



Annual Registration Statement / Annual Report 2020

(Form 56-1 One Report)



Goodyear (Thailand) Public Company Limited

Table of Contents

	Page
Message from the Chairman	2
Message from the Managing Director	3
Part 1 Business Operations and Performance	4
1. Goodyear Structure and Operation	4
1.1 Policy and Business Overview	4
1.2 Business Description	5
1.3 Shareholding Structure	8
1.4 Registered Capital and Paid-up Capital	9
1.5 Issuance of Other Securities	10
1.6 Dividend Payment Policy	10
2. Risk Management	11
3. Driving a Sustainable Business	13
3.1 Sustainability Policy and Targets	13
3.2 Stakeholder Impact Management Throughout the Value Chain	13
3.3 Environment Management	14
3.4 Sustainability Management – Social Dimensions	14
4. Management Discussion and Analysis: MD&A	16
5. General Information and Other Key Information	19
5.1 General Information	19
5.2 Other Key Information	20
5.3 Legal Dispute	20
5.4 Contact Financial Institution	20
Part 2 Corporate Governance	21
6. Corporate Governance Policy	21
6.1 Overview of Corporate Governance Policy and Practices	21
6.2 Code of Conducts	25
6.3 Milestones of Policy, Guidelines, and Corporate Governance of this Past Year	25
7. Corporate Governance Structure and Key Information about the Board, Sub-committees, Management, Employees, and Others	26
7.1 Corporate Governance Structure	26
7.2 The Board of Directors	26
7.3 Sub-Committees	29
7.4 Executive Management	30
7.5 Personnel	31
7.6 Other Key Information	31
8. Highlights of Corporate Governance	32
8.1 Performance of the Board of Directors	32
8.2 Report of Performance of the Audit Committee	40
8.3 Report of the Nomination and Corporate Governance Committee	41
8.4 Changes in the Securities Portfolios of Directors and Executives	42
9. Internal Control and Connected Transactions	43
9.1 Internal Control	43
9.2 Connected Transactions	44
Part 3 Financial Statements	48
Part 4 Certification of Information and Data Accuracy	48
Attachment	
Attachment 1 Details of Directors, Executives, Controlling Persons, the Person Taking the Highest Responsibility in Finance and Accounting and the Person Supervising Accounting and Company Secretary	99
Attachment 2 Details of Subsidiaries' Directors	108
Attachment 3 Details of Head of Internal Audit	108
Attachment 4 Review of Business Assets and Asset Revaluation	108

Message from the Chairman

To the Shareholders of Goodyear (Thailand) Public Company Limited.



The Goodyear logo, featuring the word "GOODYEAR" in bold, yellow, sans-serif capital letters. The letter "Y" is stylized with a winged foot (the Goodyear symbol) integrated into it. The logo is set against a blue rectangular background.

In 2020, almost all countries around the world, including Thailand, faced a sharp economic contraction due to the impact of the Covid-19 pandemic.

To ensure continuity and sustainability in our operations, the Company adjusted to the dynamic conditions and moved forward with significant accomplishments. We strengthened our position in the market to ensure success in the near and long-term future.

As always, we remain confident in a future of growth and success for our valued customers, investors and for everyone who is a part of Goodyear family.

Thank you for your continued support throughout our 53-years journey.

A handwritten signature in blue ink, reading "ดร.ธีรพจน์ ศรีฟูองfung" (Dr. Dhiraphorn Srifuengfung).

Dr. Dhiraphorn Srifuengfung
Chairman

Message from the Managing Director

To the Shareholders of Goodyear (Thailand) Public Company Limited.



In 2020, the Covid-19 pandemic caused an unprecedented widespread global disruption. Goodyear Thailand responded to the conditions by changing the way we work and protecting the well-being of our associates. We took immediate actions to safeguard our business and to continue to serve our customers.

I am very pleased to say that despite the challenges that have impacted both the Aviation and Consumer tire industries, the company delivered significant accomplishments that have further strengthened our position in the market.

Our consumer replacement business outperformed the market, following the successful rollout of the new connected business model and the introduction of new products. The double-digit consumer volume increase registered during the

year affected by the pandemic demonstrates the effectiveness of our go to market strategy, the quality of our products and the preference for our premium tires by Thai consumers.

The launch of the new Goodyear Cargo Max dedicated to the Thai pick-up and van users was extremely successful and the product was supported by strong demand throughout the year. The innovative and comprehensive marketing and media campaign with Muay Thai legend Buakaw Banchamek as Goodyear brand ambassador strengthen the overall Goodyear brand awareness and position in the market.

New premium nominations with strategic Original Equipment Manufacturers have also been secured. These new projects will sustain the rapid growth of our production level and will generate pull from consumers during the tire replacement cycles.

While the aviation industry has been significantly impacted by the pandemic due to the worldwide travel restrictions, we continued to increase our customer base with the award of two new contracts with Hainan Airlines and China Eastern Airlines that will be supplied by Goodyear Thailand.

Unfortunately, the Covid-19 pandemic continues along with uncertainties in 2021. We will remain agile and will act with urgency. The outstanding performance of our associates that found new ways to stay close to consumers and each other gives me a high level of confidence. We will continue to move forward positioning Goodyear for the success in the long term for our customers, our investors and our associates.

Thank you for your continued trust and support.

A handwritten signature in black ink, belonging to Mr. Luca Crepaccioli. The signature is stylized and fluid, written in a cursive-like manner.

Mr. Luca Crepaccioli
Managing Director

Part 1 Business Operations and Performance

1. The Company Structure and Operation

1.1 Policy and Business Overview

1.1.1 Vision, Mission, Objectives, Goals, Strategy

The Goodyear Strategy Roadmap outlines how we will win with consumers, customers, associates, and shareholders. It defines our focus areas and identifies what we will do – together and individually – to achieve our goal.

The Strategy Roadmap identifies where we need to go next as a company. It builds on what we do well, acknowledges the progress we have made, and guides how we will continue to win in a rapidly changing and increasingly competitive environment.

It states our goal clearly and directly: Deliver sustainable revenue and profit growth while increasing the value of our brand.

Our Strategy Roadmap defines who we are in one simple phrase: ONE TEAM Driving Performance – on the road, in the marketplace and throughout the company.



1.1.2 Important Changes and Developments

Power to Control the Company

The company has not registered any relevant change in its shareholding structure.

The Nature of Business in the Past Year

Consumers Tires

The Company has continued to roll out the connected business model that has the primary objective to make the tire purchasing process easier for our customers and consumers.

The combined power of the elements of the connected business model helps us earn the confidence of consumers and customers. The launch in Thailand of new products, the appointment of additional aligned distributors and the increased presence

of Goodyear content in the social media are the first steps of an integrated approach that will enable us to stay closer to customers and consumers and create value for all stakeholders.

The Company released two new consumer products in 2020: the Goodyear Cargo Max for pick-up trucks and vans and the Goodyear Eagle F1 Sport for sport passenger cars.

“Goodyear Autocare” Service Center

Goodyear Autocare is an international standardized tire service center that provides comprehensive car maintenance services with world-class quality products, modern tools and a team of professional technicians. At the end of 2020, there were 74 Goodyear Autocare stores in Thailand.

1.1.3 Fund Spending Objectives

The Company did not issue any equity or debt securities

1.1.4 Name, Head Office Location, Business type, Company Registration Number, Telephone, Facsimile, Company Website, Number of Types of All sold shares

Details appear under (5) General Information and Other Key Information

1.2 Business Description

Goodyear (Thailand) Public Company Limited is an affiliated Company of The Goodyear Tire & Rubber Company, USA. The Company was originally registered as a Limited Company according to the Civil and Commercial Code on July 25, 1968 with paid capital of 60 million Baht. The Company produces and distributes private automobile tires, small and large truck tires for commercial purposes, aviation tires, and aviation tire retreads to meet the need of the domestic market as well as for export. At present, the Company has registered capital of 74 million Baht. The head office and manufacturing plant are located at 50/9 Phaholyothin Road, Km 36, Khlong Nueng Subdistrict, Khlong Luang District, Pathum Thani Province, Thailand.

1.2.1 Revenue Structure

Goodyear Thailand operations include the manufacturing, distribution, and sale of consumer and aviation tires for domestic and export markets.

Aviation tires are the Company's main export. The amount of revenues from domestic aviation tires has no material significance. There is no material difference between business segment reporting and geographical segment reporting in evaluating the performance of the business. Therefore, the Company presents the financial information by geographic segment based solely on the market where the products are sold.

The classification between domestic and export sales for the last three years is as follows:

(Million Baht)

Sales Revenue	2020	%	2019	%	2018	%
Domestic	1,405	41.00	1,440	37.00	1,373	35.58
Export	2,041	59.00	2,452	63.00	2,486	64.42
Total	3,445	100.00	3,892	100.00	3,859	100.00

1.2.2 Product Data

Goodyear's products divide into 2 primary categories, which are:



Automotive Tire Products: The Company manufactures high-quality premium consumer products. Innovation and safety are two important values that characterize Goodyear as a company with the objective to meet customer needs at every level. The transfer of technology that the Company receives regularly from The Goodyear Tire & Rubber Company, USA and Goodyear International Corporation Test Center, Luxemburg results in a consistent development of products both in quality and design. It ensures motorists that the tires they use are high quality and provide a safe driving experience. The Company's products have always been well recognized for superior quality and performance in both domestic and international markets.

The main product groups distributed in Thailand are:



Passenger Car Tires



Pickup Truck Tires



SUV Tires



Sport Tires



Run On Flat Tires



Commercial Tires



Aviation Tire Products: Goodyear is well-known for aviation tire products for more than a century. The Company manufactures both Aviation radial and bias tires. Goodyear has manufacturing plants for aviation tires in Danville, USA, Sao Paulo, Brazil and Thailand. Our market was chosen to be the production base for aviation tires in the Asia Pacific region. This includes:



General Aviation Tires



Commercial Aviation Tires



Retread

1.2.3 Marketing and Competition

Automotive Tire Products



Marketing activities for the year 2020

The main marketing activities have been concentrated in the following activities:

1. Expansion of the distribution channels to improve the numeric distribution of the Goodyear brand.
2. Launch of the Cargo Max and Eagle F1 Sport
3. Brand communication focusing on both outdoor and online channels to reach a wider range of consumers.
4. CSR activities: Goodyear donated Cargo Max tires to several hospitals in Thailand for use on ambulances. The donation was part of the Goodyear Goodcare program.



Comparative explanations with competitors in general

Goodyear Thailand is a leading premium tire manufacturer for leading carmakers and replacement tires passenger cars, SUVs, and light truck.

- **The Replacement Market** is the market where consumers purchase tires to replace original equipment tires. Goodyear distributes its products to consumers through domestic tire distributors and dealers.
- **The Original Equipment Market** is a distribution channel for automotive manufacturers.
- **The Export Market** relates to Goodyear affiliate companies in all regions of the world.



Competition Environment

- Thailand Gross Domestic Product (GDP) declined 6.1% in 2020 due to the Covid-19 pandemic, which impacted the tourism sector and the domestic economy.
- The automotive market was significantly impacted by the outbreak, with domestic vehicle sales and production declining -21% and -29% respectively.
- The tire industry registered a sharp decline in particular in the second quarter of 2020 with a gradual recovery during the remaining part of the year.

The Trends of The Industry and Future Competition Conditions

The offer of consumer tires in Thailand is very broad but a significant portion of the market is owned by a few leading brands that like Goodyear established their presence in Thailand many years ago. There have only been minor changes in the market structure in the past years and it is likely similar trend will continue in the near future.

Aviation Tires Products



Aviation Marketing and Competition Environment

In 2020, Aviation was one of the sectors most impacted by the pandemic. According to IATA, globally total industry losses were \$118B. Passenger air travel declines by 66% compared to the prior year. IATA estimates the industry will recover to 2019 level by 2024.

The Asia Pacific market has been recovering faster than the rest of world, though it varies by country. The Aviation tire market competition is extremely fierce due to the demand decline and this situation is expected to continue in 2021. However, the Company has been suffering due to the international flight restrictions.

The pandemic has been accelerating the retirement of old fleets as well as the shift from bias technology to radial. Goodyear will continue focusing on radial product development and service optimization to enhance competitiveness in the market.



Customer Group and Distribution Channels

The main customer groups are commercial airlines in Thailand, Asia-Pacific region and private plane owners.

The distribution channels are mainly the export and domestic markets. Internationally, the Company distributes its products through Goodyear affiliate companies. In terms of domestic distribution, Goodyear (Thailand) manages that distribution. The market demand varies according to economic conditions and tourism in each country, which directly affects the number airline flights.

1.2.4 Procurement of Raw Materials for Production

Goodyear has a manufacturing plant that manufactures automotive tires, aviation tires and retreaded aircraft tires located in the Pathum Thani province.

The Company acquires raw materials to use in production from various sources. The Goodyear Tire & Rubber Company (USA), the Goodyear Innovation Center of Luxemburg and Goodyear Orient Company (Private) Limited in Singapore inspect and/or approve materials prior to use in production. The main raw materials that are important for production are natural rubber, synthetic rubber, nylon fabric, various chemicals, oil pigment, carbon black, steel cord, and bead wire.

The procurement proportion for raw material suppliers from domestic supplier was 43% while imports accounted for 57% of all raw materials procured.

1.2.5 Review of Business Assets

★ Main Fixed Assets

The main fixed assets of the company as of December 31, 2020 are as follows:

	Type of Assets	Ownership	Book Value (Thousand Baht)	Obligation
1.	Land and Building	Company owned	1,133,301.00	None
2.	Machinery, Equipment and Tools	Company owned	2,510,923.00	None
3.	Furniture, Fixtures, and Office Equipment	Company owned	14,252.00	None
4.	Vehicle	Company owned	7,115.00	None
5.	Construction in progress and assets under installation	Company owned	692,827.00	None
	Total		4,358,418.00	

★ Intangible Assets (Patents, Concessions, Copyrights, and Trademarks)

-None-

Policy of Investment in Subsidiaries and Associates

The company does not have operations of subsidiaries and associated companies.

Credit Policy

Goodyear has established clear guidelines for trade credit management with a well-defined credit policy to minimize credit risks for the Company. The credit policy is timely reviewed to comply with the economic conditions and market competition. Credit limits and terms of payment set by the Company are consistent with the quantity and value of the products that are purchased from the group, debt servicing ability and each customer's credit risks.

Generally, the credit term is set between 40-90 days

Account Receivable Turnover and Collection Period

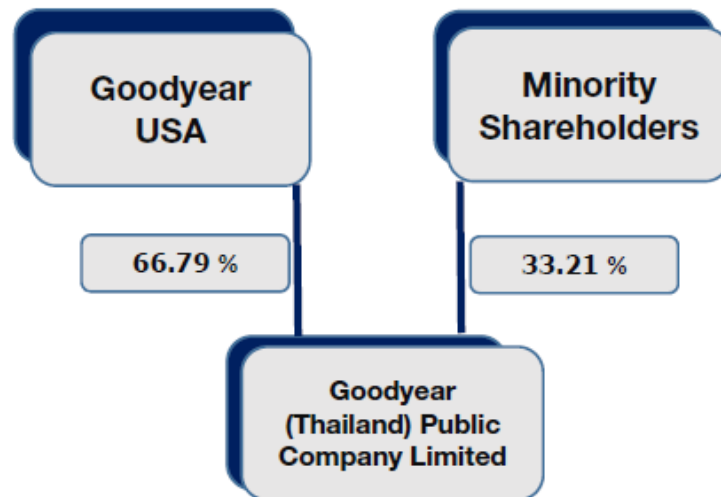
	2020	2019
Account Receivable Turnover (AR Turnover: times)	5.47	5.57
Collection Period (days)	67	66

The 2020 account receivable turnover was 5.47 times, down from 5.57 in the previous year, due to the Covid-19 pandemic impact on the aviation business, pushing the collection period up from 66 to 67 days.

1.3 Shareholding Structure

Goodyear Thailand has a registered capital of 74,000,000 Baht with a par value of 10 Baht per share, 7,400,000 shares, all of which are common stock with voting rights, and one share equals one vote. Goodyear Thailand is an affiliated company of The Goodyear Tire and Rubber Company, which holds 4,942,418 shares, representing 66.79% of the Company's total shares. Minority shareholders hold the remaining 33.21% of the shares.

The Goodyear Tire and Rubber Company is one of the world's largest tire manufacturers, with over 62,000 employees and 46 manufacturing facilities in 21 countries. Goodyear has two innovation centers located in Akron, Ohio, USA and Colmar-Berg in Luxembourg, that strive to develop state-of-the-art products and services that set the technology and performance standard for the industry.



Relationship with the Business Group of Major Shareholders

The Goodyear Tire & Rubber Company has granted the right to use its trademark, production patents and technical services, machinery, raw materials, information technology and management. This includes the operating policy for Goodyear Thailand as mentioned in the details in the Connected Transactions section.

1.4 Registered Capital and Paid-up Capital

Capital and Paid-up capital

Company Name	Goodyear (Thailand) Public Company Limited
Registered Capital	74,000,000 Baht
Paid-up Capital	74,000,000 Baht
Ordinary Shares	7,400,000 shares
Par Value	10 Baht
Registered Stock Exchange	The Stock Exchange of Thailand
Securities Symbol	GYT

- Other types of shares that have different rights or conditions from ordinary shares

-None-

- Agreement between shareholders

-None-

Shareholder

(1) Top 10 shareholders at the latest book closing date on 29 May 2020

	Major Shareholders	Number of Share	% of share
1.	THE GOODYEAR TIRE & RUBBER COMPANY	4,942,418	66.79
2.	Boonpermpon Co., Ltd.	419,160	5.66
3.	Srikiri Enterprise Co. Ltd.	209,864	2.84
4.	Sri Brothers Co., Ltd.	208,240	2.81
5.	BNP PARIBAS SECURITIES SERVICES, LONDON BRANCH	206,800	2.79
6.	BNP PARIBAS SECURITIES SERVICES, LONDON BRANCH	143,000	1.93
7.	Boon Song Co., Ltd.	141,900	1.92
8.	Thai NVDR Co., Ltd.	93,500	1.26
9.	TECHAPAIBUL CO., LTD.	73,480	0.99
10.	Aberdeen Standard Growth Open-Fund	66,400	0.90

Note: Investors can examine updated shareholders' information at the Company's website before the AGM

(2) A group of major shareholders whose actions have a significant influence on the company's management policy or operations

	Major Shareholders	Number of Share	% of share
1.	THE GOODYEAR TIRE & RUBBER COMPANY	4,942,418	66.79

(3) Agreement between major shareholders (Shareholding Agreement) in matters affecting the issuance and offering of securities or company management

-None-

1.5 Issuance of other securities

-None -

1.6 Dividend Payment Policy

The Company does not have dividend payment policy. According to the company's articles of association, no dividend shall be paid except out of profits, including retained earnings. If the Company has had retained deficit, no dividend shall be paid in any way.

Dividend Payment information during the past 3 years:

Earnings Period	2020	2019	2018
Net profit (MB)	-175.87	-60.60	33.80
Net profit/share (Baht) (EPS)	-23.77	-8.19	4.57
Dividend per share (DPS)	0	0	5.00
Dividend yield (%)	0	0	5.43
Dividend payout ratio (%)	0	0	109
Total Dividend Payment (MB)	0	0	37

2. Risk Management

2.1 Business Risk Factors

2.1.1 Financial Risk

a) Exchange Rate Risk

The Company has transactions of export, import and long-term loan in foreign currency from a financial institution which expose to foreign exchange risk by having account receivables, payables and liabilities in different currencies. Majority of the Company transactions is USD currency.

Foreign exchange gains/losses in the income statement resulted from the changes in the value of a foreign currency assets/liabilities. The Company recognizes net of gain(loss) on exchange rates as below;

Million THB	2020	2019	2018
Gain (Loss) on exchange rates, net	16.26	11.36	(6.38)

The Company does not have a policy to use financial derivatives to manage risk from foreign exchange rate fluctuations. However, the executives may consider using forward exchange contracts to hedge against possible foreign exchange fluctuation risk in certain cases.

As of 31 December 2020, the Company does not have any open Foreign Exchange Forward Contract.

b) Interest Rate Risk

The company received interest income from cash and cash equivalents, and short-term investments. The Company managed interest rate risk by depositing cash, cash equivalents and investments that are subject to different maturity periods and interest rates. The company does not have assets with significant interest rates reference.

c) Credit Risk

Since the Company has a large number of customers that include manufacturing customers, distributors and consumers, If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on the assessments in accordance with limits set by the board. The compliance with credit limits by customers is regularly monitored by line management. As a result, the Management believes that there is no risk in granting credit to accounts receivable because the amount reserved for debt repayment is higher than the credit granted.

The Company has no concentrations of credit risk associated with its cash and cash equivalents. The Company makes deposits with several reliable financial institutions. The Company's policy is to limit the risk by distributing deposits, not limiting deposits to one financial institution and for excess cash to invest in low-risk investments or highly reliable investments that are due within 90 days. The Company has never suffered any loss from such investments.

d) Liquidity Risk

The company manages an adequate amount of cash and investments in marketable securities by finding funding sources, demonstrated by having a sufficiently funded borrowing and the ability to close the market position.

2.1.2 Raw Material Risk

The Company procures raw materials for production both domestically and internationally. Natural rubber, synthetic rubber, carbon black, polyester and chemicals are important raw materials in automotive tire production. Each raw material is procurement from both domestic and foreign manufacturers. However, the Company set a policy regarding raw material procurement and assessment, the systematic management of raw materials, the preparation for raw material shortages and the volatility of raw material prices. The Company partnered with Goodyear's affiliated companies in ASEAN countries to prevent and manage the risk of raw material shortages and the volatility of raw material prices. This collaboration ensures the Company's confidence in the preparation plans that deal with problems and risk and this collaboration also creates confidence that the Company can handle raw material shortages, which will reduce possible damage to the Company's production.

2.1.3 Risk from main customer (GY Singapore)

The main customer of Goodyear Thailand is Goodyear Singapore. As both companies are part of the same Group, risk of losing the main customer is mitigated.

2.1.4 Risk from our business driven by our parent company i.e., Engineering/ Know-how/ Trademark/etc.

Using the Group's overall strategy for guidance, GYT determines its own objectives and operating strategies. The objectives generally focus on the enhancement of the manufacturing process by achieving the lowest production cost while being able to deliver the best product quality, as well as the development of relationships with the local dealers.

2.1.5 Risk from Covid-19 and impact to our company

In 2020, the Covid-19 pandemic caused an unprecedented widespread global disruption. Goodyear Thailand responded to the conditions by changing the way we work and protecting the well-being of our associates. We took immediate actions to safeguard our business and to continue to serve our customers.

Despite the challenges that have impacted both the Aviation and Consumer tire industries, the company delivered significant accomplishments that have further strengthened our position in the market.

2.2 Market Risk

2.2.1 Original Equipment Market (OEM)

Market risk in the Original Equipment Market varies according to the automotive industry. The demand for OEM tires depends on the volume of production of automotive manufacturers with domestic production base. Goodyear has assessed the risk and mitigated by increasing sales in other markets as well as looking into the future customer base in OEM market.

The percentage of Original Equipment Market sales is as below;

Percentage of sale	2020	2019	2018
Original Equipment Market (OEM)	11%	13%	10%

2.2.2 Replacement Markets

The demand for tires in the replacement market depends on the Thailand car parc and number of kilometers driven. The number of registered vehicles in Thailand has continued to increase during the past years but consumers have started to delay the replacement of tires.

