

Business Operation

1. Policy and Business Overview

SISB Public Company Limited (the “**Company**” or “**SISB**”) was incorporated on June 26, 2001, with the initial registered capital of THB eight million. The key objective of the Company is not to maximise profit but to promote education development and to raise standards of education in Thailand to meet international standards. The school was established based on the vision of Thai and Singaporean parents of international students who recognise the importance of education that is based on outstanding Mathematics and Science curricula in the English and Chinese learning environment. The Company established Singapore International School of Bangkok to meet the growing demand of both Thai and international families for an international curriculum based on socio-cultural diversity. Licensed as formal education by the Office of the Private Education Commission (the “**OPEC**”) on August 24, 2001, the school is the first in Thailand to adopt the Singapore curriculum. Pre-primary and primary education was first introduced at 154 Ekkamai 14, North Klongton Sub-District, Wattana District. Singapore International School of Bangkok was then licensed to also provide secondary education based on the Singapore curriculum.

To accommodate the growing number of students, the Company constructed additional school buildings in 2012 and was moved to Soi Ramkhamhaeng 39 (Thep Leela 1), Wang Thong Lang Sub-District, Wang Thong Lang District, Bangkok which is the current location of the school with a land coverage of approximately 20.2 – 71.3 rais. The school provides comprehensive and modern facilities including a library, science laboratory, computer rooms, multipurpose conference rooms, swimming pool, basketball court, and playground. In the same year, the school was also licensed to provide higher secondary education using the UK curriculum.

With a vision to operate the business of providing leading international education and meeting the growing demand for education based on international curricula, the Company expanded its business to locations of its target customers to cover areas in both Bangkok and its vicinity including other provinces. In 2013, the Company accepted the transfer of a school licence of formal education in the form of an international school of ‘Nantawan International School’ from a private company in the Bangphli District of Samutprakarn Province. The school name was changed to ‘Singapore International School Suvarnabhumi’. The Company also invested in the improvement of the school facilities and the development of curricula to have the same standards with those of Singapore International School of Bangkok.

In 2016, the Company entered into a joint venture with a group of businessmen from Chiang Mai which has an interest in the education business. The joint venture led to the incorporation of SISB Siri Company Limited with the objective to carry out the business of being the licensee to operate ‘Singapore International School Chiangmai’. The school was licensed by the OPEC on December 28, 2016.

In addition, in 2016, the Company also invested in the acquisition of a land plot in the Phasi Charoen District of Bangkok and commenced the construction of Singapore International School Thonburi which was licensed by

the OPEC on October 10, 2017. On July 11, 2018, the Company also obtained a licence to establish Singapore International School Ekkamai from the OPEC.

The Company recognises the importance of improving the quality of education to meet international standards. The Company's commitment to strive for excellence has increasingly earned the trust of parents. To accommodate this growth, the Company has carried out a successive capital increase. At present, the Company has a paid-up registered capital of THB 340 million. The Company was converted to a public company on June 4, 2018, and the Company's name was changed to 'SISB Public Company Limited.'

1.1 Vision, objectives and goals

Vision

'To be the leading education provider, making equality education accessible to all.'

Mission

'To educate, enhance and empower diverse learning communities to be contributing global citizens.'

Goals of Business Operations

1. To manage international schools within the Group to become a leading international school in Thailand and in the region.
2. To increase the total number of students of the Group to more than 4,000 students in the next three to five years.
3. To enhance investment opportunities or to grant the right to use the trademark and service marks of SISB both domestically and internationally among CLMV countries and China.

Education Vision

"Every student will aspire to be a Scholar, a Leader and a Global Citizen."

Education Mission

"To be a World Class School that provides the students with holistic education to make the world a better place."

Core Values

IRR³ values are used in ensuring students develop desirable attributes.

I = Independence

R = Respect

R = Resilience

R = Responsibility

Motto

"Spirit of Excellence"

1.2 Key Changes and Developments

Key changes and developments of the Company can be summarised as follows:

