,250,822
Liabilities measured at fair value				
Other non-current financial liabilities	-	2,641,772	-	2,641,772

	Baht			
	Separate financial statements			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Other current financial assets	-	104,578	-	104,578
Investment property	-	-	123,900,000	123,900,000
Property, plant and equipment	-	-	1,300,509,092	1,300,509,092
Liabilities measured at fair value				
Other non-current financial liabilities	-	2,641,772	-	2,641,772

38. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it has an appropriate capital structure in order to support its business and maximise shareholders value. As at December 31, 2024 and 2023, the Group's debt-to-equity ratio was 0.98 and 0.94, respectively and the Company's debt-to-equity ratio was 0.88 and 0.85, respectively.

39. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Changes in the liabilities arising from financing activities for the years ended December 31, 2024 and 2023 are as follows:

	Baht			
	Consolidated financial statements			
	Balance as at	Cash flows	Non-cash transaction	Balance as at
	December 31, 2023	Increase (decrease)*	Increase (decrease)	December 31, 2024
Bank overdraft	17,805,930	5,830,289	-	23,636,219
Short-term loan from financial institution	210,000,000	(8,284,581)	-	201,715,419
Long-term loans from financial institution	158,852,000	17,614,280	-	176,466,280
Lease liabilities	118,503,361	(39,810,006)	58,643,083	137,336,438
Total	505,161,291	(24,650,018)	58,643,083	539,154,356

Baht				
Consolidated financial statements				
	Balance as at	Cash flows	Non-cash transaction	Balance as at
	December 31, 2022	Increase (decrease)*	Increase (decrease)	December 31, 2023
Bank overdraft	12,849,680	4,956,250	-	17,805,930
Short-term loan from financial institution	150,000,000	60,000,000	-	210,000,000
Long-term loans from financial institution	241,032,000	(82,180,000)	-	158,852,000
Lease liabilities	140,639,274	(54,937,590)	32,801,677	118,503,361
Total	544,520,954	(72,161,340)	32,801,677	505,161,291

Baht				
Separate financial statements				
	Balance as at	Cash flows	Non-cash transaction	Balance as at
	December 31, 2023	Increase (decrease)*	Increase (decrease)	December 31, 2024
Bank overdraft	17,805,930	5,830,289	-	23,636,219
Short-term loan from financial institution	210,000,000	(8,284,581)	-	201,715,419
Long-term loans from financial institution	85,852,000	38,564,280	-	124,416,280
Lease liabilities	86,257,653	(39,033,134)	56,115,431	103,339,950
Total	399,915,583	(2,923,146)	56,115,431	453,107,868

Baht				
Separate financial statements				
	Balance as at	Cash flows	Non-cash transaction	Balance as at
	December 31, 2022	Increase (decrease)*	Increase (decrease)	December 31, 2023
Bank overdraft	12,849,680	4,956,250	-	17,805,930
Short-term loan from financial institution	150,000,000	60,000,000	-	210,000,000
Long-term loans from financial institution	142,132,000	(56,280,000)	-	85,852,000
Lease liabilities	108,130,013	(54,674,037)	32,801,677	86,257,653
Total	413,111,693	(45,997,787)	32,801,677	399,915,583

* Financing cash flows included net proceed and repayment cash transactions in the statements of cash flows.

40. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Board of Directors of the Company on February 25, 2025.

Back up attachment

Back up attachment

Attachment 1 : Details of directors, executives, controlling persons, the person assigned to take the highest responsibility in Accounting and Finance, the person assigned to take direct responsibility for accounting supervision, the Company's secretary, and the representative for contact and coordination in case of a foreign company

Link to attachment: http://corporate.se-ed.com/en/home_en/



Attachment 2 : Details of the directors of subsidiaries

Link to attachment: <https://eonemedia.setlink.set.or.th/report/0253/2024/1743737404496.pdf>



Attachment 3 : Details of the Heads of the Internal Audit and Compliance Units

Link to attachment: <http://corporate.se-ed.com/en/head-of-internal-audit/>



Attachment 4 : Assets for business undertaking and details of asset appraisal

Link to attachment: <https://eonemedia.setlink.set.or.th/report/0253/2024/1743737404502.pdf>



Attachment 5 : Unabridged policy and guidelines on corporate governance and unabridged code of business conduct prepared by the Company

Link to attachment: <http://corporate.se-ed.com/en/corporate-governance/>



Attachment 6 : Report of the Audit Committee

Link to attachment: <http://corporate.se-ed.com/en/audit-committee/>