The number of available tire brands and distributors in Thailand has increased. This has also created higher competition. In particular, the market for tires from other brands, which use lower pricing strategies to increase higher competition in the market.

The volatility of the price of raw materials is also an element that significantly influences the company's profitability. The related risk is mitigated with an accurate pricing strategy.

The political instability is also considering an important factor affecting the overall market growth.

Due to uncertain market conditions, Goodyear has implemented strategies to expand distribution channels and to increase brand awareness, maintaining operational flexibility.

The percentage of Replacement Markets sales is as below;

Percentage of sale	2020	2019	2018
Replacement Markets	28%	21%	23%

2.2.3 Aviation Tire Market

Risk factors in aviation tire market are associated with the control of COVID-19 and consequently the post-pandemic regulations. The start of vaccination brings the glimmer of hope. The pace of vaccination and governments' adjustments on domestic and international air travel restrictions will directly impact the recovery of demand.

Global economy will be another factor of aviation tire demand. Though the pandemic hit global economy significantly in 2020, the positive sign of rebound has shown in many countries since end of 2020, especially in Asia Pacific region. There are still some uncertainties ahead, but the long-term growth trend of aviation tire industry remains valid. New aircrafts in Asia Pacific region are increasing steadily, especially in China, Indonesia and India. The market is expected to be back to the growth curve once life is back from the pandemic to the new normal.

Recent approval of 737Max airworthiness by FAA and EASA is relevant to the demand of the specific tires produced in our Thailand plant. Hopefully the 737Max commercial flight would resume in near future globally to drive the demand increase of the tire.

The percentage of Aviation Tire Market sales is as below;

Percentage of sale	2020	2019	2018
Aviation Tire Market	30%	41%	39%

2.2.4 Risk of Securities Investors

The Goodyear Tire and Rubber Company is registered and located in the United States who is the major shareholder of the Company, who holds 66.79% of the Company issued shares. Therefore, the Company is under the control of The Goodyear Tire and Rubber Company in regard to the Company's operations and management. The Company relies on The Goodyear Tire and Rubber Company cooperation in terms of production technology, raw material technology, product development, product distribution, information technology and administration. Because of this relationship, the Company has risk regarding the continued business operations if there is a change to the Company's major shareholder.

2.3 Risks of epidemics

In 2020, the Covid-19 pandemic caused widespread impacts. We continue to take action in response to Covid-19 to protect the health and wellbeing of our associates, customers and communities. The Company duly modified its business continuity plan to keep up with current circumstances with great emphasis on safety of our associates, customers and stakeholders. To this end, the associates, whenever possible, have been provided with IT equipment and systems to enable work from home. Moreover, a detailed Covid-19 protocol was implemented to protect the well-being of the associates in the factory and office.

2.4 Bank Guarantee risk

The Company had placed bank guarantees amounting to Baht 139 million to the Revenue Department ("RD") allowing RD to refund full VAT amount while the VAT audit was still ongoing. The Company received the refund during 2019 and the VAT audit was still ongoing in 2020. Based on the discussion with RD officers, there is no risk that refund will be cancelled.

3. Driving a Sustainable Business

3.1 Sustainability Policy and Targets

Goodyear Better Future is an integral part of our business strategy. We focus on several important areas that help us drive sustainable business outcomes.

OUR VISION

Building a Better Future to Keep the World Moving

Goodyear has been developing products and services that keep the world moving. From emergency response vehicles that save lives each day to aircrafts that make global travel possible to the cars, SUVs and trucks that bring people home to their families, Goodyear tires play an integral role in bringing people together and making transportation possible.

In our relentless pursuit of forward motion, Goodyear is constantly evolving as we work to improve our performance. In addition to continuously improving product quality and developing new innovative technologies, we must also work toward building a better future for the world around us.

OUR KEY PILLARS



3.2 Stakeholder Impact Management Throughout the Value Chain

3.2.1 Business Value Chain

Goodyear places high emphasis on stakeholder engagement and sustainable value chain management such as raw material supply in production process, product development, procurement, transportation and product distribution and services. The objectives are to respond to all stakeholders' needs and expectations.

3.2.2 Stakeholders Analysis

Stakeholder groups include Employees, Community, Dealers and Consumers, Governments, Shareholders, Raw Material Suppliers, the Media and Non-Governmental Organizations. The company operates in four main areas:

1) Personnel: Reflecting the operational guidelines with fair operations, respect for human rights and fair labor practices. The Company supports a culture of safety and a good quality of life while employees are at work or after work, which is in harmony with Goodyear's policy that requires employees to act with honesty and respect one another.

2) Products: Reflecting the operational guidelines with fair operation and responsibility to consumers. The Company's products are high quality and highly innovative in order to meet customers' needs and be the leader in the chosen target markets. This is in line with the Company's strategy, to create sustainable economic growth.

3) The Environment: Reflecting the operational guidelines regarding environmental maintenance and participation in community or social development. The Company takes part in stimulating environmental responsibility towards the Company's customers, employees, shareholders, community and partners. The Company's activities reflect its responsibilities, which are in accordance with its objectives for sustainable growth.

4) The Community: Reflecting the operational guidelines regarding treatment and participation in community or social development.

3.3 Environment Management

3.3.1 Environmental, Guideline and Policy

Goodyear's policy is to always manufacture, handle and dispose of materials in an environmentally responsible manner. The Company demands strict adherence to all applicable laws and regulations. Goodyear is also committed to the conservation of natural resources and waste reduction and expects every associate to help in these and our other sustainability efforts.

3.3.2 Environmental Performance

Waste Management Policies arising from Tire Production Processes

Waste generated by the production process includes non-hazardous waste, including plastics and rubber, wood chips, metals, and hazardous waste, including contaminated cloth, expired chemicals, used oil, used light bulbs, copier ink cartridges, contaminated containers, and paint containers.

Goodyear systematically handles both types of waste in the factory. There is a waste disposal facility to separate each type of waste to be disposed of according to the process and standards. Independent auditors monitor the factory at least 2 times a year in compliance with the law to ensure that Goodyear's production goods do not pollute or affect the environment of surrounding communities.

Checking the Effluent Quality of the Production Process

The Company invested in the construction and operation of a wastewater treatment system that uses an activated sludge treatment system to treat wastewater from the production process. The water quality check is implemented after wastewater treatment to ensure that the water released into public meets the required quality standards. The parameters tested by an external inspector every month include pH, BOD, COD, suspensions (SS), hydrogen sulfide (H₂S), and oil and grease.

Inspection of Air Quality Due to Factory Exhaust

The Company checks the amount of air released from the factory's ventilation chimney. The parameters reviewed include the amount of dust (TSP), sulfur dioxide (SO₂), nitrogen oxides (NO_x as NO₂), carbon monoxide (CO), smoke (Opacity), and oxygen (O₂). An external inspector inspects every 6 months.

In addition, Goodyear had no complaints in 2020 and 3 years prior from the environmental community.

3.4 Sustainability Management – Social Dimensions

3.4.1 Policies and Guidelines

Goodyear commits to follow the highest ethical and legal standards in doing business, social and human rights practices.

1. Human Right

We abide by the following principles:

- Maintaining an inclusive workplace free of unlawful harassment and discrimination;
- Providing a safe and secure workplace.
- Employment is voluntary; all forms of compulsory labor or human trafficking are prohibited;
- Exploitation of children, including child labor, is not permitted;
- Associates have the right to join organizations (such as unions) of their choosing or to refrain from joining organizations;
- Compliance with all applicable laws and regulations dealing with wages and hours worked; and

2. Safety and Occupational Health

Goodyear is committed to operating facilities in compliance with applicable safety, health and environmental requirements. Management works to ensure that Goodyear's facilities enhance quality of life in the workplace and in the communities in which Goodyear operates. Goodyear associates are responsible for contributing to a culture that reduces risk of injury to themselves, their co-workers and others. Associates should never compromise the safety and health of anyone, including themselves, for the sake of production or other results. Associates must stop work and report to a responsible manager if they know or have reason to believe that a workplace condition poses an unreasonable danger to the safety and health of the associate or others.

3 Taking Care of and Developing our Employees

Goodyear respects the unique abilities, experiences, cultures and differences of our associates. Embracing the diversity of our associates enriches our corporate environment, helps to create a business advantage and is an essential component of our success. Goodyear has set expectations for employees' development in order to be responsive to the dynamic changes. Moreover, the Company regularly conducts Associate Pulse Surveys and uses the results to continually improve our performance.

3.4.2 Social Dimension Performance

Human Rights: The company operates in main practices, which are:

- An exploitation of illegal labor and child labor is prohibited. Moreover, the Company supports student internship programs and other projects in the same manner as required by law.
- The Company has expanded our human rights management to cover emerging epidemics and pandemics in response to COVID-19. The Company provides necessary protective equipment such as masks, sanitizing alcohol gel, working hours adjustment, and remote work.
- The Company operates in accordance with the laws on safety, occupational health and work environment. The Company provides knowledge, training, and drills to ensure the highest standard of safety. Protective equipment and best-in-class technology are employed to mitigate risk. In addition, risk-based physical checkups are conducted annually as well as daily baseline health checks.
- The Company ensures open communication between management and employees in regards to negotiation of employees' benefits through the Labor Unions

Safety and Occupational Health

- Comply with regulations and laws regarding safety, occupational health and the environment. This includes regulatory compliance with Goodyear's standards regarding safety, occupational health and the environment, which have been set for global operations.
- Support and educate employees about environmental awareness and energy conservation ideas. Keep the workplace safe and hygienic.
- Implement COVID-19 prevention measures such as screening, protective equipment, and social distancing.

Taking Care of and Developing our Employees

- The Company has committed to recruit, hire, train, compensate, promote and provide other conditions of employment without regard to any other differences. Goodyear uses merit, qualifications and other job-related criteria as the basis for all employment-related decisions affecting associates.
- The Company regularly conducts Associate Pulse Surveys and uses the results to continually improve our performances.
- The Company provides "MD Red Box" where employees can submit feedback or suggestions directly to the Managing Director.

For more details, please refer to our website.

- ★ Business Conduct Manual <https://investor.goodyear.co.th/storage/download/cg-policy/business-conduct-manual-en.pdf>
- ★ Corporate Responsibility <https://www.goodyear.co.th/about-us/corporate> and <https://corporate.goodyear.com/en-US/responsibility.html>
- ★ Our Goal <https://corporate.goodyear.com/en-US/responsibility/our-goals.html>

4. Management Discussion and Analysis

Overview

In 2020, the Covid-19 pandemic caused a significant disruption to all business in Thailand, starting in March. The company's fully year net sales decreased by 11% and overall profitability was impacted by lower demand for tires globally.

Global travel restrictions caused by the pandemic had a severe impact on the aviation industry and consequently on the demand and production of aviation tires. The Company had to temporarily suspend production for multiple weeks during the second quarter of 2020, and then to reduce the production level for the remaining months of the year to adjust to the low demand. The temporary closure of the plant during the second quarter had a significant negative impact on the Q2 Company's performance with sales and profitability declining -41% and -151% respectively compared to the prior year. The aviation business results in the second half of the year continued to be highly influenced by the economic disruption caused by the ongoing COVID-19 pandemic and government-imposed flight restrictions. The production of aviation tire units reduced by 55% compared with the second half of 2019.

The Thailand Consumer replacement market was also impacted by the pandemic, but after a sharp decline in the second quarter it started to rapidly recover, even though it remained below previous year's levels. The second half Consumer production units increased by 38% compared with the second half of 2019. The 2020 performance of the consumer business was positive, with local replacement sales up double digits compared to the previous year driven by the new go to market strategy and the launch of new products.

Selling and administrative expenses decreased by 46 Million Baht. The company adopted cost savings initiatives to mitigate the financial impact of the pandemic.

Finance costs increased versus the previous year by 4 Million Baht due to an increase in short-term loans from financial institutions.

Highlight of 2020 Operations

1) Revenue from Sales: The Company's Net Sales for the year ended 31 December 2020 was Baht 3,445.4 Million - a decrease when compared to the same period of 2019 of Baht 3,892.2 Million or 11%.

Global travel restrictions caused by the pandemic had a severe impact on the aviation industry and consequently on the demand and production of aviation tires. The aviation business continued to be highly influenced by the economic disruption caused by the ongoing COVID-19 pandemic and government-imposed flight restrictions. 2020 Aviation sales reduced by 36% vs 2019.

The Thailand Consumer replacement market was also impacted by the pandemic, but after a sharp decline in the second quarter it started to rapidly recover, even though it remained below previous year's levels. The 2020 performance of the consumer business was positive (+5% vs. 2020), with local replacement sales up double digits compared to the previous year driven by the new go to market strategy and the launch of new products

Proportion of consumer and aviation sales is as follows.

	2020	2019	2018
Sales and related Service			
Consumer	70.0%	58.8%	61.0%
Aviation	30.0%	41.2%	39.0%
Total	100.0%	100.0%	100.0%

2) Cost of Sales: The Company's Cost of Goods Sold for the year ended 31 December 2020 represented 88.8% of net sales which was higher to than the same period of 2019, (86.6%), driven by higher production costs including raw material costs.

3) Selling and Administration Expenses: The Company's Selling and Administration Expenses for the year ended 31 December 2020 was Baht 532.4 Million.

4) **Assets:** The Company's Total Assets as of 31 December 2020 was Baht 6,620 Million, an increase of Baht 318 Million , from the year ended period ended 31 December 2019

a. Cash and cash equivalents, net cash receipts from operating activities were at THB 728 million. Positive cash flow was driven mostly by the reduction of trade receivables, inventories and refundable value added tax.

b. Net trade receivables were THB 569 million, down 18% or THB 122 million from THB 691 million in 2019. Accounts receivable turnover was down slightly to 5.47 times from 2019 levels due to decreased average accounts receivable balance. Accounts receivable days as of 2020 increased to 67 days, higher than 1 day in 2019.

c. Net inventories were THB 796 million, down 18% or THB 174 million from THB 971 million in 2019. Mainly due to reduction of raw materials and Consumer finished goods stock. Despite reduces inventory, inventory days during 2020 increased to 105 days, from 102 days in 2019 driven by the declining sales in 2020.

d. Property plant and equipment of THB 4,358 million, an increase by THB 320 million vs. 2019 due to investment to improve plant capacity and capability in 2020.

e. The Right-of-use assets were recognized THB 0.1 million in 2020 according to financial reporting standard effective on 1 January 2020.

5) **Net Profit:** The Company's loss for the year ended 31 December 2020 was Baht 176 Million in comparison to a net loss in the same period of 2019 of Baht 61 Million.

Results of Business Operations

(1) Financial Liquidity

a) Liquidity ratio reduced from 1.36 in 2019 to 0.98 in 2020 is mainly due to increase of a short-term loan.

b) Debt to equity ratio in 2020 increased to 0.87 times, from 0.69 times in 2019 is mainly due to increase of a short-term loans from the financial institutions.

c) The asset turnover rate decreased to -2.66 % in 2020 from -0.98 % in 2019 due to lower sales impacted by COVID-19 pandemic.

d) The average collection period changed from 66 days in 2019 to 67 days in 2020.

e) The average sales days increased from 102 days in 2019 to 105 days in 2020.

f) Account Payable payment days changed from 102 days in 2019 to 120 days in 2020.

(2) **Profitability Ratio.** The gross margin ratio decreased from 13% in 2019 to 11% in 2020 driven by unabsorbed fixed costs.

(3) **Efficiency in operation.** The Return on Asset (ROA) ratio reduced from -1.7 in 2019 to -2.7 in 2020.

(4) **Financial Policy.** The Debt to Equity ratio increased from 0.69 in 2019 to 0.87 in 2020

Summary of Consolidated Financial Statements 2020 and Comparative Data for the past 3 years

(Unit: thousand Baht)

Item	Year 2020	Year 2019	Year 2018
Cash and cash equivalents	649,014	354,072	198,978
Trade and other receivables	569,278	691,479	707,033
Loans to related parties which are due within 1 year	-	-	-
Inventories, net	796,664	971,073	913,027
Refundable Value Added Tax within one year	66,052	148,009	223,711
Other current assets	5,917	5,891	3,204
Total current assets	2,086,925	2,170,524	2,045,953
Property, plant and equipment, net	4,358,418	4,038,433	3,873,494
Right-of-use assets, net	95,320	N/A	N/A
Computer programs, net	1,887	294	424
Deferred income tax assets, net	57,622	46,887	23,075
Refundable Value Added Tax	10,498	36,613	171,839
Other non-current assets	9,385	9,560	9,381
Total non-current assets	4,533,130	4,131,779	4,078,213
Total assets	6,620,055	6,302,302	6,124,166
Short-term loans from financial institutions	1,005,000	630,000	165,000
Trade and other payables	1,072,873	940,953	1,132,885
Current portion of lease liabilities, net	22,662	N/A	N/A
Withholding tax payable	20,707	18,674	20,393
Income tax payable	-	-	9,081
Other current liabilities	6,739	4,734	4,988
Total current liabilities	2,127,981	1,594,361	1,332,347
Lease liabilities, net	77,192	N/A	N/A
Long-term loans from financial institutions	538,776	664,379	687,671
Employee benefit obligations	328,809	305,225	244,609
Total non-current liabilities	944,777	969,604	932,280
Total liabilities	3,072,758	2,563,965	2,264,627
Share capital - authorized, issued and fully paid up	74,000	74,000	74,000
Premium on share capital	92,000	92,000	92,000
Retained Earnings - Appropriated-legal reserve	7,400	7,400	7,400
- Unappropriated	3,373,897	3,564,937	3,686,139
Total shareholders' equity	3,547,297	3,738,337	3,859,539
Revenue from sales	3,445,428	3,892,196	3,858,845
Cost of sale	(3,058,640)	(3,371,437)	(3,259,162)
Selling and administrative expenses	(532,441)	(578,123)	(554,424)
Other income	18,906	28,679	1,920
Financial costs	(53,305)	(48,484)	(346)
Income tax	4,182	16,574	(13,028)
Net profit (loss) for the year	(175,870)	(60,595)	33,805
Basic earnings per share	(23.77)	(8.19)	4.57

Financial Ratios

Liquidity Ratio

Liquidity Ratio	Year 2020	Year 2019	Year 2018	
Liquidity Ratio	0.98	1.36	1.54	times
Quick Ratio	0.57	0.66	0.68	times
Cash flow Ratio	0.30	0.22	0.15	times
Account Receivable Turnover	5.47	5.57	4.76	days
Average Collection Period	66.78	65.57	76.72	times
Inventory Turnover	3.46	4.01	4.23	days
Average Inventory Period	105.48	101.99	98.92	days
Accounts Payable Turnover	3.04	3.25	2.55	days
Average Payment Period	120.16	101.87	126.87	days
Cash Conversion Cycle	52.10	68.11	42.25	days

Profitability Ratio

Profitability Ratio	Year 2020	Year 2019	Year 2018	
Gross Margin Ratio	11.23	13.38	15.54	%
Operating Profit Margin	-3.71	-0.74	1.22	%
Net Profit (Loss) Ratio	-5.10	-1.56	0.88	%
Cash to Profit Ratio	-569	-1,226	644	%
Return on Shareholders	-4.96	-1.67	0.90	%
Return on Asset Ratio	-2.66	-0.98	0.57	%
Return to Fixed Assets Ratio	0.79	0.96	1.00	%
Asset Turnover Ratio	0.52	0.62	0.63	times

Financial Policy Ratio

Financial Policy Analysis Ratios	Year 2020	Year 2019	Year 2018	
Debt to Equity Ratio	0.87	0.69	0.59	times
Interest coverage ratio	4.42	5.81	905.67	times
Interest bearing debt to EBITDA ratio	6.55	4.60	2.72	times
Commitment of payment ability ratio	0.20	0.37	1.90	times
Dividend Payout Ratio	N/A	-61.06	437.81	%

5. General information and other key information

5.1 General information

Company Name	Goodyear (Thailand) Public Company Limited.
Registration Number	0107537001188 (Former Bor Mor Jor. 365)
Nature of Business	Manufacture, distribute, and sale of ground tires, aviation tires and retreading aviation tires for domestic and export market
Head Office and Factory	50/9 Paholyothin Road Km. 36, Tambol Khlong Nueng, Amphoe Khlongluang, Pathumthani 12120, Thailand
Number of Employees	864 Persons
Tel:	0-2909-8080
Fax:	0-2909-8097
Homepage	www.goodyear.co.th
Registered Capital	74,000,000 Baht
Paid-up Capital	74,000,000 Baht
Number of Issued Ordinary Shares	7,400,000 shares; Par Value 10 Baht
Details of Juristic persons that the company holds more than 10% Shareholding	-None-

References

Registrar	Thailand Securities Depository Co., Ltd. The Stock Exchange of Thailand Building, 93 Ratchadaphisek Road, Din Daeng, Bangkok 10400, Thailand Tel: 0-2009-9999
Auditor	Mr. Chaisiri Ruangritchai CPA No. 4526 PricewaterhouseCoopers ABAS Limited 179/74-80 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, Thailand Tel: 0-2344-1000 or 0-2286-9999 Fax: 0-2286-5050
Legal Advisor	Tilleke & Gibbins International Co., Ltd. Supalai Grand Tower, 26th Floor, 1011 Rama 3 Road, Chongnonsi, Yannawa, Bangkok 10120, Thailand Tel: 0-2056-5555 Fax: 0-2056-5678 Baker McKenzie Co., Ltd. Abdulrahim Place, 25th Floor 990 Rama IV Road, Silom, Bangrak Bangkok 10500 Tel: 0-2636-2000 Fax: 0-2636-2111

5.2 Other key information

- None -

5.3 Legal Disputes

1) Cases that may have a Negative Impact on Assets

The company does not have any case with a potential negative impact on the company's assets higher than 5 percent of the shareholders' equity at the end of the latest fiscal year, including no lawsuit with an amount higher than 10% of current assets at the end of the last fiscal year

2) Cases that have a significant impact on business operations. (Invaluable in numbers)

The company does not have any lawsuits that significantly affect the company's business operations.

3) Cases that are not a normal business practice of the company

The company does not have any lawsuits arising from normal business operations of the company.

5.4 Contact financial institution (Only if the Company issues debentures)

- None -

Part 2 Corporate Governance

6. Corporate Governance Policy

6.1 Overview of Corporate Governance Policy and Practices

The Corporate Governance Policy of the Company abides by basic legal practice and aligns to the guidelines of the Principles of Good Corporate Governance for Listed Companies 2017 (CG Code) covering 5 categories of practice, which are:

- 1) The Equitable Treatment of Shareholders
- 2) Taking into account the Role of Stakeholders
- 3) Disclosure of Information and Transparency
- 4) Responsibilities of the Board of Directors
- 5) Code of Business Ethics

6.1.1 Policies and guidelines on the Board of Directors

The Board of Directors shall be aware of conflicts of interest, connected transactions, and carefully review the appropriateness every time in compliance with the regulations of the Stock Exchange of Thailand. The price and conditions shall be as if making a transaction with a third party and the details, value, reasons necessity shall be disclosed every time a transaction occurs.

In the case of connected transactions or trading of assets with significant transaction size in accordance with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission, the board of directors must consider said transaction including disclosing that transaction to the Stock Exchange of Thailand in accordance with the specified criteria.