2001
<ul style="list-style-type: none"> ▪ Incorporated as 'SISB Company Limited' with registered capital of THB eight million on 26 June 2001; ▪ Licensed by the Office of the Private Education Commission (the "OPEC") on August 24, 2001 to establish a formal education school in the the form of an international school under the name 'Singapore International School of Bangkok' to provide pre-primary education and primary education.
2002
<ul style="list-style-type: none"> ▪ Increase in the registered capital by THB two million from THB eight million to THB ten million by issuing new 20,000 preferential shares each at a par value of THB 100 for use as working capital.
2006
<ul style="list-style-type: none"> ▪ Singapore International School of Bangkok was approved by the Singapore Examination and Assessment Board (the "SEAB") as a centre for International Primary School Leaving Examination (iPSLE).
2009
<ul style="list-style-type: none"> ▪ Singapore International School of Bangkok licensed by the OPEC to also provide lower secondary education.
2010
<ul style="list-style-type: none"> ▪ Par value of shares changed from THB 100 to THB 10 ▪ Increase in the registered capital by THB 90 million from THB ten million to THB 100 million by issuing 9,000,000 new ordinary shares each at a par value of THB 10 for use as working capital; ▪ Singapore International School of Bangkok had its education quality certified by the Office for National Education Standards and Quality Assessment (Public Organisation) (the "ONESQA")
2011
<ul style="list-style-type: none"> ▪ Singapore International School of Bangkok had its education quality certified by the Council of International Schools: CIS; ▪ Singapore International School of Bangkok was approved and certified by the University of Cambridge International Examinations (the "CIE") to be a centre to administer the IGCSE and AS/A Level examinations; ▪ Singapore International School of Bangkok was appointed by the Oriental Culture Academy (the "OCA") to administer HSK examinations of the Confucius Institute Headquarters (Hanban).
2012
<ul style="list-style-type: none"> ▪ Office and school were relocated from Ekkamai Soi 14 on Sukhumvit Road 63, North Klongton Sub-District, Wattana District, Bangkok to Ramkhamhaeng Soi 39 (Thep Lee La

<p>1) Wang Thong Lang Sub-District, Wang Thong Lang District, Bangkok;</p> <ul style="list-style-type: none"> ▪ Singapore International School of Bangkok was licensed by the OPEC to also provide higher secondary education.
2013
<ul style="list-style-type: none"> ▪ Transfer of an international private school licence under the name 'Nantawan International School' was accepted from a private company in the Bangphli District of Samutprakarn Province on 26 July 2013 and an application was submitted to change the name of the school to 'Singapore International School Suvarnabhumi' on 19 August 2013.
2014
<ul style="list-style-type: none"> ▪ Decrease in the registered capital by THB two million from THB 100 million to THB 98 million by decreasing the number of preferential shares by 200,000 shares each at the par value of THB ten; ▪ Increase in the registered capital by THB two million from formerly THB 98 million to THB 100 million by issuing new 200,000 ordinary sharers each at the par value of THB ten.
2015
<ul style="list-style-type: none"> ▪ Constructed additional school buildings and dormitory to accommodate the Phase 2 expansion of business of Singapore International School of Bangkok; ▪ Singapore International School of Bangkok had its education quality certified by the New England Association of Schools and Colleges (the "NEASC"); ▪ Singapore International School of Bangkok was appointed by the College Board to administer the SAT examinations; ▪ Singapore International School of Bangkok had its education quality certified by the ONESQA for the 2001 – 2015 period.
2016
<ul style="list-style-type: none"> ▪ SISB-SIRI Company Limited was incorporated as a joint venture between the Company and a group of businessmen from Chiang Mai with the initial registered capital of THB 100 million on 11 January 2016 with an objective to carry out the business of holding international school licences in Chiang Mai. The Company had 50.00 percent interest in the joint venture. The registered capital of the joint venture was then increased by THB 30 million to THB 130 million on 23 November 2016 by issuing and offering 3,000,000 new ordinary shares each at the par value of THB ten proportionately to existing shareholders. The increased capital was used as a working capital in the joint venture. This right offering of new ordinary shares proportionately to existing shareholders means that the shareholding percentage of the Company in SISB-SIRI remained unchanged. ▪ Increase in the registered capital by THB 100 million from THB 100 million to THB 200 million by issuing 10,000,000 new ordinary shares each at the par value of THB ten for use as a working capital. ▪ Acquired a land plot of 7 rais, 22.9 square wa at Buddhamonthon 1, Soi 9, Ratchamontree Road, Klong Kwang Sub-District, Phasi Charoen District of Bangkok to accommodate the

expansion of international school business.

- Incorporated SISB Thonburi Company Limited with the registered capital of THB one million on 13 December 2016 in which the Company has a 100.00 percent interest.
- SISB-SIRI was licensed by the OPEC to establish a formal education school in the form of an international school under the name 'Singapore International School Chiangmai' on 28 December 2016 to provide pre-kindergarten and primary education.
- Singapore International School of Bangkok was appointed to administer a training centre for the Duke of Edinburgh's Award which is an award for students who have participated in activities for social benefit.