As corporate leaders and ultimately responsible parties, the Board of Directors not only plays a key role in ensuring sound long-term business performance and credibility among shareholders and stakeholders in the Company's best interests, but also forges sustainable business values. Working independently of the management, the Board of Directors is to perform its duties with responsibility, care, and integrity, while complying with the law, Company objectives and regulations, its own article of association, and regulations of the shareholders' meetings. The Company has set policies and guidelines for the Board of Directors as follows:

- **Composition and appointment**

- The Board of Directors is composed of a minimum of individual. At least a half of the Board must be residents of Thailand. Each director must be qualified by the law and Company regulations.
- The Board consists of at least one-third being Independent directors
- The Board consists of directors who have knowledge and skill in areas significantly beneficial to the Company.
- The Chairman of the Board must not be the same person as the Managing Director.
- A Director should not serve more than 5 board positions in listed companies.
- Each newly appointed director will be adequately informed of the Company's information, regulations and business information relevant to his/her duties as a director. On top of that, the Board of Directors encourages directors to develop their knowledge of their duties by agreeing that directors should receive at least one basic training course from the Thai Institute of Directors Association (IOD).

- **Independent Directors**

There is a need to ensure that independent directors are critical to good governance, looking after the interests of Goodyear and its shareholders by imposing checks and balances on Board decision-making and commanding awareness of their duties with due regard for righteousness and without any party's influence. The Board therefore devised definitions and qualifications of independent directors in the corporate governance policy, with stricter shareholding requirements than those of SEC and SET, that is, 0.5% against the legal maximum of 1% of the total eligible voting shares of Goodyear, its parent company, subsidiaries, associates, major shareholder or controller, and independent directors' related parties.

- **Policy on Director Nomination**

The company selects directors by nominating. When considered and approved by the Nomination and Corporate Governance Committee and Board of Directors, the shareholders will consider and approve the appointment of the directors of the company. The minority investors can exercise their rights to vote at the shareholders' meeting to appoint directors. Currently, the Board of Directors consists of 9 members who are knowledgeable, capable, and experienced in various related businesses, which are shareholders' representatives. The number of independent directors is equal to or not less than one-third of the Board.

In this regard, the company has specified clear and transparent criteria in accordance with good corporate governance regarding equitable treatment of shareholders. Giving shareholders opportunities to propose agenda items for the Annual General Meeting of Shareholders and the names of directors in advance in order to enable the shareholders to participate in the Company's business operations and select an appropriate person to be the director of the Company. The Company has published the information on the Company's website at www.goodyear.co.th/news and the website of the Stock Exchange of Thailand.

- **Policy on Board Diversity**

The Board of Directors considers the benefits of the diversity of the Board of Directors in terms of gender, age, educational background, professional experience, skills and knowledge. Therefore, the recruitment and consideration of the appointment of the directors of the company based on knowledge, capability, and use selection criteria, which take into account the benefits of diversity as well.

- **Board Meetings**

The Board schedules its meetings at least once every three months and as deemed necessary. The meeting schedule are agreed in advance for the year. The invitation letters accompanied by relevant documents are sent to the directors at least seven days in advance of each meeting.

- **Terms of Directorship**

In every Annual General Meeting (AGM), one-third of the Directors must retire; moreover, if this number is not a multiple of three, then the number nearest to one-third. The directors who have completed their terms may be re-appointed.

- **Board Assessments**

The Board of Directors set an evaluation form for the Board's performance at least once a year. The Board conducts the evaluation in individual evaluation (self-evaluation) and group evaluation, for the Board's review of performance outcomes and problems for performance development.

- **Board Remuneration**

The Board of Directors considers remuneration for the directors by taking into account the type, size, and relevance of the Company's performance in line with the market norm and the industry as well as the appropriateness of the duties and responsibilities of the Board of Directors. The Chairman of the Board of Directors and the directors who reside in Thailand and do not receive a salary from the Company are entitled to the directors' remuneration.

- **Succession planning and development of executives**

The management team will search for executives when they have vacancies, in accordance with the rules and the regulations of the company.

- **Supervision of operations of subsidiaries and associated companies**

The company does not have operations of subsidiaries and associated companies. Therefore, there is no disclosure in this section.

- **The Sub-committees**

The Board appoints two committees to consider significant matters, consist of the Audit Committee, and Nomination and Corporate Governance Committee.

6.1.2 Policies and practices related to shareholders and stakeholders

- **Rights and Equitability of Shareholders**

1. Rights of shareholders

The shareholders are entitled to Goodyear's ownership by exercising their rights to appoint directors to perform on their behalf and the rights to make decisions on key changes. The Board recognizes and values such rights by promoting such exercise and refraining from violating or depriving those rights.

2. Equitable Treatment of Shareholder

All shareholders are entitled to receive fair treatment. The Board is to ensure such fair treatment and safeguard their fundamental rights.

The company provided important and necessary information for shareholders by allocating the meeting time and providing equal opportunities for shareholders to express opinions, ask questions and exercise the right to select directors. The Company allows the shareholders to send questions in advance to the company secretary before the date of the general meeting of shareholders.

The shareholders have the right to delegate representatives to attend the meeting and exercise their voting rights. They can choose to authorize independent directors to be representatives at the annual general meeting of shareholders and the company has attached the biography of the independent directors together with the documents for notifying the shareholders' meeting. During the meeting, the company allows shareholders to use ballots in every agenda for transparency and review in the event of any dispute later. In appointing the directors of the company, the company gives shareholders the opportunity to exercise the right to appoint individual directors.

In addition, the Company provides a channel for the shareholders to contact the Company via gyth_cosc@goodyear.com

- **The Company's Role toward Stakeholders**

The Company values the importance of the rights of all groups, which includes no actions violating their rights and intellectual properties. Moreover, the Company has guidelines to treat its competitors fairly and complies with competition law. The Company also makes in-depth studies, and analyzes the Company's competitors in accordance with the laws and the highest ethical standards.

The company has established policies that are in line with the consideration of the roles of stakeholders in the Code of Business Conduct. Stakeholders can access the Code of Conduct through <https://investor.goodyear.co.th/storage/download/cg-policy/business-conduct-manual-en.pdf>

- **Disclosure of Information and Transparency**

The company discloses important information related to the company, which includes financial information and general non-financial information that is accurate, complete, timely and transparent. The company disclosed information through various communication channels on the company website at www.goodyear.co.th including the publication on the website of the Stock Exchange of Thailand as well, such as Form 56-1, Annual Report and Financial Statements so that investors and related parties can be thoroughly informed.

- **Safety, Health, Environment, and Energy**

The company values the stewardship of safety, occupational health, the environment, and energy to ensure that all activities fall under an international-standard management system that does not harm the environment, society, and communities.

- **Risk management, internal control, and internal audit**

The company has established risk management and internal control systems to enable business to achieve its objectives, while complying with related laws and regulations and lowering corruption-related risks. An internal audit system is in place to ensure achievement of the company's goals.

- **Anti-Corruption**

Policies and Guidelines, which Protect against being involved in Corruption

The company has established an anti-bribery policy of which established in accordance with the United States Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act. The Board of Directors has resolved to comply with the following policies: "Prohibit Goodyear's traders, agents, distributors offers or gives or agrees to accept or receive money in any way that is inappropriate, including offering or giving or accepting or accepting anything of value to or from anyone at any location in the world in order to obtain or maintain business or for any improper benefits, Goodyear is willing to lose any business opportunities if that business opportunity can obtain only by giving inappropriate money or illegal, bribing, giving gifts, refunds as discounts, under the table or similar incentives". The policy is effective for employees, partners, distributors of Goodyear, a subsidiary of The Goodyear Tire & Rubber Company, an American company

The Implementation

(1) Business Risk Assessment. The Company has prepared the Due Diligence System to assess the risk of business partners, distributors, consultants or outsiders acting on behalf of the company through history review, answering a series of questionnaire to assess the risk of bribery. that there is a risky operation or should be vigilant about anti-corruption policies or a bribe?

(2) Establishing guidelines for control, prevention and monitoring of risks from corruption.

The company provides Central Complaint Channel via hotline number 1-888-494-6854 or www.goodyear.ethicspoint.com The stakeholders can contact, complaint any suspects conflict of interest, conflicts against business ethics. The informants will be protecting and any questions or complaints will be pass on to the relevant departments for further consideration of corrections



The Company has policy for giving or receiving gifts to or from government officials, company's partner with an acceptable value of not more than US\$ 100, including the prohibition of giving or accepting gifts in cash, cash equivalents, or high value items.

(3) Communication and training for employees: The Company's employees and executives must pass the training on anti-bribery, policy on gift giving according to online courses specified by the company annually including communication for employees to be continuously acknowledging through monthly staff meetings.

(4) Guidelines for monitoring and evaluating the implementation of the anti-corruption policy: The Board of Directors is responsible for overseeing the company to comply with the policy and complying with the law on the prohibition of bribery or support for corruption. The Board of Directors has followed up on the internal audit of the internal auditor, the compliance with the anti-corruption policy of the company through the report of the Audit Committee in every meeting.

(5) The audit committee or the auditor to review the completeness and sufficiency of the process: The Audit Committee reviews the internal control of the company, reviews the internal auditor's report, and reviewed by an external auditor of the company approved by the shareholders' meeting. The internal auditor has reviewed the company's expense disbursement system, Revenue recognition and recognition on wage and compensation system. The Review of internal control systems is under the Sarbanes Oxley Act (SOX) and audits for compliance with company laws and policies.

The Company has a policy of complying with the law with regard to giving or receiving gifts to or from government officials.

6.2 Code of Conducts

One of the missions which is the cornerstone of the company in doing business is “We are committed to acting with honesty and respect”. The Guide to the Code of Business Conduct of the Company consists of details about the behavior that the employees of the company should act as an employee, treatment to Business Partners, and employees. The Company Executives are responsible for better understanding including following the guidelines set out in this guide along with reporting to the company in case of suspicious behavior that constitutes a violation of the law, the code or the violation of these policies.

Goodyear continued to train employees who are monthly staffs around the world about the Company’s Code of Business Conduct. The training focuses on operations that are in accordance with the Code of Business Conduct and Anti-Corruption Policy, which includes a risk assessment process regarding outsiders who conduct business with the Company. Employees who encounter or suspect that they have come across a violation of the Company’s Code of Business Conduct are required to report the incident to Goodyear Integrity Hotline, which is a toll-free number, available 24 hours a day, 7 days a week or report the incident via www.goodyear.ethicspoint.com. Employees can choose to reveal their identity or remain anonymous. All complaints will be verifiable and if confirmed that there is a real violation, the offender is disciplinary appropriately. Goodyear provide protection to the complainants that there will be no retaliation of any kind.

6.3 Milestones of policy, guidelines, and corporate governance of this past year

6.3.1 Milestones of policy, guideline, corporate governance, or committee charter revision

This year the Board endorsed the implementation of the recommendations for corporate governance improvement based on Corporate Governance Report of Thai Listed Companies 2020 which assessed by Thai IOD as follows:

- To have a press briefing or press release pertaining to the company’s financial performance.
- To have a policy that limit of five board seats in publicly-listed companies that a director can hold without exception.
- To have a meeting of non-executive directors in the absence of the management at least once a year.
- To have an annual performance evaluation of the CEO.

6.3.2 Compliance with CG Code

The Board reviewed the SEC-developed CG Code of 2017 and recognized its role as corporate leaders in the application of CG to create sustainable business value. It assessed compliance with each item of the code of Goodyear’s policies, CG practices, and business context, concluding that its overall policies, measures, and business processes aligned with CG Code guidelines and proved appropriate for its business growth directions, except the following matters which are the aspects not yet applied, which will in time be adapted as seen fit.

CG Code guideline	Goodyear’s justification or alternative measure
Goodyear has not yet applied for the Board of Directors to regulate the Independent Directors to hold their positions 9 years from the date of being first appointed as Independent Directors. In the event that the independent directors remain in position, the Board of Directors should reasonably consider the necessity.	The Board of Directors consists of 9 members with 3 independent directors, each of whom is an expert in finance together with automotive business for a long time. The company is not yet able to select independent directors with equal qualifications and experience for replacement. However, the company has prepared a plan to discuss the selection of independent directors in order to inherit the position in the future.

6.3.3 Other practices under CG Code

- Results of Assessment Survey of Good Governance Report for Listed Companies: “Very Good” score (4-star rating). The survey was conducted by Thai Institute of Directors (IOD).

- Results of Quality Assessment for AGM: 100 points and listed as “Excellent” in participation of the AGM Quality Assurance evaluation. The evaluation was conducted by Thai Investors Association (TIA).

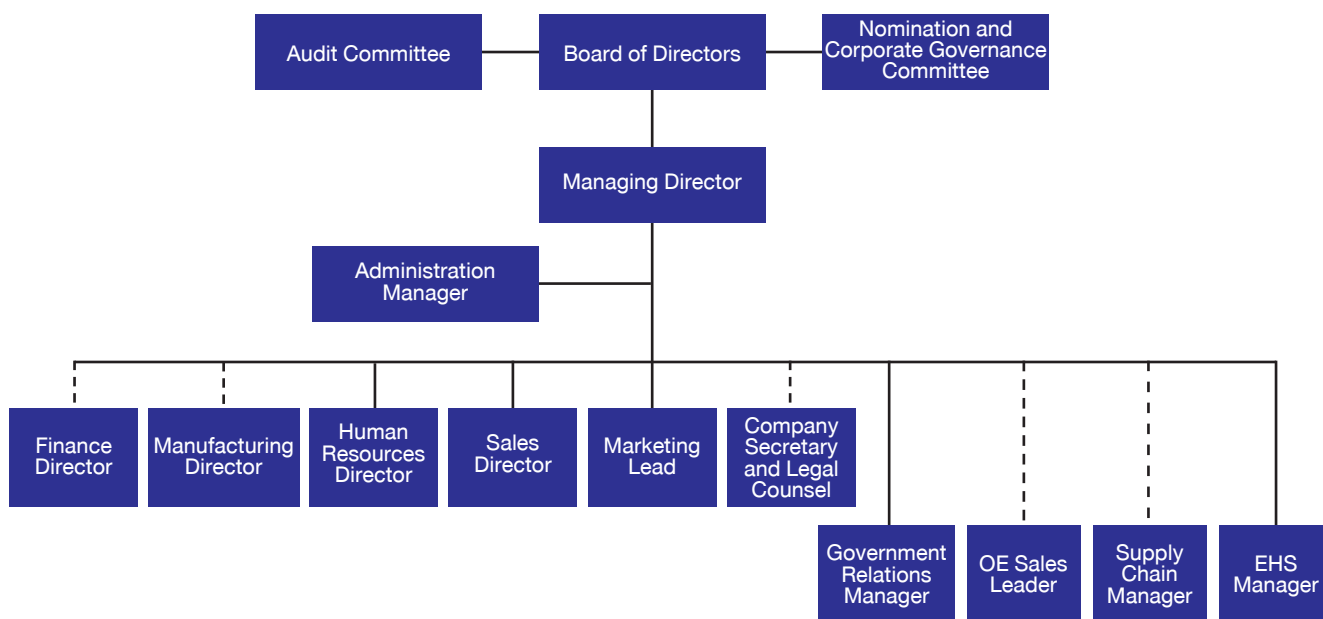
For more details, please refer to our website.

- Business Conduct Manual <https://investor.goodyear.co.th/storage/download/cg-policy/business-conduct-manual-en.pdf>

7. Corporate Governance Structure and key information about the board, Sub-committees, management, employees, and others

7.1 Corporate Governance Structure

The Board of Directors and the management perform in the best interests of the Company and its shareholders under a clear, balanced, and accountable management structure. The Board monitors and ensures that the management implements its policies, plans and strategies, and that there is clear distinction of roles and responsibilities between the Board and the management. The Board appoints sub-committees to consider significant matters, consist of the Audit Committee, and Nomination and Corporate Governance Committee. The Managing Director is the top executive.



7.2 The Board of Directors

7.2.1 The Board Composition

- Board diversity prevails, equipped with a series of skills matching the Company’s business strategies. Also, there is a wide variety of education and experience without discrimination (detailed in Attachment 1).

- The Board consists of not less than 5 directors. Today there are 9 of them, with one female member and one executive director (Managing Director).

- Independent directors account for not less than one-third of the Board. Today there are 3 of them.

- The Chairman cannot be the same person as the Managing Director in view of clear-cut responsibilities and duties.

7.2.2 The board information and the authorized directors

Board of Directors There were 9 directors (As of December 31, 2020) as follows:

Name	Position	Annual General Meeting of Shareholders	The number of meetings attended the Board of Directors meeting	The number of meetings attended the Audit Committee meeting	The number of meetings attended the Nomination and Corporate Governance Committee	Remark
1. Dr. Dhiraphorn Srifuengfung	- Chairman of the Board - Member of the Nomination and Corporate Governance Committee	Yes	6/6	-	4/4	-
2. Mr. Luca Crepaccioli	- Executive Director - Member of the Nomination and Corporate Governance Committee	Yes	6/6	-	4/4	-
3. Mr. Athaporn Khaimarn	- Independent Director - Chairman of the Audit Committee	Yes	6/6	4/4	-	-
4. Mr. Yeap Swee Chuan	- Independent Director - Chairman of the Nomination and Corporate Governance Committee - Member of the Audit Committee	Yes	6/6	4/4	4/4	-
5. Ms. Chanapun Juangroongruangkit	- Independent Director - Member of the Audit Committee - Member of the Nomination and Corporate Governance Committee	Yes	6/6	4/4	4/4	-
6. Mr. Michael Martens	Director	Yes	6/6	-	-	-
7. Mr. Wee Hong Kek	Director	Yes	6/6	-	-	-
8. Mr. Gino Garzarella	Director	Yes	5/5	-	-	Appointed on 25 February 2020 (Replacing Mr. Phiphat Vorapipat)

Name	Position	Annual General Meeting of Shareholders	The number of meetings attended the Board of Directors meeting	The number of meetings attended the Audit Committee meeting	The number of meetings attended the Nomination and Corporate Governance Committee	Remark
9. Mr. Michael Lee Dreyer	Director	Yes	3/3	-	-	Appointed on 14 May 2020 (Replacing Mr. Andrew Michael Cooper)
Directors whose terms were completed and resigned directors in 2020						
1. Mr. Phiphat Vorapipat	Executive Director	-	5/5	-	-	Resigned on 17 January 2020
2. Mr. Andrew Michael Cooper	Director	-	5/5	-	-	Resigned on 10 April 2020

The names and number of the authorized directors who have authority to sign on behalf of the Company are: Mr. Luca Crepaccioli and Mr. Wee Hong Kek jointly sign with the Company's seal affixed

7.2.3 Roles, Duties, and Responsibilities of the Board of Directors

1. To be leaders and manage the Company according to the assigned Vision.
2. Must comply with the law, objectives, Article of Association of the Company and the resolutions of the Shareholders' Meeting.
3. To consider and approve important items such as new investment projects or trading of materially significant assets according to the rules of the Stock Exchange of Thailand, the Securities and Exchange Commission, the Stock Exchange and any actions required by law.
4. To supervise the ethical conduct of business.
5. To set up a reliable accounting system, financial reporting, and auditing. This includes supervising and monitoring the process of evaluating the appropriateness of internal controls and internal audits to be effective.
6. The Board of Directors has the authority to approve the following items.
 - (1) The appointment and removal of employees of the Company.
 - (2) Determine the payment of monetary rewards for employees, workers, or any person who does anything for the Company whether that person is a regular worker or not.
 - (3) Determine interim dividends for shareholders.

In the performance of duties, the Board of Directors may assign one or several directors or other persons to act on behalf of the Board of Directors.

In entering into the following transactions, the Approval will make by the Shareholders' Meeting with a vote of no less than three quarters of the total number of votes from shareholders that attend the meeting and have the right to vote.

- (1) The sale or transfer of the business of the Company, in whole or a significant part, to other people.
- (2) The acquisition of or the acceptance to transfer a business from other companies or private companies to the Company.
- (3) Entering into, amending or terminating contracts related to the lease of the Company's business, in whole or a significant part. Assigning other people to manage the Company's business or merging the business with other persons, with the objective to share profits and losses.

Roles and Responsibilities of the Chairman, leader of the Board

1. Convene the meeting and set the agenda as stipulated in the Articles of Association of the Company. The meeting's invitation, the meeting's agenda and the meeting's documents must submit to the directors at least 7 days in advance so that the directors have time to study them in advance.

2. The Chairman serves as the Chairman of the Meeting and is responsible for overseeing and allocating sufficient time for the discussion of each agenda item, to express independent opinions on important issues by taking into account the interests of shareholders and stakeholders. A quorum in the Meeting of the Board of Directors must consist of no less than half of the total number of directors, a resolution shall be made with a majority vote of the directors that attend the meeting, and one director has one vote.

7.3 Sub-Committees

The Board of Directors elected Sub-committees (or Committees) to facilitate the Company's business, undertaking with two sub-committees. Details about sub-committee charters as follows:

1. Audit Committee (AC)

- | | |
|------------------------------------|--|
| 1. Mr. Athaporn Khaimarn | Chairman of the Audit Committee and Independent Director
(with knowledge and experience in reviewing financial statements of the company) |
| 2. Mr. Yeap Swee Chuan | Member of the Audit Committee and Independent Director |
| 3. Ms. Chanapun Juangroongruangkit | Member of the Audit Committee and Independent Director |

Roles and Responsibilities

1. Review to ensure that the company has accurate and sufficient financial reporting.
2. Review to ensure that the company has an appropriate and effective internal control and internal audit systems and consider the independence of the internal audit department As well as granting approval for consideration, appointment, transfer Termination of the head of the internal audit department or any other department responsible for internal auditing.
3. Review the Company's compliance with the laws of Securities and the Stock Exchange, regulations of the Stock Exchange of Thailand and laws related to the business of the Company.
4. Consider, select and nominate persons, which are independent in order to act as the Company's auditor and propose the remuneration of such persons. This includes attend meetings with the auditors, without management in attendance at least once a year.
5. Consider connected transactions or transactions that may have conflicts of interest to be in accordance with the laws and regulations of the Stock Exchange in order to ensure that these transactions are reasonable and give maximum benefit to the Company.
6. Prepare the Audit Committee's report and disclose the report in the Company's Annual Report. The report must be signed by the Chairman of the Audit Committee and consist of at least the following information.
 - (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 compliance with the laws on securities and the regulations of the stock exchange, or any laws relating to the business of the Company.
 - (d) an opinion on the suitability of the auditor.
 - (e) an opinion on the transactions that may lead to conflicts of interest.
 - (f) the number of meetings the Audit Committee held and the attendance of each member of the Audit Committee.
 - (g) an opinion or overall observation that the Audit Committee received by performing the duties under the Charter.
 - (h) other items that the shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors.
7. Perform any other tasks as assigned by the Board of Directors with the approval of the Audit Committee.

2. Nomination and Corporate Governance Committee (NCG)

- | | |
|------------------------------------|--|
| 1. Mr. Yeap Swee Chuan | Chairman of the Nomination and Governance Committee and Independent Director |
| 2. Ms. Chanapun Juangroongruangkit | Member of the Nomination and Governance Committee and Independent Director |
| 3. Dr. Dhiraphorn Srfuengfung | Member of the Nomination and Governance Committee and Director |
| 4. Mr. Luca Crepaccioli | Member of the Nomination and Governance Committee and Executive Director |

Roles and Responsibilities

1. Evaluate, select, or make recommendations to the Board of Directors regarding the selection of directors
2. Prepare principles for selecting new directors, screening, and recruiting persons who are completely qualified to be directors.
3. Consider the nomination of directors for approval by the shareholders.
4. Consider and make recommendations to the Board of Directors regarding structure, size and the composition of the Board. This includes the skills of the Board of Directors for the effective performance for Board of Directors.
5. Select directors who need to be replacing in the Company Shareholders' Meeting.
6. Report the results of the evaluation of the Board of Directors.
7. Develop and review the principles of operation and give an opinion regarding the changes made by the Board of Directors at least once a year.
8. Consider and give an opinion on good governance from time to time.
9. Consider the disclosure of information related to the Annual Report regarding the Board of Directors' activities.
10. Perform other duties as assigned by the Board of Directors from time to time.

7.4 Executive Management

Names and Positions of Executives

The Board has set the roles and duties of the management in the Company's day-to-day business management in line with the company's policies, plans, goals, regulations, and rules, as well as Board resolutions, within the approved budget. To this end, they are to conform strictly with integrity and care to maintain the Company's and its shareholders' interests to the best of their ability under corporate governance. They are to report updates on conformance to such resolutions together with key performance outcomes to the Board. Today the executives whom are regarded as executives under SEC's definition (As of December 31, 2020) are as follows:

Name of Executive	Position
1. Ms. Justyna Gebaska	Financial Director
2. Mr. Omer Tezgorucu	Production Director
3. Mr. Panu Ratcharoen*	Human Resources Director
4. Mr. Annop Tanaruksa	Sales Director
5. Ms. Ladda Simuang	Marketing Lead
6. Ms. Wasuwat Siripongmongkol	Company Secretary & Legal Counsel

* Resigned on January 1, 2021

Remuneration of Executives

Executives shall receive short-term remuneration, i.e., salary and bonus, and long-term remuneration, which will be considered on a case-by-case basis. These payments motivate executives, are on a par with industry practice, correlate to each person's key performance indices, and connect compensation with performance. In 2020, the Company paid remuneration to the executives with a total of 25.35 million Baht.

7.5 Personnel

On December 31, 2020, the Company had a total headcount of 864:

Description	31 December 2020	31 December 2019	31 December 2018
Office staff	103	94	187
Production staff	761	755	673
Total	864	849	860

Significant changes in number employees for the past three years

Total employees as of 31 December 2020 were 864 with a slight reduction from 860 employees as of the end of 2018.

Remuneration of employee

The Company's policy provides for suitable compensation to employees in line with their performance outcomes. For the short term, this compensation is the bonus, in turn linked to company performance. For the long term, this compensation means the Saving Fund, a form of welfare that gives employees financial guarantee.

Employee receive remuneration in the form of salary, shift, night shift, overtime, peridium, attendance bonus and other welfare. Employees have the right to apply for membership of "Saving Fund". The accumulated money that the members will accumulate will be at the rate of 6% and 8% of the salary and the Company will contribute according to the number of years of membership. In 2020 the Company paid remuneration with a total of 1,738.02 million Baht.

Personnel Development

The company provides internal training through online and offline courses, including personnel development plans in which employees are involved in formulating guidelines for the development of their capabilities with supervisors providing advice through the Individual Development Plan ("IDP").

This year, various training programs were provided to employees, averaging 9 hours/person/year, including environmental aspects of training curricula and seminars. Instances were training on Safety Officer Supervisor Level, Train the Trainer Behavior-Based Safety : BBS, BB Arm Robot Training etc.

7.6 Other Key Information

7.6.1 Responsible Executives

- Company Secretary

Under the Securities and Exchange law (Articles 89/15 and 89/16), the Board Meeting No. 5/2020 appointed Ms. Wasuwat Siripongmongkol, Legal Counsel, as Company Secretary, effective from November 12, 2020. Details of the company secretary profile appear in Attachment 1.

Roles and Responsibilities

- Prepare and maintain key documents, including the Board roster, meeting notices, minutes of Board meetings and shareholders' meetings, annual reports, and reports of vested interests
- Schedule Board meetings and shareholders' meetings under the law and company regulations. Coordinate conformance to the resolutions of Board and shareholders' meetings
- Advise and support the performance of directors and the management under the law and relevant regulations
- Coordinate between the Chairman and the Managing Director together with his management team, which includes coordination between the Company and its shareholders
- Encourage the directors, management, and employees to conform to corporate governance
- Perform other lawful tasks and Board-assigned tasks.

- Chief Accounting

The Company assigned Mrs. Pannipa Rattanacharoen, Financial Controller to be directly responsible for the supervision of accounting, effective from February 1, 2020 Please see information of the Chief Accounting in Attachment 1.

- Head of Internal Audit

The Company assigned Ms. Maxine Mae J. Escoto, Internal Audit Manager, Asia Pacific Region as Head of Internal Audit. Please see information of the Head of Internal Audit in Attachment 3.

7.6.2 Head of Investor Relations

In terms of investor relations, the Company has not yet established an investor relation department because there are not many activities in this area. The Company assigned Company's Secretary to contact shareholders and the relevant government agencies. Investors can receive this information from Tel. 0 2909 8080 Email: GYTH_COSC@goodyear.com or <https://investor.goodyear.co.th/en>

7.6.3 Audit Fee

For the fiscal year 2020, the Company paid for audit fees amounting to 1.86 Million Baht to PricewaterhouseCoopers ABAS Ltd., which the auditors worked for, and to persons or businesses related to the auditors and audit firm. In this regard, PricewaterhouseCoopers ABAS Ltd. and its auditors do not have any relationships or interests involving the Company, management, or major shareholders, including their related persons.

Audit fees for the year 2020

Fees for annual audit and quarterly review of the Company and consolidated financial statements amounted to 1.86 Million Baht.

Audit fees of the Company	
1. Audit fee for quarterly review of the Company's financial statements and quarterly review	900,000* Baht
2. Audit fee for annual audit of the Company's financial statements	961,802* Baht
Total audit fees of the Company	1,861,802* Baht

Non-audit Fee

The Company paid for other fees amounting to 24,000* Baht to the audit firm for observing in goods and raw materials destruction.

** excluding out of pocket expenses*

8. Highlights of Corporate Governance

8.1 Performance of the Board of Directors

8.1.1 Recruitment, Development, and Performance Assessment of the Board of Directors

(1) Independent Directors

The Board consists of at least one-third being Independent directors, each of whom must comply with the following:

(1) An Independent Director must hold no more than 0.5% of all the voting shares of the Company and its parent company, subsidiaries, affiliates, major shareholders or the Company's controlling persons. An Independent Director's shares must include those held by related person to that Independent Director.

(2) An Independent Director must not be nor ever have been a director who is involved with management, an employee, a salaried adviser or a controlling individual of the Company, its parent company or any of its subsidiaries, affiliates, peer companies under the same parent company, major Shareholders or controlling individuals/entities. An exception is made in the case of a candidate who used to hold one of the positions mentioned above but left it at least two years prior. An individual who was a civil servant of or an adviser to a government agency that was the Company's major shareholder or controlling entity is not forbidden from being the Company's Independent Director.

(3) Independent Directors must not have familial (blood ties or legal) relations to individuals such as a parent, spouse, sibling, child, spouse of the child of another Director, an Executive, a major Shareholder, a controlling individual or an individual who is about to be nominated as a Director, an Executive or a controlling individual of the Company or any of its subsidiaries.

(4) Independent Directors must not have nor ever had a business relationships instead of 3 with the Company, its parent company or any of its subsidiaries, affiliates, major Shareholders or controlling individuals/entities in a manner that might obstruct their independent use of discretion. In addition, they must not be nor have ever been a significant Shareholder or a controlling individual of an entity having a business relationship with the Company, its parent company or any of its subsidiaries, affiliates, major Shareholders or the Company's controlling individuals/entities. An exception is made in the case of a candidate who used to have such a relationship or hold one of the positions mentioned above but ended it or left it at least two years prior.

(5) An Independent Director must not be nor ever have been an auditor of the Company, its parent company or any of its subsidiaries, affiliates, major Shareholders or controlling individuals/entities. In addition, he/she must not be a significant Shareholder, a controlling individual or a partner of the audit firm where the auditors of the Company, its parent company, or any of its subsidiaries, affiliates, major Shareholders or controlling individuals/entities work. An exception is made in the case of a candidate who used to hold any of the positions mentioned above but left it at least two years prior.

(6) An Independent Director must not be nor ever have been a provider of any professional service (including services as a legal or financial adviser) who receives compensation to the amount of over two million baht per year from the Company or any of its subsidiaries, affiliates, major shareholders or controlling individuals/entities. In addition, he/she must not be a significant Shareholder, a controlling individual or a partner of a provider of such professional services. An exception is made in the case of a candidate who used to hold any of the positions mentioned above but left it at least two years prior.

(7) An Independent Director must not be appointed as an agent of the Company's Director, a major shareholder or a shareholder connected with the Company's major shareholder.

(8) Independent Directors must not own businesses that are in the same industry and significant competition to the business of the Company or any of its subsidiaries. They must not be significant partners in a limited partnership or directors who are involved in management, employees, and salaried advisers or own more than one percent of all voting shares of another firm that runs a business that is in the same industry as and is in significant competition with the business of the Company or any of its subsidiaries.

(9) An Independent Director must not have any other characteristics that might hinder the free expression of their opinions about the Company's operations.

After being appointed an Independent Director who meets the nine criteria stated above, might be tasked by the Board of Directors with making decisions in regard to the operations of the Company, its parent company or any of its subsidiaries, affiliates, peer companies under the same parent company, major Shareholders or controlling individuals/entities. They must be able to make collective decisions. The definitions in regard to Independent Directors are in line with the regulations of definitions in the notification of the Capital Market Supervisory Board on the issuance and offering of securities.

(2) Nomination and Appointment of Directors and the President & CEO

Directors' Nomination

1. The Company allows minor shareholders to nominate directors by submitting their names to it.
2. The Nomination and Corporate Governance Committee (NCG) reviews Board structure for suitability and the Company's strategic needs.

3. NCG defines the competency and experience for directors to be nominated so that they may match the Company's goals and strategies.

4. NCG proceeds with nomination and tables qualified persons for directors in place of those whose terms expire or for additional directors.

5. NCG selects those qualified to be directors and tables their names for the Board's endorsement.

6. The Board endorses the list of directors for subsequent approval by the AGM.

Appointment and Dismissal of Directors

1. Shareholder's meetings elect Directors through majority voting with one shareholder holding one vote per share held and can elect Directors individually. The candidates with the most votes are to be appointed Directors up to the number open at the meeting. If more candidates receive equal votes than the number of Directors required, the Chairman of the meeting must cast a deciding vote.

2. In every Annual General Meeting (AGM), one-third of the Directors must retire. If this number is not a multiple of three, then the number nearest to one-third. The names of the Directors to retire during the first and second year after the Company was registered are to be drawn by lots if not agreed otherwise. For subsequent years, those with the longest terms must retire. The retired Directors can be re-elected.

3. Other than the completion of term, a Director may retire for to the following reasons:

- death
- resignation
- lack of qualifications according to the Public Company Limited Act and the Securities and Exchange Act
- decision of the shareholders' meeting to resign according to the Public Company Limited Act
- court order

4. In case a Director's position is vacant due to other reason than the completion of term, the Board of Directors is to elect a candidate with qualifications according to the Company's regulations in the next meeting except when the Director's term is to be completed in less than two months. At least, a three-quarter vote of the Directors present at the meeting is required. The elected Director holds the position until the completion of term of the Director they have replaced.

New Directors' Orientation

Each newly appointed director will be adequately informed of the Company's information, regulations and business information relevant to his/her duties as a director. On top of that, the Board of Directors encourages directors to develop their knowledge of their duties by agreeing that directors should receive at least one basic training course from the Thai Institute of Directors Association (IOD).

Directors' Development

Name	Course	Trainee
Mr. Luca Crepaccioli	Director Accreditation Program (DAP 158/2019)	Thai Institute of Directors
Mr. Wee Hong Kek	Director Accreditation Program (DAP 166/2019)	Thai Institute of Directors

Assessment of Directors' and Managing Director's performances

The Board will evaluate the individual performance, the entire committee, sub-committee and the Managing Director once a year to check the performance and improve it to be in line with the company's policy. The company's secretary is responsible for sending assessment forms to directors for evaluation and return to the company. The assessment relies on topics, namely the Structure and Qualifications of the Board, Roles, Duties, and Responsibilities of the Board, the Meeting of the Board of Directors, the Work of the Director, Relationship with Management, Self-Development of Directors, Monitoring the Process of Financial Reporting and Internal Control, and Compliance with Business Ethics. In the year 2020, the evaluation result concluded that the Board of Directors and the Sub-Committees perform their duties completely and effectively.

8.1.2 Remuneration of Individual Directors

Policy on Director Remuneration

The Nomination and Corporate Governance Committee considered remuneration for the directors by taking into account the type, size, and relevance of the Company's performance in line with the market norm and the industry as well as the appropriateness of the duties and responsibilities of the Board of Directors. The Chairman of the Board of Directors and the directors who reside in Thailand and do not receive a salary from the Company are entitled to the directors' remuneration.

Moreover, as a consequence of economic situations and other factors impacting the Company's turnover, the Board of Directors agreed to decrease their remuneration by 10% for three months.

Director Remuneration approved by 2020 AGM of June 24, 2020 are as follows:

Committees	Remuneration	Bonus	Other non-monetary Remuneration
Board of Directors			
Chairman	500,000	none	none
Committee	350,000	none	none
Audit Committee			
Chairman	350,000	none	none
Committee	300,000	none	none
Nomination and Corporate Governance Committee			
Chairman	100,000	none	none
Committee	75,000	none	none

Remark: The Company does not have any other form of director's remuneration

In 2020, the individual remuneration of Directors was as follows:

Name	Position	Remuneration (Baht)
1. Dr. Dhiraphorn Srfuengfung	- Chairman of the Board - Member of the Nomination and Corporate Governance Committee	562,500.00
2. Mr. Athaporn Khaimarn	- Independent Director - Chairman of the Audit Committee	682,500.00
3. Mr. Yeap Swee Chuan	- Independent Director - Chairman of the Nomination and Corporate Governance Committee - Member of the Audit Committee	733,750.00
4. Ms. Chanapun Juangroongruangkit	- Independent Director - Member of the Audit Committee - Member of the Nomination and Corporate Governance Committee	708,750.00

8.1.3 Monitoring Compliance of Corporate Governance Policy and Guidelines

1) Compliance with corporate governance for listed companies

The Stock Exchange of Thailand (SET) established “The Principles of Good Corporate Governance for Listed Companies 2012”. The Securities and Exchange Commission (SEC) issued its “Corporate Governance for listed companies 2017”, which contains eight major practical guidelines. This year the Company continued its compliance with these principles by following these five aspects:

1. Shareholders’ rights

The Board of Directors has defined a policy on shareholders’ rights in Section 3.3 of the corporate governance policy, as implemented below.

- A Record Date for the AGM was set so that shareholders may have enough time to review meeting notices and various data ahead of the meeting.
- Informed the shareholders about two months ahead of the meeting so that they may schedule meeting attendance, which exceeds what is required by law.
- The meeting notices with information for each agenda item and the proxy form were sent to shareholders for consideration in advance.
- Allowed the shareholders to submit queries needing the Company’s explanation on certain points of the agenda for the AGM ahead of the meeting.
- Facilitated and supported shareholders to attend the shareholders’ meeting of either by themselves or through proxies.
- Facilitated shareholders on the meeting date:
 - Applied the shareholders’ meeting software to registration and vote-tallying for efficiency and transparency.
- Before the meeting, the Company Secretary clarified the method for voting and vote-tallying for each agenda item and requests shareholders’ representatives to witness vote-tallying together with the inspector.
- During the meeting
 - Conducted the meeting by the agenda items sent to the shareholders without adding or switching the agenda items
 - Allowed the shareholders equal rights for expressing views and posing questions on each agenda item and recorded key concerns and views in the minutes.
- After the meeting
 - Publicized the resolutions and vote tallies on each agenda item through SET’s channels and the Company’s website by the evening of the meeting date
 - Publicized the minutes through SET’s channels and the Company’s website.

At the 2020 AGM, the Company invited a legal counsel from Baker & McKenzie Ltd. to serve as an inspector to validate the votes and ensure transparency and compliance with the law and the Company’s article of association. This included examination of documents of shareholders or their proxies with the right to attend the meeting, quorum, stakeholders whose voting right was not exercised, and whether the voting process followed the Company’s article of association or what was announced by the chair of the meeting, as well as collection of ballots, verification of meeting resolutions, as well as ballot casting. One representative from the shareholders joined the witnesses verifying the AGM ballot-counting

Results of Quality Assessment for AGM: 100 points and listed as “Excellent” in participation of the AGM Quality Assurance evaluation. The evaluation was conducted by Thai Investors Association (TIA).

2. Equitable Treatment of Shareholders

The Board of Directors has defined a policy on equitable treatment of shareholders in the corporate governance policy, as implemented below.

- Publicized meeting documents on its website 21 days ahead of the meeting and delivered them to the shareholders 14 days ahead of the meeting.
- Allowed the shareholders to propose additional AGM agenda items and nominate directors. The Company disclosed the criteria and methods at its website and informed the shareholders through SET's channels. The Board's policy is against adding agenda items without prior notice, particularly crucial items for which the shareholders need time to study before making a decision.
- Supported the shareholders' use of proxy forms to steer voting at the meeting (Form B) and nominated three independent directors as proxy alternatives at the meeting.
- Used ballots on every agenda item, particularly that dealing with directors' election where individual directors were voted on. To this end, the votes equaled the number of shares held for the election of one director.
- Required that directors with vested interests should have no votes and stay outside the meeting on such agenda item, as mentioned in the corporate governance policy.
- Defined practices for employees on the maintaining of the Company's confidential information and avoidance of benefit-seeking for themselves by exploiting such confidential information, as mentioned in the corporate governance policy.

3. Roles of stakeholders

The Company values the importance of the rights of all groups, which includes actions violating their rights and intellectual properties. Below are the policy and practices.

Employees

- Places Individual Development Plans (IDPs) to raise staff knowledge and caliber.
- Performance assessment whereby all employees have Key Performance Indicators and will be compensated in accordance with their performance.
- Gives a competitive and fair compensation, depending on the overall performance of the company, in the short term and the long term. In this regard, the Company will conduct a survey of compensation and welfare benchmark between the related industry, including the surrounding environment in order to review and improve the compensation criteria. The Company, moreover, provided staff welfare exceeding what was required by law.

Customers

- The Company is dedicated to improving the quality and reliability of products and services for maximum customer satisfaction. Its policy is to deliver quality goods and services which meet or exceed customers' demands under fair conditions.
- The Company is also committed to consumers' safety by delivering standard-certified products and by giving accurate, adequate information about its products and services.

Suppliers/Contractors

- The Company selects and treats Suppliers/Contractors with equality and fairness. The Company also firmly adheres to contract provisions.
- The Company has defined strict criteria for Suppliers/Contractors selection to bolster fair and equal procurement procedures without violation of human rights.

Creditors

The Company treats its creditors fairly, responsibly, and transparently and seeks to fulfill all its contractual and financial obligations, especially guarantee conditions, capital management, and payment, collaterals, potential obligations and debts, as well as appropriate capital structure management to ensure creditors of its financial status and ability of repayment.

Competitors

The Company conducts business with ethics, transparency, and engages in fair competition with its competitors under the guidance of fair competition. It does not seek to find information about Competitors through dishonest or inappropriate means, for example, bribing a competitor's employees. The Company does not engage in slander or discrediting its competitors.

Shareholders

The Company is determined to follow the principles of corporate governance and is focused on creating a business which has financial stability and sustainability to maximize the value of shares for the benefit of the shareholders.

Communities surrounding the Company, society, and the environment

The Company conducts its business with adherence to environmental management standards. The Company considers health and safety and the environment an integral part of the business,

Consumption of resources

The Company continually raises the efficiency of resource (energy, water and chemical) consumption, suiting the size of the business and efficiently managing waste and use it to its full potential.

Sanctity of intellectual properties

The Company has its policy on intellectual property management to define clear guidelines for the prevention and sanctity of intellectual properties.

4. Information disclosure and transparency

The Board of Directors has defined a policy on information disclosure and transparency in the corporate governance policy, as implemented below.

- Distributed key company data and documents, including the memorandum of association, certification, and regulations beyond the corporate governance policy on its website.
- Publicized the Company's key information regularly through SET's channels, annual information disclosure forms, annual report, and its website in Thai and English.

5. Board responsibilities

In the corporate governance policy, the Board defined a policy for the roles, duties, and responsibilities of the Board. Below are the Company's actions taken this year:

- Oversee the management's translation of strategic plans into operational plans, assess the outcomes and steer affiliates by requiring their management to report their performances and other key matters for the Board's acknowledgment.
- Developed performance assessment forms for the Board: individual (self-assessment and cross-assessment), group, and committee.
- Instituted an effective internal control system, internal audit, and risk management measures together with regular tracking at Board meetings.

6. Monitoring the use of Inside Information

The Company recognizes the importance of protecting the use of insider information. Employees at every level of the Company must use insider information carefully. The Company's information and documents must be kept and not to be disclosed to third parties. Insider information must only be used within the framework of the assigned duties and responsibilities.

The Company's directors, executives and employees are prohibiting from using the Company's insider information for their own personal benefit. Insider information must disclose only to related persons such as the auditor or legal counsel. Important information will disclose to shareholders in accordance with the rules and regulations of the Stock Exchange of Thailand.

The Company has established a policy to avoid trading securities using insider information in the Company's Code of Conduct. This summarized as follows:

- Executives, employees, and family members or agencies that are aware of insider information must not disclose important internal information about Goodyear to third parties or persons who are not involved.
- Executives, employees, family members or agencies that are aware of insider information are prohibiting from using this information to obtain personal financial benefits or disclose this information for the financial benefit of others.
- Executives, employees, residents, family members or agencies that are aware of insider information are prohibited from trading Company securities or leading others to purchase, sell or transfer Goodyear securities for themselves or for the benefit of members of their own family for a one-month period prior to the public disclosure of Goodyear's important information such as quarterly earnings or annual earnings.

7. Conflicts of Interest

Connected Transactions Report

The company requires the Directors, Executive Committee, and Executives according to the definition of the Securities and Exchange Commission and the Stock Exchange Market to report personnel or related persons the Connected Transactions when taking office or changing. The information will be reviewing every year in accordance with the rules and procedures for reporting conflict of interest of directors and executives as specified by the Securities and Exchange Commission and the Stock Exchange of Thailand.

8. Investor Relations

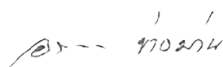
The company provides assorted data, performance outcomes, financial statements, and other information given to SET. Other data were presented through documents as well as other reports submitted to SET on the Company's website <https://investor.goodyear.co.th/en>, where interested parties can read and download this information. The Investor's Relations page contains information in Thai and English which is updated frequently.