2017

- Increase in the registered capital by THB 50 million from THB 200 million to THB 250 million by issuing 5,000,000 new ordinary shares each at the par value of THB 10 (THB ten or THB 10?) for a right offering to existing shareholders for use as working capital;
- Licensed by the OPEC to establish a formal education school in the form of international school under the name 'Singapore International School Thonburi' on 10 October 2017 to provide pre-kindergarten and primary education.

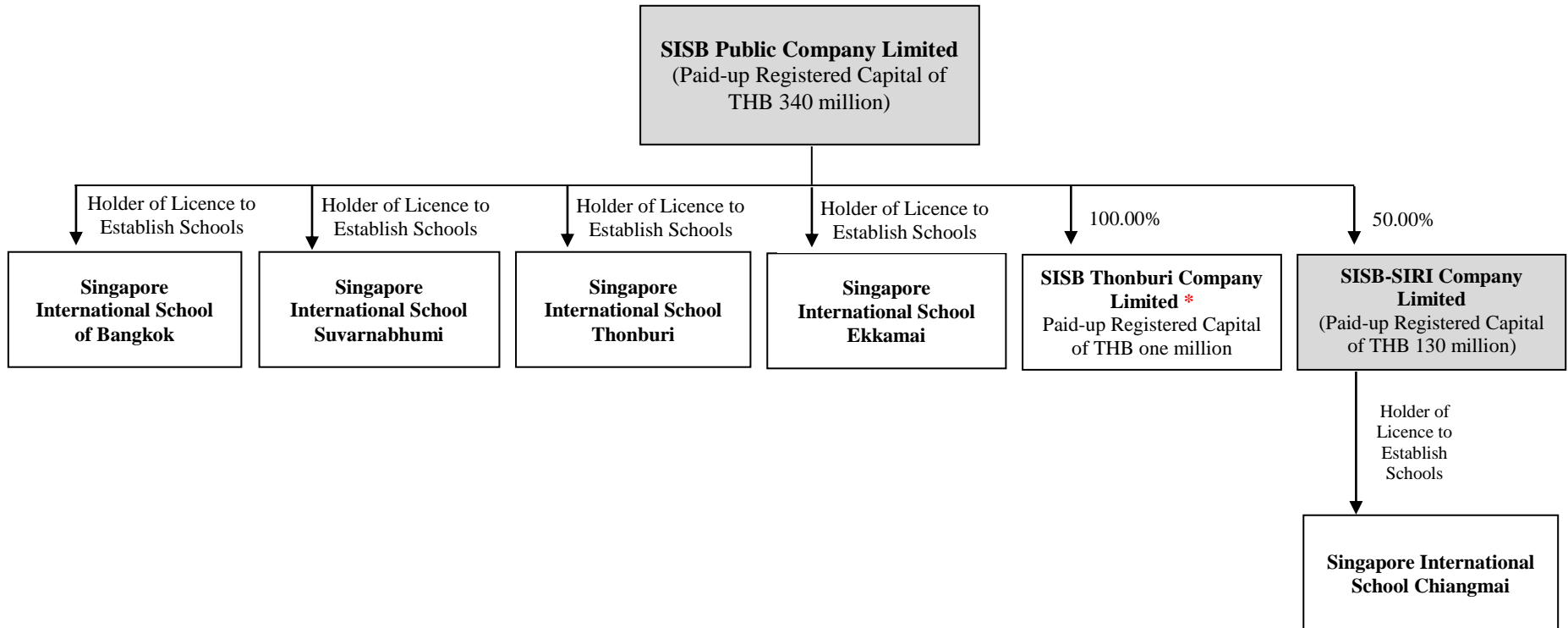
2018

- Singapore International School of Bangkok was licensed by the Office of the Bangkok Metropolitan Administration to carry out the business of providing school dormitory;
- The Extraordinary General Meeting of shareholders No.1/2018 on 25 May 2018 resolved to approve that the Company carry out the followings:
 - To convert to a public company limited
 - To change the Company's par value from THB ten to THB 0.50
 - To increase the registered capital by THB 220 million from THB 250 million to THB 470 million by issuing 440 million new ordinary shares each at the par value of THB 0.50. The newly issued ordinary shares must be allocated as follows:
 - (1) 180 million new ordinary shares are allocated to existing shareholders.
The completed allocation of this portion of shares resulted in the paid-up registered capital of THB 340 million;
 - (2) 26 million new ordinary shares are offered to directors, executives and employees of the Company and of its subsidiaries including personnel of schools the licences of which are held by the Company;
 - (3) 234 million new ordinary shares are offered to the public.
Any remaining shares after the allocation to the directors, executives and employees under (2) must be allocated to the public under (3).
- Licensed by the OPEC to establish a formal education school in the form of international school under the name 'Singapore International School Ekkamai' on 11 July 2018 to

provide pre-kindergarten – primary education (Prathom 3).
2019
<ul style="list-style-type: none"> ■ The Stock Exchange of Thailand moved the securities of SISB to be traded on the Stock Exchange of Thailand under Services Industry and Professional Services Sector, effective from 23 April 2019. ■ The Company registered the dissolution of SISB Thonburi Company Limited (Subsidiary) with the Ministry of Commerce on 9 April 2019, since such subsidiary has ceased its business operation. ■ Singapore International School Thonburi was licensed by the OPEC to provide some levels of secondary education. ■ Acquisition of an addition land plot of 8 rai 2 ngan 82.5 wa in the Phasi Charoen District of Bangkok for further Singapore International School Thonburi expansion ■ International Baccalaureate Organization inform that Singapore International School of Bangkok is an authorized IB world school for the International Baccalaureate Diploma Programme on 29 October 2019. The school plan to begin teaching in IBDP for academic year 2020/2012 alongside Cambridge AS / A Level as an alternative to Grade 11-12 students

1.3 Shareholding Structure of the Group

As of 31 December 2019, the shareholding structure of the Group is as follows:



* **Note:** The Company registered the dissolution of SISB Thonburi Company Limited (Subsidiary) with the Ministry of Commerce on 9 April 2019, since such subsidiary has ceased its business operation

1.4 Relation to the major shareholder's business

N/A

Operations of the Group

1. SISB Public Company Limited (the “Company”) or (“SISB”)

The Company operates the business of providing advisory and management services, and other services relating to education. The Company also holds licences to establish formal education schools in the form of international schools under the Private Schools Act. Currently, it is the holder of a licence granted by the OPEC to establish Singapore International School of Bangkok, Singapore International School Suvarnabhumi, Singapore International School Thonburi and Singapore International School Ekkamai. Details of each school are as follows:

1.1 Singapore International School of Bangkok

Established on 24 August 2001 under the Private Schools Act, B.E. 2525 (1982), Singapore International School of Bangkok is the first school in Thailand to adopt the Singapore curriculum. The school is currently located at 498/11, Soi Ramkamhaeng 39 (Thep Lee La 1), Wang Thong Lang Sub-District, Wang Thong Lang District, Bangkok. Spanning approximately 20 rai (20-2-71 rai), the school facilities can accommodate up to 2,170 students. The school provides education from pre-primary (pre-kindergarten) to higher secondary education.

1.2 Singapore International School Suvarnabhumi

The school was transferred to the Company from a private company on 26 July 2013. Previously named 'Nantawan International School,' the school had obtained a licence under the Private Schools Act, B.E. 2550 (2007) on 1 April 2010 and on 19 August 2013 had changed its name to 'Singapore International School Suvarnabhumi.' The school is located at No.4/5 Moo 5, Namdang – Bangphli Road, Bangkaew District, Samutprakarn Province. Spanning approximately seven rai (7-3-88 rai), the school facilities can accommodate up to 510 students. The school provides pre-primary (kindergargen) and primary education.

1.3 Singapore International School Thonburi

The school was established on 10 October 2017 under the Private Schools Act, B.E. 2550 (2007), as amended in 2011 (No. 2). Located at No. 138 Ratchamontree Road, Klongkwang Sub-District, Phasi Charoen District, Bangkok on land of approximately seven rai (7-0-22 rai), the school can accommodate up to 910 students and provides pre-primary (kindergarten), primary education and some levels of secondary education.

1.4 Singapore International School Ekkamai

The school was established on 11 July 2018 under the Private Schools Act, B.E. 2550 (2007), as amended in 2011 (No. 2). Located at No. 154, Soi Ekkamai 14, Sukhumvit 63, North Klongton Sub-District, Wattana District, Bangkok on land of approximately three rai (3-1-51 rai). The school can accommodate up to 155 students and provides pre-primary (kindergarten) and primary education (Prathom 3).

Joint Venture**SISB-SIRI Company Limited**

SISB-SIRI Company Limited was incorporated on 11 January 2016 as a Joint Venture between the Company and a group of businessmen from Chiangmai each holding 50.00 percent of total issued shares. The objective of the Joint Venture is to carry out the business of holding the licence to establish an international school in Chiangmai. Currently, the Joint Venture has paid-up registered capital of THB 130 million, divided into 13 million shares each at a par value of THB ten.