8.2 Report of the Audit Committee

The Audit Committee of the Company consists of (a) Mr. Athaporn Khaimarn, the Chairman of Audit Committee (b) Mr. Yeap Swee Chuan, Member of Audit Committee (c) Ms. Chanapun Juangroongruangkit, Member of Audit Committee. In 2020, there were four audit committee meetings, with internal auditors in charge of finance and finance director attending meetings with the company's external auditors from Price Waterhouse Coopers ABAS Co., Ltd. The Audit Committee is pleased to report our audited results in 2020 to the Board of Directors and shareholders as follows:

1. The Audit Committee reviewed quarterly financial statements and annual financial statements in conjunction with the Management, with internal auditors, financial regulators and finance director attending joint meetings with the Company's external auditors, Price Waterhouse Coopers ABAS Co., Ltd. The Company's financial report were accurate, reliable, complete and sufficient information disclosure in time and in accordance with the financial reporting standards. applicable laws and regulations
2. Reviewed the internal control systems, the Audit Committee has reviewed the results of audits from internal auditors and external auditors. The Company's internal control system, The Internal Audit Report and Internal Control Assessment found that the Company had an appropriate internal control system and sufficient for business operations, and the report was reported directly to the Board of Directors.
3. Consideration of connected transactions or transactions that may have conflicts of interest, the Audit Committee considers the reasonableness of connected transactions or transactions that may have conflicts of interest. To consider the appropriateness of the item. benefits to the Company, including maintaining the rights of shareholders, which review connected transactions. The Audit Committee deemed that the disclosure was complete, sufficient with terms and conditions, transactions and fair prices before proposing to the Board of Directors' meeting to consider and approve before entering the transaction.
4. Internal Audit Supervision the Audit Committee reviewed the audited reports on various internal audit plan, complaints and compliance, as well as guidelines for improving the necessary operational processes and related to matters that need to be resolved.
5. The Audit Committee has considered the appointment of the company's auditor and meeting with the auditors and proposed the appointment of Price Waterhouse Coopers ABAS Co., Ltd., which is independent and experienced in accurate and reliable auditing the Company's financial statements. In addition, the company has considered the auditor's remuneration. In 2020. The Audit Committee also attended meetings with auditors and internal audit agencies without management participation to acknowledge the auditor's audit plan and presenting key audit matters in the auditor's report.
6. Anti-corruption oversight The Audit Committee reviewed the internal operating processes and control systems that cover the prevention of corruption fraud, as well as support the whistleblowing process.

According to the aforementioned actions, in 2020, the Audit Committee has completely performed in accordance with the regulations of the Audit Committee and report the results of the Audit Committee's meeting to the Board of Directors for acknowledgement in every Board of Directors' meeting.



Mr. Athaporn Khaimarn
Chairman of the Audit Committee

8.3 Report of the Nomination and Corporate Governance Committee

The Nomination and Corporate Governance Committee of the Company consists of (a) Mr. Yeap Swee Chuan, The Chairman of Nomination and Corporate Governance Committee (b) Dr. Dhiraphorn Srifuengfung, Member of Nomination and Corporate Governance Committee (c) Ms. Chanapun Juangroongruangkit, Member of Nomination and Corporate Governance Committee (d) Mr. Luca Crepaccioli, Member of Nomination and Corporate Governance Committee. In 2020, there were four nomination and Corporate governance committee meetings. The Nomination and Corporate Governance Committee is pleased to report our audited results in 2020 to the Board of Directors and shareholders as follows:

1. Director Nomination: The committee nominated new directors to replace the retiring ones and those resigning ahead of term completion by reviewing their competency, experience, sound career records, leadership, vision, virtue, ethics, good attitudes toward the corporation, and the ability to dedicate adequate time. Today the Board consists of 9 directors, three of whom are independent ones, five are non-executive directors, and the Managing Director the sole executive director. Their profiles appear under attachment 1.
2. Corporate Governance Development: The committee endorsed the implementation of the recommendations for corporate governance improvement based on Corporate Governance Report of Thai Listed Companies 2020 which assessed by Thai IOD as follows:
 - To have a press briefing or press release pertaining to the company's financial performance.
 - To have a policy that limit of five board seats in publicly-listed companies that a director can hold without exception.
 - To have a meeting of non-executive directors in the absence of the management at least once a year.
 - To have an annual performance evaluation of the CEO.

The Nomination and Corporate Governance Committee executed its duties under the corporate governance code to ensure transparent processes and foster confidence among shareholders and all stakeholders.

Mr. Yeap Swee Chuan
Chairman of the Nomination
and Corporate Governance Committee

8.4 Changes in the Securities Portfolios of Directors and Executives

The Company has notified all Board of Directors and Executive members of the Securities and Exchange Commission (SEC) announcement, calling on them to report their portfolios, including those of their spouses, cohabitation partners, and minor children under legal age, including legal entities where they have more than 30% shareholding of the number of all voting rights of the juristic person, to SEC within 30 days of their appointment to the Board and the management rank, respectively, and to do so with each change in portfolio within 3 business days.

Name	Shares as of Year-end 2019	Shares as of Year-end 2020	Increase (Decrease)
Board of Directors			
1. Dr. Dhiraphorn Srifuengfung	1,200	1,200	-
- Dr. Dhiraphorn Srifuengfung	-	-	-
- Spouse	1,200	1,200	-
2. Mr. Luca Crepaccioli	-	-	-
3. Mr. Athaporn Khaimarn	-	-	-
4. Mr. Yeap Swee Chuan	-	-	-
5. Ms. Chanapun Juangroongruangkit	-	-	-
6. Mr. Michael Martens	-	-	-
7. Mr. Wee Hong Kek	-	-	-
8. Mr. Gino Garzarella	-	-	-
9. Mr. Michael Lee Dreyer	-	-	-
Executives			
1. Ms. Justyna Gebaska	-	-	-
2. Mr. Omer Tezgorucu	-	-	-
3. Mr. Panu Ratcharoen ^{1/}	-	-	-
4. Mr. Annop Tanaruksa	-	-	-
5. Ms. Ladda Simuang	-	-	-
6. Ms. Wasuwat Siripongmongkol ^{2/}	-	-	-

Note: Directors and executives do not have any indirect shareholding (except the Director no.1).

1/ Appointed as executive on February 1, 2020 and resigned on January 1, 2021

2/ Appointed as executive on October 1, 2020

9. Internal Control and Connected Transaction

9.1 Internal Control

Opinion of the Board of Directors on the Company's Internal Control System

In 2020, the Board of Directors assessed the adequacy of the internal control system, which included risk management that is available on the website of the Securities and Exchange Commission, and passed the review of the Audit Committee and the Nomination and Governance Committee. The Committees agreed that Company has an adequate and suitable internal control system in aspects of (1) Internal Control of the organization (2) Risk Assessment (3) Control of Operations (4) Information and Communication Systems and (5) Monitoring System. The Company has set clear and measurable business goals. There is a set of realistic and measurable operational goals reviewed on a regular basis. The organizational structure is appropriate and suitable for efficient management. The company has set a policy to prevent the actions that may cause conflicts of interest between employees and the company.

Sufficiency and appropriateness of the company's internal control system

The Company gives importance to the establishment of the Company's internal control system and emphasizes on effective supervision. The Board of Directors assigned the Audit Committee to oversee and review the appropriateness and effectiveness of the internal control system in order to ensure that the Company's internal control system was adequate and appropriate to protect the Company's assets and prevent the illegal exploitation of executives. The information is sufficiently disclosed to ensure transparency and accountability in accordance with good corporate governance practices for the greatest benefit of the shareholders based on the fairness of the interests of all stakeholders.

The Company believes that the internal control system is sufficient to protect the Company's assets and any risk that may arise because of the misuse of authority or the insufficient authority of the Executives. The Company does not find any defect related to the internal control system. The Company has an effective internal control system at both the management level and operational level. Therefore, the Company clearly set the duties and the authority of operations of the executives in written form. The Board of Directors is responsible for the financial statements of the Company. The financial statements were prepared in accordance with Thailand's generally accepted accounting standards. The Company always complies with accounting policies, prepare its financial statements with caution and disclose sufficient information in the notes of the financial statements. The Company maintained an effective internal control system to ensure that the accounting records were accurate, complete and adequate in order to maintain assets and identify weaknesses to prevent any fraud or significant unusual conduct.

In this regard, the Board of Directors appointed an Audit Committee, which consisted of non-Executive Directors to be responsible for the quality of financial reports, internal controls and the opinion of the Audit Committee. The Board of Directors is of the opinion that the overall internal control system is satisfactory and can build confidence in the reliability of the Company's financial statements as of December 31, 2020. The Company is aware of both the Company's financial and non-financial information affects the decision-making process of the Company's investors and stakeholders. Therefore, the Management is required to deal with matters related to the disclosure of information with completeness, accuracy, reliability and timeliness. Management of the Company has always paid attention to and adhered to these matters.

In terms of investor relations, the Company has not yet established an investor relation department because there are not many activities in this area. The Company assigned Company's Secretary to contact shareholders and the relevant government agencies. Investors can receive this information from Tel. 0 2909 8080 Email: GYTH_COSC@goodyear.com or <https://investor.goodyear.co.th/en>

9.1.2 Opinions of the Audit Committee that differ from the opinions of the Board of Directors

-None-

9.1.3 Head of Internal Audit Information

The Head of Internal Audit of the Company is Ms. Maxine Mae J. Escoto, Internal Audit Manager, Asia Pacific Region. Details as in Attachment 3.

9.2 Connected transactions

The Company established a policy and procedures regarding connected transactions in order to make transactions transparent between individuals, and juristic persons who may have a conflict of interest, as well as protect the interests of the Company. The Company will comply with the laws regarding the Securities and the Stock Exchange, which includes the acts, notifications, orders, or regulations required by the Capital Market Supervisory Board and the Stock Exchange of Thailand regarding connected transactions. Therefore, executives or stakeholders shall not partake in the approval of the connected transactions. In case that the law requires the approval from the Board of Directors' meeting, the Company will arrange for the Audit Committee to attend the meeting in order to consider and give opinion on the necessity and the reasonableness of the transaction. As a result, business transactions with general business conditions and non-general business conditions are required to apply the following principles.

Business Transactions with General Trade Agreement in general business Conditions

The Management has the ability to approve connected transactions, which are trade agreement with general business conditions between the Company and affiliated companies – entities under the same control with directors, executives or related persons and criteria was approved by the Board of Directors. If the said transaction has a trade agreement in the same manner as the ordinary person should do with the general contractor in the same situation, without the influence on of having a status as directors, executives or related persons.

Business Transactions with Non-General Business Conditions

The Audit Committee must review and consider Business transactions with non-general business conditions prior to submit for approval by the Board of Directors and/or Shareholders' meeting. Therefore, there must be regulatory compliance with laws regarding the Securities and the Stock Exchange, and the acts, notifications, orders or regulations required by the Capital Market Supervisory Board and the Stock Exchange of Thailand. This includes regulatory compliance with any required regulations regarding the disclosure of information regarding connected transactions.

In the event that the Audit Committee does not have expertise in considering any connected transactions that may occur, the Company will appoint independent experts or the Company's auditor to give an opinion concerning the connected transactions for the Audit Committee and/or the Board of Directors and/or the shareholders to consider as the case may be. This is in order to ensure that the connected transactions are necessary and reasonable, taking into account the interests of the Company. Therefore, the Company will disclose any connected transactions in the Annual Report in the notes to the Financial Statement that have audited by the Company's auditor.

Policies or Tendencies of Future Connected Transactions

In the case that the Company has connected transactions with a person who has conflict of interest with the Company, the Audit Committee will provide opinion whether it is necessary for the Company to make such a transaction. The Audit Committee will make an assessment to ensure that such transactions have the regulations and conditions accompanied with the general market guidelines, and the cost for such transaction has evaluated and compared to the market price. In the case that no market price is available for comparison, the Audit Committee will make sure that the cost for such a transaction is reasonable and made for the best interest of the Company and its shareholders.

If the Audit Committee does not have adequate expertise in this matter, the Company will appoint an independent expert to review the assessment of the connected transaction and give an opinion concerning the connected transaction. In this case, the Board of Directors or the Audit committee, depending on a situation, will consider the opinion of the independent expert when making a consideration concerning the connected transaction. Directors, who are stakeholders in such transactions, shall not cast a vote when considering the approval of the connected transaction. Besides this, the Company is required to disclose information on connected transactions in the notes to the Financial Statements, which had assessed or reviewed by the Company. This includes the Annual Report or Annual Registration Statement (Form 56-1).

Connected Transactions

In regard to the consideration of the relationship between individuals or affiliated companies in each transaction, the Company takes into account the content of the relationship rather than legal form.

The Company is under the control of The Goodyear Tire and Rubber Company, which is located in the United States of America. This Company holds 66.79 percent of all the Company's issued shares. The normal persons hold the remaining 33.21 percent of shares.

The following transactions are materially significant in regard to related business.

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is direct to the substance of the relationship, and not merely the legal form.

The Company is controlled by The Goodyear Tire & Rubber Company (registered and located in the USA), which owns 66.79% of the Company's issued shares. The remaining 33.21% of the shares are widely held.

Related party transactions

The following significant transactions carried out with related parties:

a) Sales Revenue

For the year ended 31 December	2020	2019	2018
	Thousand Baht	Thousand Baht	Thousand Baht
Revenue from sales of finished products			
Parent company			
Goodyear Tire & Rubber Company	374,510	563,643	576,779
Companies under common control			
Goodyear Orient Company (Private) Limited	1,014,190	964,880	901,036
Goodyear & Dunlop Tyres (Aust) Pty Ltd	222,260	267,702	269,689
Others	429,907	656,243	738,483
Total	2,040,867	2,452,468	2,485,987
Revenue from sales of machinery and spare parts			
Parent company			
Goodyear Tire & Rubber Company	-	-	920
Companies under common control			
Goodyear Malaysia Berhad	9,817	653	1,047
Goodyear India Ltd	-	3,495	-
Goodyear Dalian Tire Company Ltd.	-	1,756	1,808
P T Goodyear Indonesia Tbk	-	1,162	859
Others	685	13	9
Total	10,502	7,079	4,642

b) Purchase of goods and services

For the year ended 31 December	2020	2019	2018
	Thousand Baht	Thousand Baht	Thousand Baht
Purchase raw materials and finished products			
Parent company			
Goodyear Tire & Rubber Company	87,384	283,603	121,170
Companies under common control			
Goodyear Dalian Tire Company Ltd.	163,376	150,369	173,196
P T Goodyear Indonesia Tbk	73,144	62,132	51,125
Others	93,567	90,571	98,276
Total	417,470	586,675	433,767
Buy machinery and spare parts			
Parent company			
Goodyear Tire & Rubber Company	67,025	37,608	102,506
Companies under common control			
Goodyear Dalian Tire Company Ltd.	114,207	42,568	31,275
Goodyear S.A.	16,747	26,489	17,749
Others	11,294	18,150	29,276
Total	209,273	124,815	180,805
Royalty fee			
Parent company			
Goodyear Tire & Rubber Company	135,080	160,035	167,245
Technical service fee for production			
Parent company			
Goodyear Tire & Rubber Company	23,899	38,082	31,936
Management fee			
Companies under common control			
Goodyear Orient Company (Private) Limited	150,523	164,561	157,608

c) Outstanding balances arising from the purchase and sale of goods and services

For the year ended 31 December	2020	2019	2018
	Thousand Baht	Thousand Baht	Thousand Baht
Trade accounts receivable - related parties			
Parent company			
Goodyear Tire & Rubber Company	141,126	58,878	167,986
Companies under common control			
GOODYEAR SINGAPORE TYR	50,587	57,528	16,971
GOODYEAR & DUNLOP TYRES (AUSTRALIA)	48,184	84,949	61,885
Others	74,402	142,040	151,860
Total	314,298	343,395	398,702
Receivable from related parties			
Parent company			
Goodyear Tire & Rubber Company	17,359	38,907	74,376
Companies under common control			
Goodyear SA-R&D	25,082	21,979	20,061
GOODYEAR SINGAPORE TYR	9,387	54,518	1,767
Others	5,191	4,131	6,627
Total	57,018	119,535	102,831
Trade accounts payable - related parties			
Parent company			
Goodyear Tire & Rubber Company	12,312	54,794	29,143
Companies under common control			
GOODYEAR DALIAN TIRE COMPANY LIMITED	26,186	8,180	56,618
Goodyear Dunlop Tires Operations SA	14,312	9,692	13,576
Others	21,839	6,538	19,411
Total	74,647	79,204	118,749

For the year ended 31 December	2020	2019	2018
	Thousand Baht	Thousand Baht	Thousand Baht
Payable to related parties			
Parent company			
Goodyear Tire & Rubber Company	33,284	39,326	34,691
Companies under common control			
GOODYEAR SINGAPORE TYR	17,971	16,630	7,359
GOODYEAR DALIAN TIRE COMPANY	7,546	2,199	-
Others	9,409	6,158	6,653
Total	68,211	64,313	48,703
Accounts payable for purchases of buildings and equipment			
Parent company			
Goodyear Tire & Rubber Company	22,355	3,312	32,029
Companies under common control			
GOODYEAR DALIAN TIRE COMPANY LIMITED	33,990	-	-
GOODYEAR S.A	1,108	3,763	5,621
Others	79	3,939	7,240
Total	57,532	11,014	44,889

d) Directors and key management personnel compensation

For the year ended 31 December	2020	2019	2018
	Thousand Baht	Thousand Baht	Thousand Baht
Salaries and other short-term benefits	28,834	43,554	45,404
Provident Funds and retirement benefits	162	1,518	6,555
Total	28,996	45,072	51,960

1. Sales of finished goods to related companies

The Company sold finished goods to related parties for further distribution in each region. These related party transactions followed normal business terms and were based on market prices.

2. Sales of assets and spare parts

The Company sold unused assets and spare parts that the Company to related parties to use in their manufacturing process. These related party transactions followed normal business terms and were based on market prices.

3. Purchases of goods and services from related parties

3.1 Purchases of raw materials and finished goods

The Company purchased raw materials and finished goods from related parties for manufacturing and sales. These related party transactions followed normal business terms and were based on market prices.

3.2 Purchases of machines and spare parts

The Company purchased machines and spare parts from related parties for manufacturing of finished goods. These related party transactions followed normal business terms and were based on market prices.

3.3 Royalty

The Company paid royalty to a related party for the right to manufacture and sell productions under Goodyear brand. These related party transactions followed normal business terms and were based on market prices.

3.4 Production service fee

The Company paid production service fee to a related company for the technical assistance services such as development, manufacturing, maintenance, operation, testing and improvement of products. These related party transactions followed normal business terms and were based on market prices.

3.5 Management fee

The Company paid management fee to related parties for the management assistance such as general/administrative services, financial services, sales and marketing, information technology services and manufacturing. These related party transactions followed normal business terms and were based on market prices

These transactions were undertaken in the normal course of business, with none representing extraordinary transactions. No siphoning of interests occurred among Goodyear Thailand, related parties, and shareholders. The Approvals were scrutinized by the Board of Directors and Managing Director, who duly approved under the Company's regulations.

The Audit Committee reviewed the connected transactions and transactions which might result in conflict of interest, as well as information regarding the report of the relevant directors. The Audit Committee is of the opinion that such connected transactions are necessary, reasonable and for the maximum benefit of the Company's business operations which disclosed to the Stock Exchange of Thailand correctly on time.

Disclosure of related party transactions follows the rules of the Office of the Securities and Exchange Commission (SEC), as well as the accounting standards for the disclosure of information on connected parties and businesses, as defined by the Federation of Accounting Professions.

Part 3 Financial Statements

Declaration of the Directors' Responsibility for the Financial Statements

The Board of Directors is responsible for the financial statements of Goodyear (Thailand) Public Company Limited, as well as financial information that appears in the annual report. The financial statements are prepared in accordance with the financial reporting standards, using appropriate accounting policies and act consistently with careful exercised discretion and the most reasonable estimates in the preparation, as well as adequate disclosure of important information in the notes to the financial statements in order to be transparently beneficial to shareholders and general investors.

The Board of Directors has established a risk management system, as well as provided and maintained adequate and effective internal control systems to ensure that accounting information is accurate and sufficient to maintain asset, as well as to prevent fraud or significant irregular conduct.

In this regard, The Board of Directors has appointed the Audit Committee to review accounting and financial report, risk management, review internal control and internal audit, as well as consider the disclosure of related party transactions by the committee's opinion on this matter appeared in the Report of the Audit Committee report 2020, which is presented in the annual report. The Company's financial statements were audited by the Company's auditor, Mr. Chaisiri Ruangritchai, certified auditor No. 4526 affiliated with Price Waterhouse Coopers ABAS Co., Ltd. The Board of Directors has supported the information and documents to enable the auditor to audit and express opinions in accordance with the audit standards. The opinion of the auditor has appeared in the auditor's report which is shown in the annual report.

The Board of Directors has the opinion that the overall company's internal control system is satisfactory and can reasonably build confidence in the Company's financial statements. For the year ended December 31, 2020, it is reliable in accordance with the financial reporting standard, applicable laws and regulations.

Dr. Dhiraphorn Srfuengfung
Chairman of the Board of Directors

Independent Auditor's Report

To the shareholders of Goodyear (Thailand) Public Company Limited

My opinion

In my opinion, the financial statements present fairly, in all material respects, the financial position of Goodyear (Thailand) Public Company Limited (the Company) as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

What I have audited

The Company's financial statements comprise:

- the statement of financial position as at 31 December 2020;
- the statement of income for the year then ended;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. I determine one key audit matter: *Allowance for expected credit loss for trade receivables*. The matter was addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.

Key audit matter	How my audit addressed the key audit matter
<p>Allowance for expected credit loss for trade receivables</p> <p>Refer to Note 12 ‘Trade and other receivables, net’</p> <p>As at 31 December 2020, the Company had trade receivables of Baht 513 million and allowance for expected credit loss of Baht 24 million in its statement of financial position.</p> <p>Under Thai Financial Reporting Standard No.9 (TFRS 9) “Financial Instruments”, the Company applied provision calculations specific to individual receivables and the simplified approach to measure the allowance for expected credit loss for trade receivables. This approach allows for lifetime expected credit losses to be recognised from the receivables’ initial recognition.</p> <p>The Company determined these expected credit losses on trade receivables using the provision calculation, following the Company’s policy. The provision was based on historical credit loss experience, adjustments for looking-forward factors by the nature and volume of the credit portfolio and the economic environment.</p> <p>I focussed on the allowance for expected credit loss for trade receivables because trade receivables are material to the financial statements and the measurements of allowance for expected credit loss are complex and require a large amount of historical data to calculate the probability of credit losses. The consideration of expected credit loss on individual and collective receivables and the looking-forward assumptions involve significant management judgement.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> • Evaluated the appropriateness of the selection of the accounting policies and approach with reference to TFRS 9. • Calculating the provision specific to individual receivables. <ul style="list-style-type: none"> - Challenged management on the appropriateness of their assumptions and estimates by testing the assumptions related to the provision calculations specific to individual receivables for aviation and automotive manufacturing customers, long outstanding receivables of tire replacement customers and intercompany receivables by evaluating historical collection experiences and the customers’ ability to pay the debts. - Obtained aging reports of trade receivables and tested the accuracy of these reports by checking aging against related invoices on a sample basis. - Assessed the customers’ ability to pay the debts by testing a sample of subsequent collections after period end, comparing the results to the Company’s records and assessing these for support the looking-forward factors. - Reviewed the credit notes after period end to assess any additional required for the provision calculations specific to individual receivables. - Discussed with credit manager and management and reviewed documents for customers’ dispute the debts to assess any additional required for the provision calculation specific to individual receivables.

Key audit matter	How my audit addressed the key audit matter
	<ul style="list-style-type: none"> Calculating the provision using the simplified approach. Challenged management on the appropriateness of their assumptions and estimates by testing the assumptions related to the simplified approach applied to measure the expected credit loss for tire replacement customers. Developed a expected credit loss calculation model using the Company's historical debt collections statistics over the past three years and analysed the sensitivity and impact of the COVID-19 pandemic in slowing down the collection of receivables. Calculated the amount of expected credit loss adjusted with looking-forward factors and evaluated the calculation results and compared them with the Company's records and assessed the reasonableness if there are material differences. <p>Based on my procedures, I considered management's assumptions related to the calculation of expected credit loss on trade receivables to be appropriate according to the supporting evidence.</p>

Emphasis of matter

I draw attention to note 4.2 to the financial statements, which describes the accounting policies in relation to adopting the temporary exemptions announced by the Federation of Accounting Professions to relieve the impact from COVID-19 for the reporting periods ending between 1 January 2020 and 31 December 2020. My opinion is not modified in respect to this matter.

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 the audit committee.

Responsibilities of Management for the financial statements

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

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

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

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

- Identify and assess the risks of material misstatement of the 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 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 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 Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

From the matters communicated with the audit committee, I determine those matters that were of most significance in the audit of the 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.

PricewaterhouseCoopers ABAS Ltd.



Chaisiri Ruangritchai

Certified Public Accountant (Thailand) No. 4526

Bangkok

25 February 2021

Goodyear (Thailand) Public Company Limited
Statements of Financial Position
As at 31 December 2020

		2020	2019
	Notes	Thousand Baht	Thousand Baht
Assets			
Current assets			
Cash and cash equivalents	11	649,014	354,072
Trade and other receivables, net	12	569,278	691,479
Inventories, net	14	796,664	971,073
Refundable value added tax within one year		66,052	148,009
Other current assets		5,917	5,891
Total current assets		2,086,925	2,170,524
Non-current assets			
Property, plant and equipment, net	15	4,358,418	4,038,433
Right-of-use assets, net	16	95,320	-
Computer software, net	17	1,887	294
Deferred tax assets, net	21	57,622	46,877
Refundable value added tax		10,498	36,613
Other non-current assets		9,385	9,561
Total non-current assets		4,533,130	4,131,778
Total assets		6,620,055	6,302,302

The accompanying note are an integral part of these financial statements.

Goodyear (Thailand) Public Company Limited**Statements of Financial Position (Continued)****As at 31 December 2020**

		2020	2019
	Notes	Thousand Baht	Thousand Baht
Liabilities and equity			
Current liabilities			
Short-term loan from financial institutions	18	1,005,000	630,000
Trade and other payables	19	1,072,873	940,953
Current portion of lease liabilities, net	16	22,662	-
Current portion of long-term loans from a financial institution, net	20	165,777	124,571
Withholding tax payables		20,707	18,674
Other current liabilities		6,739	4,734
Total current liabilities		2,293,758	1,718,932
Non-current liabilities			
Lease liabilities, net	16	77,192	-
Long-term loan from a financial institution, net	20	372,999	539,808
Employee benefit obligations	22	328,809	305,225
Total non-current liabilities		779,000	845,033
Total liabilities		3,072,758	2,563,965
Equity			
Share capital			
Authorised share capital			
7,400,000 ordinary shares at par value of Baht 10 each		74,000	74,000
Issued and paid-up share capital			
7,400,000 ordinary shares fully paid-up of Baht 10 each	23	74,000	74,000
Premium on share capital	23	92,000	92,000
Retained earnings			
Appropriated - Legal reserve	24	7,400	7,400
Unappropriated		3,373,897	3,564,937
Total equity		3,547,297	3,738,337
Total liabilities and equity		6,620,055	6,302,302

The accompanying note are an integral part of these financial statements.

Goodyear (Thailand) Public Company Limited
Statements of Income
For the year ended 31 December 2020

		2020	2019
	Notes	Thousand Baht	Thousand Baht
Sales and related services	10, 29	3,445,428	3,892,195
Cost of sales and related services		(3,058,640)	(3,371,437)
Gross profit		386,788	520,758
Other income	26	2,645	17,324
Selling expenses		(368,926)	(400,953)
Administrative expenses		(163,515)	(177,170)
Impairment losses on financial assets		(1,189)	-
Gain on exchange rates, net		16,261	11,355
Loss before finance cost and income tax		(127,936)	(28,686)
Finance costs	27	(52,116)	(48,484)
Loss before income tax		(180,052)	(77,170)
Income tax	28	4,182	16,574
Loss for the year		<u>(175,870)</u>	<u>(60,596)</u>
Basic loss per share (Baht)	30		
Net loss for the year		<u>(23.77)</u>	<u>(8.19)</u>

The accompanying note are an integral part of these financial statements.

Goodyear (Thailand) Public Company Limited
Statements of Comprehensive Income
For the year ended 31 December 2020

		2020	2019
	Notes	Thousand Baht	Thousand Baht
Net loss for the year		(175,870)	(60,596)
Item that will not be reclassified subsequently to profit or loss:			
Remeasurements loss from post-employment			
benefit obligations, net of tax	22	(11,751)	(29,509)
Income tax on item that will not be reclassified			
to profit or loss	28	2,350	5,902
Total comprehensive expense for the year		(185,271)	(84,203)

The accompanying note are an integral part of these financial statements.

Goodyear (Thailand) Public Company Limited
Statements of Changes in Equity
For the year ended 31 December 2020

	Notes	Issued and paid-up share capital Thousand Baht	Premium on share capital Thousand Baht	Retained earnings			Total Thousand Baht
				Appropriated - Legal reserve Thousand Baht	Unappropriate Thousand Baht	Thousand Baht	
Beginning balance as at 1 January 2019		74,000	92,000	7,400	3,686,140	3,859,540	
Changes in equity for the year							
Total comprehensive expenses for the year		-	-	-	(84,203)	(84,203)	
Dividends paid	31	-	-	-	(37,000)	(37,000)	
Ending balance as at 31 December 2019		74,000	92,000	7,400	3,564,937	3,738,337	
Beginning balance as at 1 January 2020 - as reported		74,000	92,000	7,400	3,564,937	3,738,337	
Impact of first-time adoption of new accounting standards	5	-	-	-	(5,769)	(5,769)	
Beginning balance as at 1 January 2020 - restated		74,000	92,000	7,400	3,559,168	3,732,568	
Changes in equity for the year							
Total comprehensive expenses for the year		-	-	-	(185,271)	(185,271)	
Ending balance as at 31 December 2020		74,000	92,000	7,400	3,373,897	3,547,297	

The accompanying note are an integral part of these financial statements.

Goodyear (Thailand) Public Company Limited
Statements of Cash Flows
For the year ended 31 December 2020

		2020	2019
	Notes	Thousand Baht	Thousand Baht
Cash flows generated from operating activities	32	728,325	351,646
Cash flows from investing activities			
Purchases of plant and equipment		(595,293)	(577,405)
Purchases of intangible assets	17	(1,870)	-
Proceeds from disposals of machine and equipment		11,135	2,613
Net cash used in investing activities		(586,028)	(574,792)
Cash flows from financing activities			
Interest paid		(46,226)	(48,221)
Cash payment for lease liabilities	16	(24,874)	-
Cash receipts from short-term loans from a financial institution		7,770,000	8,483,000
Repayments for short-term loans from a financial institution		(7,395,000)	(8,018,000)
Repayments for long-term loan from a financial institution	20	(149,169)	-
Payment of dividends paid to shareholders	31	-	(37,000)
Net cash receipts from financing activities		154,731	379,779
Net increase in cash and cash equivalents		297,028	156,633
Cash and cash equivalents at the beginning of the year		354,072	198,979
Exchange loss on cash and cash equivalents		(2,086)	(1,540)
Cash and cash equivalents at the end of the year	11	649,014	354,072
Non-cash transactions			
Payable from purchases of plant and equipment	19	149,583	71,029

The accompanying note are an integral part of these financial statements.

1 General information

Goodyear (Thailand) Public Company Limited (“the Company”) is a public limited company which is listed on the Stock Exchange of Thailand and is incorporated and domiciled in Thailand. The address of the Company’s registered office is as follows:

50/9 Moo 3, Phaholyothin Road, K.M. 36, Klongnueng, Klongluang, Pathumthani 12120.

The Company is principally engaged in the manufacturing, distribution and sale of motor vehicle and aero tires for domestic and export markets.

These financial statements were authorised for issue by the Board of Directors on 25 February 2021.

2 Significant events during the current year

After the outbreak of Coronavirus Disease (“COVID-19 outbreak”) in early 2020, the second quarter results were affected significantly by the sharp drop in demand. The revenue of second quarter declined 41% compared with the second quarter in 2019 impacted by the Covid-19 pandemic with lower domestic and export sales. The Company has temporarily closed the factory and stopped production process in the second quarter. The closure of the plant had a significant negative effect on the Company’s performance during that period.

During the second half of the year, the negative impacts of the pandemic on demand in the consumer tires industry, auto production and our tire volumes have moderated and are expected to continue to improve. Consumer production units increased by 38% compared with the second half of 2019.

On the other hand, our aviation business results in the second half of the year 2020 continued to be highly influenced by the economic disruption caused by the ongoing COVID-19 pandemic and government-imposed flight restrictions. Aviation production units reduced by 55% compared with the second half of 2019.

We continue to take action in response to COVID-19 to protect the health and wellbeing of our associates, customers and communities, which remain our top priority, and to mitigate the near and long-term financial impact on our operating results and to ensure adequate liquidity and capital resources are available to maintain our operations until the auto industry and tire demand fully recovers.

3 Basis of preparation

The financial statements have been prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and the financial reporting requirements issued under the Securities and Exchange Act.

The financial statements have been prepared under the historical cost convention except derivatives as explained in relevant accounting policies.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Company’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas that are more likely to be materially adjusted due to changes in estimates and assumptions are disclosed in Note 9.

An English version of the financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

4 New and amended financial reporting standards

4.1 New and amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2020 and have significant impacts to the Company

a) Financial instruments

The new financial standards related to financial instruments are as follows:

TAS 32	Financial instruments: Presentation
TFRS 7	Financial instruments: Disclosures
TFRS 9	Financial instruments

The new financial reporting standards related to financial instruments introduce new classification and measurement requirements for financial instruments as well as provide derecognition guidance on financial assets and financial liabilities. The new guidance also provides an option for the Company to apply hedge accounting to reduce accounting mismatch between hedged item and hedging instrument. In addition, the new rule provides detailed guidance on financial instruments issued by the Company whether it is a liability or an equity. Among other things, they require extensive disclosure on financial instruments and related risks.

The new classification requirements of financial assets require the Company to assess both i) business model for holding the financial assets; and ii) cash flow characteristics of the asset whether the contractual cash flows represent solely payments of principal and interest (SPPI). The classification affects the financial assets' measurement. The new guidance requires assessment of impairment of financial assets as well as contract assets and recognition of expected credit loss from initial recognition.

On 1 January 2020, the Company has adopted the financial reporting standards related to financial instruments in its financial statements. The impact from the first-time adoption has been disclosed in Note 5.

b) TFRS 16, Leases

Where the Company is a lessee, TFRS 16, *Leases* will result in almost all leases being recognised on the balance sheet as the distinction between operating and finance leases is removed. A right-of-use asset and a lease liability will be recognised, with exception on short-term and low-value leases.

On 1 January 2020, the Company has adopted the new lease standard in its financial statements. The impact from the first-time adoption has been disclosed in Note 5.

4.2 The temporary exemption guidance to relieve the impact from COVID-19

On 22 April 2020, Thailand Federation of Accounting Professions (TFAC) announced the temporary exemption guidance to relieve the impact from COVID-19 for the reporting periods between 1 January 2020 and 31 December 2020. The Company selects the exemptions below:

Reversal of deferred tax assets

The Company has chosen to exclude information related to COVID-19 which causes uncertainty when considering the sufficiency of future taxable profit for the purpose of assessing the utilisation of deductible temporary differences. Instead, the Company writes down the carrying amount of the deferred tax assets when it's not probable that the future taxable profit will be available for utilising the deductible temporary differences.

Impairment of assets

The Company has chosen to exclude information related to COVID-19 as an indication of the impairment of assets.

The Company chose to apply the temporary measures to relieve the impact from COVID-19 announced by TFAC for the reporting periods ended between 1 January 2020 and 31 December 2020 by excluding information related to COVID-19 as an indication of the impairment of assets.

In addition, for property, plant and equipment that the Company has to test for impairment annually, the Company has chosen not to include information related to COVID-19 that potentially affect financial projections to consider for the assets' impairment testing.

5 Adoption of new financial reporting standards and changes in accounting policies

5.1 Impact from the adoption of new financial reporting standards

This note explains the impact of the adoption of TAS 32 Financial Instruments: Presentation, TFRS 7 Financial Instruments: Disclosure, TFRS 9 Financial Instruments and TFRS 16 Leases on the Company's consolidated financial statements and the Company's separate financial statements. The new accounting policies applied from 1 January 2020 were disclosed in Note 6.5 and 6.9.

The Company have adopted those accounting policies from 1 January 2020 by applying the modified retrospective approach. The comparative figures have not been restated. The reclassifications and the adjustments arising from the changes in accounting policies were therefore recognised in the statement of financial position as of 1 January 2020.

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

The impact of first-time adoption of new financial reporting standards on the statements of financial position are as follows:

	As at 31 December 2019 Previously reported Thousand Baht	TAS 32 and TFRS 9 Reclassification and adjustments Thousand Baht	TFRS 16 Reclassification and adjustments Thousand Baht	As at 1 January 2020 Restated Thousand Baht
Current assets				
Trade and other receivables, net	691,480	(7,347)	-	684,133
Non-current assets				
Right-of-use assets, net	-	-	13,164	13,164
Deferred tax assets, net	46,877	1,578	-	48,455
Total assets	6,302,302	(5,769)	13,164	6,309,697
Current liabilities				
Current portion of lease liabilities, net	-	-	8,957	8,957
Current portion of long-term loans from a financial institution, net	-	124,570	-	124,570
Non-current liabilities				
Lease liabilities, net	-	-	4,207	4,207
Long-term loans from a financial institution	664,379	(124,570)	-	539,809
Total liabilities	2,563,965	-	13,164	2,577,129
Equity				
Unappropriated retained earnings	3,564,937	(5,769)	-	3,559,168
Total equity	3,738,337	(5,769)	-	3,732,568

The change has no significant impact on segment disclosures.

The adjustments above are summarised below.

- Adjusted impairments on trade and other receivables through retained earnings
- Recognised right-of-use assets and lease liabilities; and
- Adjusted deferred tax assets/liabilities resulted from the above adjustments.

a) **Impact from the adoption of financial reporting standards relating to financial instruments (TAS 32 and TFRS 9)**

The Company has adopted the new financial reporting standards relating to financial instruments from 1 January 2020 by applying the modified retrospective approach by recognising impacts on 1 January 2020 to brought forward retained earnings. The adoption of the new financial reporting standards on financial instruments mainly affects the Company's accounting treatment as follows:

Impairment

The new requirements on the impairment losses will lead to expected credit losses having to be considered and recognised at the initial recognition and subsequent period. As of 1 January 2020, there was an increase in impairment loss of Baht 6 million (net of tax) due to the application of the simplified approach for trade receivables. The transition adjustment will be recognised as an adjustment to the opening balance of retained earnings.

b) **Impact from the adoption of financial reporting standards relating to leases (TFRS 16)**

On adoption of TFRS 16, the Company recognised lease liabilities in relation to leases which had previously been classified as 'operating leases' under the principles of TAS 17, *Leases*. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1 January 2020. The weighted average lessee's incremental borrowing rate applied to the lease liabilities on 1 January 2020 was 4.44%.

	(Unaudited) Thousand Baht
Operating lease commitments disclosed as at 31 December 2019	21,132
<u>Less:</u> Contracts reassessed as service agreements	(2,460)
<u>Less:</u> Short-term leases recognised on a straight-line basis as expenses	(2,800)
<u>Less:</u> Low value leases recognised on a straight-line basis as expenses	(8,729)
<u>Add:</u> Purchase or extension options reasonably certain to be exercised	6,483
	13,626
<u>Less:</u> Discounted using the lessee's incremental borrowing rate as at 1 January 2020	(462)
Lease liabilities recognised as at 1 January 2020	13,164
Of which are:	
Current lease liabilities	8,957
Non-current lease liabilities	4,207
	13,164

The recognised right-of-use assets relate to the following types of assets:

As at	(Unaudited) 1 January 2020 Thousand Baht
Buildings and building improvements	8,927
Vehicles	4,237
Total right-of-use assets	13,164

In applying TFRS 16 for the first time, the Company has used the following practical expedients permitted by the standard with the leases existing before 1 January 2020:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- the accounting for operating leases with a remaining lease term of less than 12 months as at 1 January 2020 as short-term leases;
- the exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application; and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the leases.

5.2 Changes in accounting policies from adoption of the financial reporting standards related to financial instruments and leases

a) Financial instruments

From 1 January 2020, the Company classifies its financial assets as follows:

- those to be measured subsequently at fair value either through profit or loss (FVPL) or through other comprehensive income (FVOCI), and
- those to be measured at amortised cost.

The Company initially recognises a financial asset on trade date at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset, except financial assets that are measured at FVPL whose transaction costs are expensed in profit or loss.

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories:

- Amortised cost
- Fair value through other comprehensive income (FVOCI)
- Fair value through profit or loss (FVPL)

As at 31 December 2020, the Company's financial assets are measured with amortised cost. These assets are held for collection of contractual cash flows that represent solely payments of principal and interest (SPPI). The Company's financial liabilities are measured with amortised cost.

For impairment assessment of financial assets, from 1 January 2020, the Company assesses expected credit loss on a forward-looking basis for its trade receivables carried at amortised cost. The Company applies the simplified approach in determining its expected credit loss.

b) Leases

The Company leases various housings, equipment and vehicles. Rental contracts are typically made for fixed periods of 1 year to 5 years but may have extension options.

Before 2020 financial year, leases of property, plant and equipment were classified as either finance or operating leases. Payments made under operating leases (net of any incentives received from the lessor, if any) were charged to the statement of income on a straight-line basis over the period of the lease.

From 1 January 2020, leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payment), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liabilities;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise computer equipment and small items of office furniture.

6 Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below:

6.1 Foreign currency translation

a) Functional and presentation currency

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

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or the date of valuation.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

6.2 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from the date of acquisition.

In the statement of financial position, bank overdrafts are shown in current liabilities.

6.3 Trade accounts receivable

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 6.5(d).

6.4 Inventories

Inventories are stated at the lower of cost or net realisable value.

Cost of inventories is determined by weighted average method. Cost of raw materials comprise all purchase cost and costs directly attributable to the acquisition of the inventory less all attributable discounts. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and directly attributable costs in bringing the inventories to their present location and condition.

6.5 Financial asset

For the year ended 31 December 2020

a) Classification

From 1 January 2020, the Company classifies its debt instrument financial assets in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

For investments in equity instruments, the Company has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

b) Recognition and derecognition

Regular way purchases, acquires and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

c) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

d) Impairment

From 1 January 2020, the Company applies the TFRS 9 simplified approach in measuring the impairment of trade accounts receivable which applies lifetime expected credit loss, from initial recognition, for all trade accounts receivable.

To measure the expected credit losses, trade accounts receivable has been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

For other financial assets carried at amortised cost, the Company applies TFRS 9 general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Company assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Company and all cash flows expected to receive, discounted at the original effective interest rate.

When measuring expected credit losses, the Company reflects the following:

- probability-weighted estimated uncollectible amounts
- time value of money; and
- supportable and reasonable information as of the reporting date about past experience, current conditions and forecasts of future situations.

Impairment (and reversal of impairment) losses are recognised in profit or loss as a separate line item.

Classification and measurement of financial assets for the year ended 31 December 2019 is disclosed in Note 5

For the year ended 31 December 2019

Investments in debt and equity securities

Investments other than investments in subsidiaries, associates and joint ventures are initially recognised at fair value of consideration paid plus direct transaction cost.

Trading and available-for-sale investments

Trading investments and available-for-sale investments are subsequently measured at fair value. The unrealised gains and losses of trading investments are recognised in profit or loss. The unrealised gains and losses of available for sale investments are recognised in other comprehensive income and are subsequently reclassified to profit or loss when the investment is disposed.

Held-to-maturity investments

Held-to-maturity investments are carried at amortised cost using the effective interest method less impairment.

General investments

General investments are carried at cost less impairment.

Disposal of investments

On a disposal of an investment, the difference between the net disposal proceeds and the carrying amount (including cumulative changes in fair value recognised in equity) is recognised to the profit or loss. When the Company disposes an investment partially, the carrying amount of the disposed part is determined by the weighted average method.

6.6 Property, plant and equipment

All property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Company. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Land improvements	10 - 44 years
Building	10 - 40 years
Machinery and equipment	3 - 30 years
Furniture, fixtures and office equipment	3 - 20 years
Motor vehicles	4 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within other income/expenses in profit or loss.

6.7 Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs recognised as assets are amortised over their estimated useful lives, which does not exceed 5 years.

6.8 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed.

6.9 Leases

For the year ended 31 December 2020

Leases - where the Company is the lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Company is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office furniture.

For the year ended 31 December 2019

Operating lease

Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

6.10 Financial liabilities

For the year ended 31 December 2020

a) Classification

Financial instruments issued by the Company are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Company has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it is considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Company's own equity instruments.
- Where the Company has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation, it is considered an equity instrument.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

b) Measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost.

c) Derecognition and modification

Financial liabilities are derecognised when the obligations specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated/modified, the Company assesses whether the renegotiation/ modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference as well as proceed paid is recognised as other gains/(losses) in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated / modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains/(losses) in profit or loss.

For the year ended 31 December 2019

Borrowings

Borrowings are recognised initially at the fair value, net of directly attributable transaction costs incurred. Borrowings are subsequently stated at amortised cost.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it will be drawn down. The fee is deferred until the drawn down occurs and included in effective interest calculation. However, if it is probable that facility will not be drawn down, that portion of the fee paid is recognised as a prepayment and amortised over the period of related facility.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled, or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

6.11 Borrowings costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets less investment income earned from those specific borrowings. The capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Other borrowing costs are expensed in the period in which they are incurred.

6.12 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not recognised for temporary differences arise from:

- initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognised
- investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

6.13 Employee benefits

a) Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries and bonuses that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

b) Defined contribution plan

The Company pays contributions to a separate fund on a voluntary basis. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are included in retained earnings in the statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

d) Termination benefits

The Company recognises termination benefits at the earlier of (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for the related restructuring. Benefits due more than 12 months are discounted to their present value.

6.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

6.15 Share capital

Ordinary shares with discretionary dividends are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

6.16 Revenue recognition

The Company recognises revenue from sales of goods at point in time when control of the goods transferred to the customer, which depending on the terms of the underlying contract. In the case that a customer receives control of the goods at the shipping point, the Company will separate revenue from transportation as another performance obligation and recognise revenue over time of promises to deliver goods to a customer. If a customer receives control of the goods at the destination, the Company will recognise the shipping costs in bringing the product to the destination as cost incurred to complete the promise to transfer goods, which is not a separate performance obligation. The shipping cost will be recognised in the period that sales of goods incurred.

The Company recognises revenue from sales of goods at the price, which is entitled in exchange for the goods, net of value-added tax, returns and discounts. For the contract with more than one performance obligations, the transaction price will be allocated to each distinct performance obligation based on the relative standalone-selling price of the goods and other performance obligations.

6.17 Dividends distribution

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

7 Financial instruments

7.1 Financial risk factors

The Company exposes to a variety of financial risk: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

7.1.1 Market risk

a) Foreign exchange risk

The Company's primary functional currency is Thai Baht. The Company has no policy to use financial derivatives to locally manage the risks arising from fluctuations in currency exchange rates. However, management may consider the use of foreign currency forward contract to hedge, on a case by case basis, the risks arising from fluctuations in currency exchange rates.

The Company has no open forward exchange contracts at 31 December 2020.

b) Interest rate risk

The Company's income and operating cash flows are substantially independent of changes in market interest rates. The Company is exposed to interest rate risk relates primarily to its deposits at financial institutions, long-term loans to related parties, short-term borrowings, long-term borrowings and debentures. Most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate. The Company assesses that the interest rate risk is insignificant as the interests from financial assets and financial liabilities are not significantly different.

The Company does not apply hedge accounting.

c) Price risk

The Company has no investments held by the Company which are classified either as at fair value through other comprehensive income (FVOCI) or at fair value through profit or loss (FVPL). Therefore, The Company has no exposure on the price risk.

7.1.2 Credit risk

Credit risk arises from cash and cash equivalents and credit exposures to customers, including outstanding receivables.

a) Risk management

Credit risk is managed on a Company basis. For banks and financial institutions, only independently rated parties.

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on the assessments in accordance with limits set by the board. The compliance with credit limits by customers is regularly monitored by line management.

b) Impairment of financial assets

The Company has financial assets that are subject to the expected credit loss model:

- Trade and other receivables

While cash and cash equivalents are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

Trade receivables

The Company applies the TFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses, trade receivables have been Companyed based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

Previous accounting policy for impairment of trade receivables for comparative period

In the year 2019, the Company recognised impairment of trade receivables based on the incurred loss model such as uncollectible or past due for a period less than 360 days, which was not taken into account future losses. Therefore, loss allowance and allowance for doubtful accounts are not comparable.

7.1.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. At the end of the reporting period the Company held deposits at call of Baht 649 million (2019: Baht 354 million) that are expected to readily generate cash inflows for managing liquidity risk. Due to the dynamic nature of the underlying businesses, the Company Treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity reserve and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary, monitoring balance sheet liquidity ratios and maintaining financing plans.

a) Maturity of financial liabilities

The tables below analyse the maturity of financial liabilities grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Total contractual cash flows Thousand Baht	Carrying amount Thousand Baht
As at 31 December 2020				
Trade and other payables	1,072,873	-	1,072,873	1,072,873
Lease liabilities	38,393	107,619	146,012	99,854
Long-term loans from a financial Institution	184,496	391,337	575,833	538,776
Total	1,295,762	498,956	1,794,718	1,711,503

	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Total contractual cash flows Thousand Baht	Carrying amount Thousand Baht
As at 31 December 2019				
Trade and other payables	940,953	-	940,953	940,953
Lease liabilities	-	-	-	-
Long-term loans from a financial Institution	152,273	580,724	732,997	664,379
Total	1,093,226	580,724	1,673,950	1,605,332

7.2 Capital management

7.2.1 Risk management

The objectives when managing capital are to:

- safeguard their ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital based on gearing ratio which is determined by dividing net debt with equity.

8 Fair values

Fair values are categorised into hierarchy based on inputs used as follows:

Level 1 : The fair value of the asset or liability is based on the current bid price / closing price by reference to the Stock Exchange of Thailand / the Thai Bond Dealing Centre.

Level 2 : The fair value of the asset or liability is determined using significant observable inputs and, as little as possible, entity-specific estimates.

Level 3 : The fair value of the asset or liability is not based on observable market data.

The Company disclosed the fair value measurement in related to notes 13.

9 Critical accounting estimates, and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

a) Defined retirement benefit obligations

The present value of the employee benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions, including the discount rate. Any changes in these assumptions will have an impact on the carrying amount of pension obligations.

The Company determines the appropriate discount rate at the end of each year. This interest rate should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers market yield of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

Additional information of other key assumptions for retirement benefits obligations is disclosed in Note 22.

b) Determination of lease terms

Critical judgement in determining the lease term, the Company considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of properties, the most relevant factors are historical lease durations, the costs and conditions of leased assets.

Most extension options on offices and vehicles leases have not been included in the lease liability, because the Company considers i) the underlying asset condition and/or ii) insignificant cost to replace the leased assets.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstance affecting this assessment occur, and that it is within the control of the Company.

c) Determination of discount rate applied to leases

The Company determines the incremental borrowing rate as follows:

- Where possible, use recent third-party financing received by the individual lessee as a starting point, adjusting to reflect changes in its financing conditions.
- Make adjustments specific to the lease, e.g. term, country, currency and security.

d) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about default risk and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs used in the impairment calculation, based on the Company's past history and existing market conditions, as well as forward-looking estimates at the end of each reporting period.

10 Segment information

The Company operates in the business segments, which are ground tires and aero tires. The Company has manufacturing facilities in Thailand. The Company reports its segment information as distribution market in domestic and overseas markets. Export sales are made to related parties and domestic sales are made to third parties. Management believes that no material difference exists in making an assessment of the Company's past performance and in making informed judgements about the Company as a whole if either the business segments or the geographical segments is presented. Therefore, the Company is reporting geographical segments information based on location of its market, as a single reporting format. Segments information is reported to Managing Director for the purpose of assessment of operating performance by considering from profit before income tax expense.

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

	Domestic sales Thousand Baht	Export sales Thousand Baht	Total Thousand Baht
For the year ended 31 December 2020			
Sales	1,404,560	2,040,868	3,445,428
Segment gross profit	173,357	212,768	386,125
Unallocated costs/other income, net			(566,177)
Loss before income tax			(180,052)
Timing of revenue recognition			
At a point in time	1,404,560	2,040,868	3,445,428
For the year ended 31 December 2019			
Sales	1,439,670	2,452,525	3,892,195
Segment gross profit	179,337	341,421	520,758
Unallocated costs/other income, net			(597,928)
Loss before income tax			(77,170)
Timing of revenue recognition			
At a point in time	1,439,670	2,452,525	3,892,195

Major customers

For the year ended 31 December 2020, the Company's revenues are derived from two major customers which are related parties of Baht 1,389 million or 40% of the Company's total revenue (2019: Baht 1,501 million or 39% of the Company's revenue).

11 Cash and cash equivalents

	2020 Thousand Baht	2019 Thousand Baht
Cash on hand	36	39
Deposits held at banks - current accounts	86,653	33,822
- savings accounts	562,325	320,211
	649,014	354,072

As at 31 December 2020, the weighted average interest rate of savings accounts was 0.10% per annum (2019: 0.55% per annum).

12 Trade and other receivables, net

	2020 Thousand Baht	2019 Thousand Baht
Trade receivables - third parties	199,605	219,920
<u>Less</u> Allowance for doubtful accounts (2019: Allowance for doubtful accounts under TAS 101)	(23,857)	(16,127)
	175,748	203,793
Trade receivables - related parties (Note 34)	314,298	343,395
Amounts due from related parties (Note 34)	57,018	119,535
Prepayments	11,683	6,015
Advance payments	5,598	5,979
Other receivables	4,933	12,762
Total trade and other receivables, net	569,278	691,479

Outstanding trade receivables can be analysed as follows:

	2020 Thousand Baht	2019 Thousand Baht
<u>Trade receivables - third parties</u>		
Not yet due	152,332	183,992
Up to 3 months	18,376	17,601
3 - 12 months	12,617	4,520
Over 12 months	16,280	13,807
	199,605	219,920
<u>Less</u> Allowance for doubtful accounts	(23,857)	(16,127)
	175,748	203,793
<u>Trade receivables - related parties</u>		
Not yet due	306,911	321,060
Up to 3 months	6,483	21,814
3 - 12 months	809	426
Over 12 months	95	95
	314,298	343,395

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

The loss allowance for trade receivables is determined as follows:

	Not yet due Thousand Baht	Up to 3 months Thousand Baht	3 - 6 months Thousand Baht	6 - 12 months Thousand Baht	Over 12 months Thousand Baht	Total Thousand Baht
As at 1 January 2020						
Gross carrying amount	183,992	17,601	1,010	3,510	13,807	219,920
Allowance for expected credit losses	(7,347)	(90)	(534)	(1,696)	(13,807)	(23,474)
	Not yet due Thousand Baht	Up to 3 months Thousand Baht	3 - 6 months Thousand Baht	6 - 12 months Thousand Baht	Over 12 months Thousand Baht	Total Thousand Baht
As at 31 December 2020						
Gross carrying amount	152,332	18,376	2,557	10,060	16,280	199,605
Allowance for expected credit losses	(7,181)	(76)	(54)	(653)	(15,893)	(23,857)

The reconciliations of loss allowance for trade receivables under TFRS 9 at the date of initial application are as follow:

	Thousand Baht
As at 31 December 2019 – calculated under TAS 101	(16,127)
Adjustment from first-time adoption of TFRS 9 on 1 January 2020 (Note 5)	(7,347)
Opening loss allowance as at 1 January 2020 - calculated under TFRS 9	(23,474)
Increase in expected credit losses recognised in profit or loss during the year	(383)
As of 31 December 2020	(23,857)

13 Financial assets and financial liabilities

As at 31 December 2020, classification of the Company's financial assets and financial liabilities are amortised cost and the fair value of the short-term of financial assets and financial liabilities are not expected to be materially different from the amounts presented in the statements of financial position are as follows:

	2020 Amortised cost Thousand Baht
Financial assets	
Cash and cash equivalents	649,041
Trade and other receivables, net	569,278
Financial liabilities	
Short-term loans from financial institutions	1,005,000
Trade and other payables	1,072,873

The Company's financial liabilities have a fair value as follows:

	2020	
	Amortised cost Thousand Baht	Fair value Thousand Baht
Financial liabilities		
Lease liabilities, net	99,854	106,582

The carrying amounts of financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values. The fair values of long-term loans from financial institutions with interest charged at the floating rates, the carrying amount of such loans approximates the fair value within level 3 of the fair value hierarchy. The calculation of fair values are based on discounted cash flows using discount rates based upon market interest rates for borrowing in the same risk level at the date of the financial statements.

14 Inventories, net

	2020 Thousand Baht	2019 Thousand Baht
Raw materials	169,828	196,251
Spare parts	160,852	71,907
Work in progress	66,624	404,679
Finished goods	366,771	222,154
Goods in transits	70,498	107,663
	834,573	1,002,654
<u>Less</u> Provision for net realisable value - slow moving	(36,677)	(28,503)
- net realisable value	(1,232)	(3,078)
Total inventories, net	796,664	971,073

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

15 Property, plant and equipment, net

	Land, land improvements and building Thousand Baht	Machinery and equipment Thousand Baht	Furniture, fixtures and office equipment Thousand Baht	Motor vehicles Thousand Baht	Assets under construction and installation Thousand Baht	Total Thousand Baht
As at 1 January 2019						
Cost	1,543,989	6,536,224	92,198	15,442	642,077	8,829,930
Less Accumulated depreciation	(542,973)	(4,289,829)	(70,137)	(10,708)	-	(4,913,647)
Allowance for impairment loss	-	(42,789)	-	-	-	(42,789)
Net book amount	1,001,016	2,203,606	22,061	4,734	642,077	3,873,494
For the year ended 31 December 2019						
Opening net book amount	1,001,016	2,203,606	22,061	4,734	642,077	3,873,494
Additions	-	3,350	-	4,491	468,079	475,920
Transfers	39,269	499,805	4,895	-	(543,969)	-
Write off, net	(658)	-	-	-	-	(658)
Depreciation charges (Note 25)	(39,639)	(262,103)	(7,767)	(814)	-	(310,323)
Closing net book amount	999,988	2,444,658	19,189	8,411	566,187	4,038,433
As at 31 December 2019						
Cost	1,582,584	7,023,286	97,093	19,933	566,187	9,289,083
Less Accumulated depreciation	(582,596)	(4,535,838)	(77,904)	(11,522)	-	(5,207,860)
Allowance for impairment loss	-	(42,790)	-	-	-	(42,790)
Net book amount	999,988	2,444,658	19,189	8,411	566,187	4,038,433

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

	Land, land improvements and building Thousand Baht	Machinery and equipment Thousand Baht	Furniture, fixtures and equipment Thousand Baht	Motor vehicles Thousand Baht	Assets under construction and installation Thousand Baht	Total Thousand Baht
For the year ended 31 December 2020						
Opening net book amount	999,988	2,444,658	19,189	8,411	566,187	4,038,433
Additions	-	79,625	-	-	597,968	677,593
Transfers	174,722	291,494	3,036	-	(469,252)	-
Disposals, net	-	(8,353)	-	-	(2,076)	(10,429)
Write off, net	-	(4,089)	-	-	-	(4,089)
Reversal impairment/(Impairment loss), net	-	-	(2,276)	-	-	(2,276)
Depreciation charges (Note 25)	(41,409)	(292,412)	(5,697)	(1,296)	-	(340,814)
Closing net book amount	1,133,301	2,510,923	14,252	7,115	692,827	4,358,418
As at 31 December 2020						
Cost	1,757,306	7,248,550	100,129	19,181	692,827	9,817,993
Less Accumulated depreciation	(624,005)	(4,718,382)	(83,601)	(12,066)	-	(5,438,054)
Allowance for impairment loss	-	(19,245)	(2,276)	-	-	(21,521)
Net book amount	1,133,301	2,510,923	14,252	7,115	692,827	4,358,418

Depreciation expense of Baht 340.8 million has been charged in 'cost of goods sold' of Baht 311.2 million (2019: Baht 290.9 million) and in 'selling expenses and administrative expenses' of Baht 29.6 million (2019: Baht 19.9 million).

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

During 2020, the Company found an indicator of impairment for property, plant and equipment mainly for production ground tires due to the current year's operation loss. These assets had net book value amounting to Baht 1,589 million. The Company therefore tested impairment of these assets. Following impairment testing by the management, these assets were not impaired. The key assumptions relating to impairment assessment are:

	Percentage
Average revenue growth rates	15.00
Discount rates	10.50

16 Right-of-use assets, net and Lease liabilities, net

The statement of financial position included following transactions relating to leases.

As at 31 December

	2020 Thousand Baht	2019 Thousand Baht
Right-of-use assets - carrying amount		
Buildings and building improvements	71,558	-
Vehicles	3,487	-
Information technology	15,292	-
Equipment	4,983	-
Total right-of-use assets	95,320	-
Lease liabilities		
Current		
Non-current	22,662	-
	77,192	-
Total lease liabilities	99,854	-

Transactions recognised in the financial statements relating to leases are as follows:

	2020 Thousand Baht	2019 Thousand Baht
Depreciation charge of right-of-use assets		
Buildings and building improvements	17,344	-
Vehicles	3,560	-
Information technology	1,390	-
Equipment	453	-
Total depreciation charge of right-of-use assets	22,747	-
Additions to the right-of-use assets during the year	104,894	-
Total cash outflows for leases	24,874	-
Finance cost relating to right-of-use assets (Note 27)	6,662	-
Expenses relating to leases of low-value assets	45,279	-

The fair value of lease liabilities are not materially different from their carrying amounts, since the impact of discounting is not significant.

17 Computer software, net

	Thousand Baht
As at 1 January 2019	
Cost	149,309
<u>Less</u> Accumulated amortisation	<u>(148,885)</u>
Net book value	<u>424</u>
For the year ended 31 December 2019	
Opening net book amount	424
Amortisation charges (Note 25)	<u>(130)</u>
Closing net book amount	<u>294</u>
As at 31 December 2019	
Cost	149,309
<u>Less</u> Accumulated amortisation	<u>(149,015)</u>
Net book value	<u>294</u>
For the year ended 31 December 2020	
Opening net book amount	294
Additions	1,870
Amortisation charges (Note 25)	<u>(277)</u>
Closing net book amount	<u>1,887</u>
As at 31 December 2020	
Cost	151,179
<u>Less</u> Accumulated amortisation	<u>(149,292)</u>
Net book value	<u>1,887</u>

18 Short-term loans from financial institutions

As at 31 December 2020, the Company had a promissory note of Baht 1,005 million with a financial institution in Thailand, bearing interest rate 1.80-3.31% per annum (as at 31 December 2019: 2.58% per annum). The outstanding principal and interests are due for payable on within 19 February 2021.

As at 31 December 2020, the unused loan facility is Baht 1,220 million (2019: Baht 570 million).

19 Trade and other payables

	2020	2019
	Thousand Baht	Thousand Baht
Trade payables - third parties	625,524	567,020
Trade payables - related parties (Note 34)	74,647	79,204
Amounts due to related parties (Note 34)	68,211	64,313
Payables from purchases of plant and equipment - third parties	92,051	60,015
Payables from purchases of plant and equipment - related parties (Note 34)	57,532	11,014
Accrued expenses	154,908	159,387
Total trade and other payables	1,072,873	940,953

20 Long-term loan from a financial institution, net

The movements of a long-term loan from a financial institution during the year can be analysed as follows:

For the year ended 31 December

	2020	2019
	Thousand Baht	Thousand Baht
Opening balance	664,379	687,671
Repayment during the year	(149,169)	-
Unrealised gain (loss) on foreign exchange rate	23,566	(23,292)
Closing balance	538,776	664,379

In May 2018, the Company entered into a long-term loan facility agreement of USD 21 million with a financial institution in Thailand for operation and construction of factory. This long-term loan shall be repaid within 72 months from the first drawdown date. The loan bears interest between BIBOR plus 2.40% per annum and LIBOR plus 2.80% per annum. The parent company issued a comfort letter in favour of the financial institution, confirming it did not intend to take any action to sell or otherwise voluntarily dispose of its shares or substantial assets in the Company. The comfort letter also stated that the parent company does not and will not guarantee any obligation of, or in any other manner assure the performance of any obligation by, the Company to the financial institution.

The effective interest rate at the statements of financial position date was 3.16% per annum (2019: 4.85% per annum).

The fair value of borrowings equal their carrying amount, as the impact of discounting is not significant.

Maturity of a long-term loan is as follows:

As at 31 December	2020 Thousand Baht	2019 Thousand Baht
Within 1 year	165,777	124,571
Between 1 and 5 years	372,999	539,808
Closing balance	538,776	664,379

As at 31 December 2020, the unused loan facility is Baht 3.7 million (2019: Baht 3.7 million).

21 Deferred income taxes

Deferred income taxes

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	2020 Thousand Baht	2019 Thousand Baht
Deferred tax assets:		
Deferred tax assets to be recovered within 12 months	15,371	17,082
Deferred tax assets to be recovered after 12 months	84,571	79,459
	99,942	96,541
Deferred tax liabilities:		
Deferred tax liabilities to be settled within 12 months	(1,805)	(2,256)
Deferred tax liabilities to be settled after 12 months	(40,515)	(47,408)
	(42,320)	(49,664)
Net deferred income taxes	57,622	46,877

The movement of deferred income taxes during the year is as follows:

	2020 Thousand Baht	2019 Thousand Baht
As at 1 January - as reported	46,877	23,074
Impact of first-time adoption of new accounting standards	1,578	-
As at 1 January - as restated	48,455	23,074
Charged (credited) to profit or loss (Note 28)	6,817	17,901
Charged (credited) relation to components of other comprehensive income	2,350	5,902
As at 31 December	57,622	46,877

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

The movement in deferred income tax assets and liabilities during the year is as follows:

	Provisions for receivables and inventories Thousand Baht	Other provisions liabilities Thousand Baht	Employee benefit Thousand Baht	Depreciation Thousand Baht	Others Thousand Baht	Total Thousand Baht
Deferred tax assets						
At 1 January 2019	6,490	10,555	49,679	-	8,558	75,282
Charged (credited) to						
- profit or loss	(740)	5,213	5,945	-	4,940	15,358
- other comprehensive income	-	-	5,902	-	-	5,902
At 31 December 2019	5,750	15,768	61,526	-	13,498	96,542
Impact of first-time adoption of new accounting standards	1,578	-	-	-	-	1,578
As at 1 January - as restated	7,328	15,768	61,526	-	13,498	98,120
Charged (credited) to						
- profit or loss (Note 28)	5,025	654	2,987	-	(9,194)	(528)
- other comprehensive income (Note 28)	-	-	2,350	-	-	2,350
At 31 December 2020	12,353	16,642	66,863	-	4,304	99,942
Deferred tax liabilities						
At 1 January 2019	-	-	-	(52,207)	-	(52,207)
Charged (credited) to profit or loss	-	-	-	2,543	-	2,543
At 31 December 2019	-	-	-	(49,664)	-	(49,664)
Charged (credited) to profit or loss (Note 28)	-	-	-	7,344	-	7,344
At 31 December 2020	-	-	-	(42,320)	-	(42,320)
Deferred income tax, net	12,353	16,642	66,863	(42,320)	4,304	57,622

The Company only recognised those deferred tax assets that in management's judgement is more likely that the deferred tax assets will be realised, due to the operating profits generated by the Company's operations.

Deferred income tax assets are recognised for tax loss and carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. In year 2020, The Company does not recognise deferred tax asset of Baht 35.58 million from tax losses of of Baht 27.6 million , to carry forward against future taxable income; these tax losses of Baht 4.9 million and of Baht 22.6 million will expire in 2024 and 2025, respectively (prior year, The Company recognised deferred tax assets from tax losses of Baht 4.9 million which The Company reverse them in year 2020).

22 Employee benefit obligations

	2020 Thousand Baht	2019 Thousand Baht
Statements of financial position:		
Reserve for savings fund	108,490	107,452
Reserve for retirement benefits	220,319	197,773
	328,809	305,225
Statements of income		
Savings fund	20,056	17,424
Retirement benefits	18,166	47,761
	38,222	65,185
Remeasurement for:		
Savings fund	(6,694)	11,767
Retirement benefits	18,445	17,742
	11,751	29,509

The movement in the defined benefit obligations over the year is as follows:

	2020 Thousand Baht	2019 Thousand Baht
At 1 January	305,225	244,609
Current service cost	33,907	27,904
Past service cost	-	31,301
Interest expense	4,315	5,980
Remeasurements:		
(Gain) Loss from change in demographic assumption	(12,542)	1,474
Loss from change in financial assumption	10,503	28,929
(Gain) Loss from Experience loss	13,790	(894)
Benefits paid	(26,389)	(34,078)
At 31 December	328,809	305,225

The significant actuarial assumptions used were as follows:

	2020	2019
Discount rate - Retirement Fund Plan	1.25%	1.50%
Discount rate - Saving Fund Plan	0.75%	1.50%
Salary increase rate	3.00%	3.00%

Goodyear (Thailand) Public Company Limited
Notes to Financial Statements
For the year ended 31 December 2020

	Change in assumption		Impact on defined benefit obligation			
			Increase in assumption		Decrease in assumption	
	2020	2019	2020 Thousand Baht	2019 Thousand Baht	2020 Thousand Baht	2019 Thousand Baht
Discount rate	0.50%	0.50%	Decrease by 10,233	Decrease by 9,596	Increase by 11,014	Increase by 10,358
- Retirement Fund Plan						
Salary increase rate	0.50%	0.50%	Increase by 10,766	Increase by 10,150	Decrease by 10,113	Decrease by 9,506
- Retirement Fund Plan						
Discount rate	0.50%	0.50%	Decrease by 3,582	Decrease by 5,425	Increase by 3,812	Increase by 5,885
- Saving Fund Plan						
Salary increase rate	0.50%	0.50%	Increase by 912	Increase by 1,661	Decrease by 880	Decrease by 1,584
- Saving Fund Plan						

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method has been applied as when calculating the retirement benefits recognised in the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The weighted average duration of the defined benefit obligation - Retirement Fund Plan is 9 years (2019: 10 years).

The weighted average duration of the defined benefit obligation - Saving Fund Plan is 6 years (2019: 10 years).

23 Share capital and premium on share capital

	Number of Ordinary Shares	Share capital Thousand Baht	Premium on share capital Thousand Baht
At 1 January 2019	7,400,000	74,000	92,000
Issue of shares	-	-	-
At 31 December 2019	7,400,000	74,000	92,000
Issue of shares			
At 31 December 2020	7,400,000	74,000	92,000

The total number of authorised ordinary shares is 7,400,000 shares with (2019: 7,400,000 shares) a par value of Baht 10 per share (2019: Baht 10 per share). All issued shares are fully paid.

Under the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the issued shares' par value to a reserve account (share premium). The share premium is not available for dividend distribution.

24 Legal reserve

Under the Public Companies Act, B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of profit arisen from the business of the Company after accumulated deficit brought forward (if any) at each dividend declaration until the reserve is not less than 10% of the registered share capital. This reserve is non-distributable.

25 Expenses by nature

	2020 Thousand Baht	2019 Thousand Baht
Raw materials and supplies used	1,014,482	1,389,271
Changes in inventories of finished goods and work in progress	78,769	124,098
Staff costs	582,326	656,008
Depreciation (Note 15 and 16)	363,561	310,323
Amortisation (Note 17)	277	130

26 Other income

	2020 Thousand Baht	2019 Thousand Baht
Interest income	504	1,119
Others	2,141	16,205
Total other incomes	2,645	17,324

27 Finance cost

	2020 Thousand Baht	2019 Thousand Baht
Short-term loans from financial institutions	22,934	18,906
Long-term loans from financial institutions	22,520	29,578
Interest and finance charges paid for lease liabilities (Note 16)	6,662	-
Total finance costs	52,116	48,484

28 Income tax expense

Income tax expense for the year comprises the following:

	2020 Thousand Baht	2019 Thousand Baht
Current income tax:		
Current income tax on profits for the year	-	-
Adjustment in respect of prior year	2,634	1,327
Total current income tax	2,634	1,327
Deferred income tax:		
Deferred income tax charged to profit or loss	(6,816)	(17,901)
Income tax expense	(4,182)	(16,754)

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the tax rate of 20% (2019: 20%) as follow:

	2020 Thousand Baht	2019 Thousand Baht
Loss before income tax	(180,052)	(77,170)
Income tax at statutory tax rates	(36,010)	(15,434)
Tax effect of:		
Income not subject to tax	-	(3,525)
Expenses not deductible for tax purposes	1,600	1,058
Write off previously recognised from loss carried forward year 2019 (Note 21)	4,940	-
Tax losses for which no deferred income tax asset was recognised (Note 21)	22,654	-
Adjustment in respect of prior year	2,634	1,327
Income tax expenses	(4,182)	(16,574)

The tax (charge)/credit relating to component of other comprehensive income is as follows:

	2020			2019		
	Before tax	Tax (charge) credit	After tax	Before tax	Tax (charge) credit	After tax
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Remeasurement on retirement benefit obligations	(11,751)	2,350	(9,401)	(29,509)	5,902	(23,607)
Other comprehensive income	(11,751)	2,350	(9,401)	(29,509)	5,902	(23,607)
Current tax	-	-	-	-	-	-
Deferred income tax (Note 21)	-	2,350	-	-	5,902	-

29 Promotional privileges

The Company has received a promotional privilege from the Office of the Board of Investment (“BOI”) for the manufacturing of radial aviation tire. Under this privilege, the Company has received exemption from certain taxes and duties as detailed in the certificate including exemption from corporate income tax for a period of 8 years from the date of commencement of earning promoted revenue. As a promoted business, the Company is required to comply with the terms and conditions as specified in the promotion certificates.

Revenue classified by BOI and Non-BOI promoted activities are as follows:

For the years ended 31 December	BOI promoted activities		Non-BOI promoted activities		Total	
	2020	2019	2020	2019	2020	2019
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Domestic sales	6,513	3,498	1,398,116	1,436,172	1,404,560	1,439,670
Export sales	199,284	265,062	1,841,515	2,187,463	2,040,868	2,452,525
	205,797	268,560	3,239,631	3,623,635	3,445,428	3,892,195

30 Basic loss per share

Basic loss per share is calculated by dividing the net profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the year.

	2020	2019
Net loss attributable to shareholders (Thousand Baht)	(175,870)	(60,596)
Weighted average of issued ordinary shares during the year (Thousand shares)	7,400	7,400
Basic loss per share (Baht)	(23.77)	(8.19)

There are no dilutive potential ordinary shares in issue during the years presented.

31 Dividends per share

At the meeting on 30 April 2019, the Shareholders have been approved a dividend in respect of the operating results and retained earnings of 2018 at Baht 5 per share, totaling Baht 37 million. The dividend was paid on 30 May 2019.

32 Cash flows from operating activities

Reconciliation of net profit (loss) before income tax to cash flows from operating activities:

	Notes	2020 Thousand Baht	2019 Thousand Baht
Net loss before income tax		(180,052)	(77,170)
Adjustments for:			
Allowance for doubtful accounts		383	7,738
Provision for net realisable value of inventories		6,328	7,520
Depreciation	15,16	363,561	310,323
Gains on disposals of machinery and equipment		(706)	(2,613)
Write-off equipment	15	4,089	658
Impairment loss of assets	15	2,276	-
Amortisation	17	277	130
Employee benefit obligations	22	38,222	65,185
Interest income	26	(504)	(1,119)
Finance costs	27	52,116	48,484
Unrealised (gain) loss on exchange rate		43,107	(14,792)
Changes in operating assets and liabilities:			
- trade and other receivables		101,851	1,134
- inventories		168,081	(65,566)
- refundable value added tax		108,073	210,928
- other current assets		(1,136)	(1,678)
- other non-current assets		175	(179)
- trade and other payables		45,557	(90,990)
- accrued withholding tax		2,033	(1,719)
- other current liabilities		2,003	(253)
- employee benefit obligations paid	22	(26,389)	(34,078)
Cash generated from operations		729,345	361,944
Interest received		504	1,119
Income taxes paid		(1,524)	(11,417)
Net cash generated from operating activities		728,325	351,646

33 Commitments

Bank guarantees

As at 31 December 2020, the Company had commitments in respect of bank guarantees amounting to Baht 23.9 million and US Dollar 10,000 (2019: Baht 23.9 million and US Dollar 10,000) and bank guarantees amounting to Baht 139 million for VAT refund from Revenue Department (2019: Baht 139 million)

Capital expenditure commitments

As at 31 December 2020, the Company has outstanding capital commitments in respect of the investment of machinery and equipment totaling Baht 138 million (2019: Baht 102 million).

34 Related party transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The Company is controlled by The Goodyear Tire & Rubber Company (registered and located in the USA), which owns 66.79% of the Company's issued shares.

The following material transactions were carried out with related parties:

i) Sales of goods

For the years ended 31 December

	2020 Thousand Baht	2019 Thousand Baht
Sales of finished goods:		
Parent company	374,510	563,643
Companies under common control	1,666,358	1,888,825
	2,040,868	2,452,468
Sales of assets and spare parts:		
Parent company	-	-
Companies under common control	10,502	7,079
	10,502	7,079

ii) Purchases of goods and services

For the years ended 31 December

	2020 Thousand Baht	2019 Thousand Baht
Purchases of raw materials and finished goods:		
Parent company	87,384	283,603
Companies under common control	330,086	303,072
	417,470	586,675
Purchases of machinery and spare parts:		
Parent company	67,025	37,608
Companies under common control	142,248	87,207
	209,273	124,815
Royalty fee:		
Parent company	135,080	160,035
Production service fee:		
Parent company	23,899	38,082
Management fee:		
Companies under common control	150,523	164,561

iii) Outstanding balances arising from sales/purchases of goods/services

As at 31 December	2020 Thousand Baht	2019 Thousand Baht
Trade receivables - related parties:		
Parent company	141,126	58,878
Companies under common control	173,172	284,517
	314,298	343,395
Amounts due from related parties:		
Parent company	17,359	38,907
Companies under common control	39,659	80,628
	57,018	119,535
Trade payables - related parties:		
Parent company	12,312	54,794
Companies under common control	62,335	24,410
	74,647	79,204
Amounts due to related parties:		
Parent company	33,284	39,326
Companies under common control	34,927	24,987
	68,211	64,313
Payable from purchases of plant and equipment:		
Parent company	22,355	3,312
Companies under common control	35,177	7,702
	57,532	11,014

iv) Directors' and key management's compensation



For the years ended 31 December	2020 Thousand Baht	2019 Thousand Baht
Salaries and other short-term employee benefits	28,834	43,554
Employee benefit obligations	162	1,518
	28,996	45,072

Part 4 Certification of information and data accuracy for submitting 56-1 One Report

Having carefully verified the information and data shown in this annual registration statement / annual report, the Company certifies that they are completely accurate, factual, and not misleading or lacking in essential detail. In addition:

1. The financial statements and data summarized in annual registration statement / annual report show essentially accurate information and data about its financial standing, performance, and cash flow of the Company.
2. It has put in place a good information and data disclosure system to ensure that it discloses essential details about itself completely and accurately, while ensuring due compliance.
3. It has put in place a good internal control system and ensured due compliance with such system. The Company has provided internal control system assessment details as of December 31st, 2020, to the external auditor and the Audit Committee, including defects and key changes in the internal control system together with wrongdoing potentially affecting the preparation of the financial reports for itself.

As evidence that all documents are identical to those certified by the Company, the Company has assigned Ms. Wasuwat Siripongmongkol to put her initials on every page of the documents. Therefore, if her initials are missing on any given page, the Company will disown such data.

<u>Name</u>	<u>Position</u>	<u>Signature</u>
1. Mr. Luca Crepaccioli	Authorized Director	
2. Mr. Wee Hong Kek	Authorized Director	

<u>Authorized person</u>	<u>Position</u>	<u>Signature</u>
Ms. Wasuwat Siripongmongkol	Company Secretary	

Attachment 1 Details of Directors, Executives, Controlling Persons, the person taking the highest responsibility in finance and accounting and the person supervising accounting and Company Secretary

Name/Position	Ages	Educational background	(%)	Conflict of Interest	Last 5 years' experience		
			Shareholding percentage		Period	Position	Company name
Directors							
1. Dr. Dhiraphorn Srifuengfung Chairman of the Board Member of the Nomination and Corporate Governance Committee	71	Ph.D. (Civil Engineering), University of Missouri, USA Director's Program: DAP 63/2007, Thai IOD	-	-	2013 — present	Chairman of the Board	Goodyear (Thailand) Public Company Limited
					1994 — present	Chief Executive Officer	Pimai Salt Company Limited
					1992 — present	Executive Committee	Thai Refined Salt Company Limited Krung Thai Panich Insurance Public Company Limited Aekachai Eagle Company Limited Aekachai Export and Import Company Limited
2. Mr. Luca Crepaccioli Managing Director Member of the Nomination and Corporate Governance Committee	54	Bachelor's degree in Economics, University of Roam, La Sapienza Director's Program: DAP (2019), Thai IOD	-	-	2018 — present	Managing Director	Goodyear (Thailand) Public Company Limited
					2558 – 2018	Managing Director Consumer Business Emerging Markets	The Goodyear Tire & Rubber Company
					2557 – 2558	General Manager-Southern Europe	The Goodyear Tire & Rubber Company
					2552 – 2557	General Manager Italy & Greece	The Goodyear Tire & Rubber Company

Name/Position	Ages	Educational background	Shareholding percentage	Conflict of Interest	Last 5 years' experience		
					Period	Position	Company name
3. Mr. Athaporn Khaimarn Independent Director Chairman of the Audit Committee	76	Associate Member of The Institute of Chartered Accountants in Australia	-	-	2001 – present	Independent Director	Goodyear (Thailand) Public Company Limited
		Associateship in Accounting Western Australia Institute of Technology, (Now - Curtin University of Technology)			1999 – present	Independent Director/ Chairman of the Audit Committee	Siam Makro Public Company Limited
		Director's Program: DAP 15/2004 and DCP 125/2009, Thai IOD			1992 – 1996	Managing Director	Pricewaterhouse, Bangkok

Name/Position	Ages	Educational background	(%) Shareholding percentage	Conflict of Interest	Last 5 years' experience		
					Period	Position	Company name
4. Mr. Yeap Swee Chuan Independent Director Chairman of the Nomination and Corporate Governance Committee Member of the Audit Committee	72	Bachelor Degree (Industrial Management and Engineering), Massey University, New Zealand Director's Program: DCP 103/2008, Thai IOD Capital Market Academy Leadership Program (CMA8), SET	-	-	2017 – present	Honorary President	Malaysian-Thai Chamber of Commerce
					2010 – present	Director	Chamber of Commerce and Board of Trade of Thailand
					2010 – present	Vice Chairman	Peace Foundation
					2000 – present	Independent Director	Goodyear (Thailand) Public Company Limited
					1996 – present	Chairman and Chief Executive Officer	AAPICO Hitech Public Company Limited
					present	Chairman and Chief Executive Officer	New Era Sales Company Limited AAPICO Amata Company Limited Able Motors Company Limited AAPICO Engineering Company Limited AAPICO Hitech Parts Company Limited AAPICO Hitech Tooling Public Company Limited Able ITS Company Limited AAPICO Jack Speed Company Limited AAPICO Mitsuike (Thailand) Company Limited Katsuya (Thailand) Company Limited AAPICO Forging Public Company Limited AAPICO Plastic Public Company Limited Able Sanoh Industries (1996) Company Limited AAPICO Structural Products Company Limited
					2005 – 2017	Chairman	Malaysian-Thai Chamber of Commerce

Name/Position	Ages	Educational background	Shareholding percentage	Conflict of Interest	Last 5 years' experience		
					Period	Position	Company name
5. Ms. Chanapun Juangroongruangkit Independent Director Member of the Audit Committee Member of the Nomination and Corporate Governance Committee	44	MBA with an emphasis in Finance – Webster University Bangkok campus, Bangkok Bachelor of Business – Kasetsart University Diploma of Japanese language – Bunka Institute of College, Tokyo, Japan Director's Program: DAP 32/2005, DCP 55/2005, AACP 30/2018 and ITG 7/2018, Thai IOD	-	-	2016 – present	Independent Director	Goodyear (Thailand) Public Company Limited
					2004 – present	Vice President	Thai Summit Group, Thailand
6. Mr. Michael Martens Director	58	MBA in Finance, Kent State University, Ohio Bachelor's Degree in Accounting, University of Illinois	-	-	2015 – present	Director	Goodyear (Thailand) Public Company Limited
					2015 – present	Vice President Aviation & OTR, Asia Pacific	The Goodyear Tire & Rubber Company
7. Mr. Wee Hong Kek Director	52	LL.B. (Hons), National University of Singapore Director's Program: DAP 166/2019, Thai IOD	-	-	2016 – present	Director	Goodyear (Thailand) Public Company Limited
					2013 – present	Head of Legal, ASEAN	Goodyear Orient Company (Private) Limited

Name/Position	Ages	Educational background	Shareholding percentage	Conflict of Interest	Last 5 years' experience		
					Period	Position	Company name
8. Mr. Gino Garzarella Director	49	Bachelor of Business (Accounting), Victoria University, Australia C.P.A., Australia	-	-	2020 – present 2018 – present 2015 – 2018	Director Finance Director, ASEAN Finance Director, Australia-New Zealand	Goodyear (Thailand) Public Company Limited Goodyear Singapore Tyres Goodyear Dunlop Tyres
9. Mr. Michael Lee Dreyer Director	59	Master of Science (Electrical Engineering), University of South Florida, USA Bachelor of Science (Electrical Engineering), University of South Florida, USA	-	-	2020 – present 2020 – present 2015 – 2020	Director Managing Director Vice President Asia Pacific Commercial PBU	Goodyear (Thailand) Public Company Limited Goodyear Singapore Tyres Goodyear Tire Management Company (Shanghai) Ltd.
Executives							
1. Mr. Omer Tezgorucu Production Director - Thailand	55	Bachelor's degree in Chemical Engineering, Orta Doğu Teknik Üniversitesi (METU), Turkey Master's degree in Chemical Engineering, Orta Doğu Teknik Üniversitesi (METU), Turkey	-	-	2016 – present 2015 – 2016 2012 – 2015	Production Director – Thailand Production Manager Production Manager	Goodyear (Thailand) Public Company Limited Goodyear Pulandian – China Goodyear Adapazari - Turkey

Name/Position	Ages	Educational background	(%)	Conflict of Interest	Last 5 years' experience		
			Shareholding percentage		Period	Position	Company name
2. Mr. Panu Ratcharoen* Human Resources Director	43	Master's degree in labor economics, Chulalongkorn University Bachelor's degree in monetary economics, Ramkhamhaeng University	-	-	Feb – Dec 2020 2019 – 2020 2016 – 2019	Human Resources Director Partner and Principal Consultant HR Business Lead	Goodyear (Thailand) Public Company Limited Great Center Co.th Mondelez International Co. Ltd.
3. Mr. Annop Tanaruksa Sales Director	47	Bachelor's degree in Accountancy, Bangkok University	-	-	2020 – present 2015 – 2020 2011 – 2015	Sales Director Thailand National Sales Manager Earthmover Sales Manager	Goodyear (Thailand) Public Company Limited Apollo Tyres (Thailand) Ltd. Michelin Siam Co., Ltd.
4. Ms. Ladda Simuang Marketing Lead	40	Master's degree in Business Administration, Ramkhamhaeng University Bachelor's degree in Science King Mongkut's Institute of Technology North Bangkok	-	-	2020 – present 2019 – 2020 2015 – 2018	Marketing Lead Interim Marketing Director&Sales Operation Manager Sales Operation Manager	Goodyear (Thailand) Public Company Limited Goodyear (Thailand) Public Company Limited Goodyear (Thailand) Public Company Limited
The person taking the highest responsibility in finance and accounting (CFO)							
Ms. Justyna Gebaska Financial Director- Thailand	45	Bachelor's degree in Economics, Warsaw School of Economics, Poland CFO's Orientation Course (2019), SET	-	-	2017 – present 2016 – 2017 2014 – 2016	Financial Director- Thailand Finance Director Financial Controller	Goodyear (Thailand) Public Company Limited Goodyear Malaysia Goodyear Poland and Ukraine

Name/Position	Ages	Educational background	(%)	Conflict of Interest	Last 5 years' experience		
			Shareholding percentage		Period	Position	Company name
The person supervising accounting (Chief Accountant)							
Mrs. Pannipa Rattanacharoen Financial Controller	43	Master's degree in Managerial Accounting, Thammasat University Bachelor's degree in Accounting, Thammasat University	-	-	2020 – present 2016 – 2020	Financial controller Corporate Accounting Manager	Goodyear (Thailand) Public Company Limited Thai Union Group Public Company Limited
Company Secretary							
Ms. Wasuwat Siripongmongkol Company Secretary and Legal Counsel	37	Master's degree in Laws, Chulalongkorn University Bachelor's degree in Laws, Chulalongkorn University Advance for Corporate Secretaries (2/2017), Thai Listed Companies Association Certified Compliance & Ethics Professional-International (CCEP-I) (2015), SCCE	-	-	2020 – present 2019 – 2020 2015 – 2019	Company Secretary and Legal Counsel Legal Manger, Company Secretary Division Senior Lawyer, Company Secretary Division	Goodyear (Thailand) Public Company Limited Bangchak Corporation Public Company Limited Bangchak Corporation Public Company Limited

** Mr. Panu Ratcharoen resigned on January 1, 2021

Responsibilities of the Company Secretary

1. Provide preliminary advice to the directors regarding legal issues, compliance with government regulations, rules and regulations of the Bank, and follow up to ensure proper and consistent compliance including reports significant changes to the directors.
2. Prepare meeting invitation letter, agenda, supporting documents for shareholders' meeting and the meetings of Board of Directors, Audit Committee, and Nomination and Corporate Governance Committee.
3. Organize the shareholders' meeting, Board of Directors' meeting, Audit Committee, Nomination and Corporate Governance Committee in compliance with the law, Articles of Association of the Company, rules and regulations.
4. Record of minutes of shareholders' meeting, Board of Directors, Audit Committee, Nomination and Corporate Governance Committee as well as monitor the compliance with the resolutions of the shareholders' meeting, and the meetings of Board of Directors, Audit Committee Nomination and Corporate Governance Committee.
5. Prepare and maintain the registration of directors, Annual Report, Notice of the shareholders' meeting, Board of Directors' Meeting, Minutes of the shareholders' meeting, and the minutes of the board meeting.
6. Carry out and maintain reports Conflict of Interest of directors and executives. including relevant persons under section 89/14, inform the Chairman of the Board and the Chairman of the Audit Committee within 7 working days from the date the company received the report.
7. Prepare and supervise the disclosure and information report in accordance with regulations as prescribed by the Stock Exchange and the Securities and Exchange Commission.
8. Contact and communicate with shareholders to be aware of the rights of shareholders and the company's information, and mediation between shareholders and the Board of Directors and executives.
9. Provide legal advice and relevant rules and regulatory practices in accordance with the law.
10. Provide orientation and advise newly appointed directors.
11. Other duties as assigned by the company and other duties as specified by the Capital Market Supervisory Board.

Attachment 2 Details of subsidiaries' directors

-None-

Attachment 3 Details of Head of Internal Audit

Name-Surname	Ms. Maxine Mae J. Escoto
Position	Internal Audit Manager, APAC
Education	Bachelor of Accountancy, De La Salle University - Manila
Training / Certification	Certified Public Accountant (CPA) , Certified Information Systems Auditor (CISA)
Work experience	<p>8 and 1/2 years in Ernst & Young Philippines Consulting Practice - Insurance and Consulting Experience with a focus on Financial Audit Support, Internal Audit Support, SOX, Third Party Reporting, Analyze business processes and application controls and security.</p> <p>4 and 1/2 years in Goodyear Tire & Rubber as Internal Audit Manager for Asia Pacific - Assurance and advisory IA activities for the region which include Business Process audits, Compliance & Investigation reviews, Pre/Post Implementation reviews, SOX testing, and PwC Direct Assistance work</p>
Date of appointment as the Company's internal auditor	March 1 , 2016

Attachment 4 Review of Business Asset and Asset Revaluation

Review of Business Asset

Details appear under (1.2) Business Description

Asset Revaluation

-None-



Goodyear (Thailand) Public Company Limited
Registration No. 0107537001188
No. 50/9 Paholyothin Road Km. 36, Tambol Khlong Nueng,
Amphoe Khlongluang, Pathumthani 12120, Thailand
Customer Service Center 0 2305 8585
www.goodyear.co.th, FB: @GoodyearThailand



SCAN QR CODE FOR
FORM 56-1 ONE REPORT 2020