SISB-SIRI is currently the holder of a licence granted by the OPEC to establish a formal education school in the form of an international school which is Singapore International School Chiangmai.

1.5 Singapore International School Chiangmai

The school was established on 28 December 2016 under the Private Schools Act, B.E. 2550 (2007), as amended in 2011 (No. 2). It is the first international school in Chiangmai that adopts the Singapore curriculum. It is located at No. 10, Hatsadi Sewi, Sri Phum Sub-District, Muang District, Chiangmai on a land of approximately five rai (5-1-35 rai) and can accommodate up to 310 students. The school provides pre-primary kindergarten and primary education.

2. Subsidiary**SISB Thonburi Company Limited**

SISB Thonburi Company Limited was incorporated on 13 December 2016 with the paid-up registered capital of THB one million. The objective of the company is to carry out other education businesses. The Company holds 100.00 percent of shares in this subsidiary. Currently, this company is inactive. The Company registered the dissolution of SISB Thonburi Company Limited (Subsidiary) with the Ministry of Commerce on 9 April 2019, since such subsidiary has ceased its business operation.

1 Business Operation

1.4 Revenue Structure

The revenue structure of the Company from 2017 until 2019 is as follows:

Types of Revenue ¹⁾	2017		2018		2019	
	THB in Million	%	THB in Million	%	THB in Million	%
Revenue from tuition fees and service fees	730.84	97.92	923.98	97.53	1,086.83	96.25
Revenue from sale of education materials	7.20	0.97	8.48	0.89	8.39	0.74
Total revenue from sales and services ¹⁾	738.04	98.89	932.46	98.42	1,095.22	96.99
Other income ³⁾	8.31	1.11	14.90	1.57	33.99	3.01
Total revenue	746.35	100.00	947.35	100.00	1,129.21	100.00
Share of profit from investments accounted under the equity method ¹⁾	(9.88)	-	(2.28)	-	3.43	-

Income of International Schools licences of which are held by the Company	2017		2018		2019	
	THB in Million	GPM	THB in Million	GPM	THB in Million	GPM
Singapore International School of Bangkok	651.54	43.61	657.17	46.44	696.79	44.33
Singapore International School Suvarnabhumi	86.67	25.50	88.47	32.02	94.11	31.75
Singapore International School Thonburi			173.71	48.04	272.96	49.49
Singapore International School Ekkamai			12.73	7.55	31.48	1.53

Note:

- 1) Excluding income of Singapore International School Chiangmai the school licence of which is held by the joint venture; The share of profit from Singapore International School Chiangmai is under share of profit from investments accounted under the equity method
- 2) The revenue structure and Gross Profit Margin (GPM) by schools (related party transactions not yet excluded)
- 3) Other income comprises income from the sale of food and beverage, capital gain from short-term investments, fees from credit cards and interest received, etc.

1.5 Services of the Company

The Company operates the business of holding licences to establish formal education schools under the Private Schools Act in the type of international schools. It also provides other education-related services. The Company was the first to introduce the Singapore curriculum in providing education. The curriculum is internationally accepted especially for Mathematics and Sciences. The school features trilingual curricula: English, Chinese and Thai.

Currently, there are five international schools that operate within the Group, providing pre-primary (kindergarten) education through to higher secondary education (Matthayom 6). The schools can accommodate up to 4,060 students. The Company holds the licences for the Bangkok schools and the Joint Venture holds the licence for the Chiangmai school. Details are as follows:

(1) International schools licences held by the Company

Currently, there are four international schools whose licences are directly held by the Company:

1. Singapore International School of Bangkok;
2. Singapore International School Suvarnabhumi;
3. Singapore International School Thonburi; and
4. Singapore International School Ekkamai

(2) The International school licence held by the Joint Venture

SISB-SIRI Company Limited is a Joint Venture that holds the licence to establish Singapore International School Chiangmai, which is the first international school in Chiangmai that adopts the Singapore curriculum in providing pre-primary (kindergarten) and primary education level.

For the purpose of managing Singapore International School Chiangmai, SISB-SIRI Company Limited entered into an agreement with the Company in order to use trademarks, trade names, copyrights, marks and logos including curricula, teaching methods and school uniforms. The agreement was also to engage the Company to provide management and advisory services relating to operations of school business. Therefore, the provision of education, curricula and recruitment of education personnel for Singapore International School Chiangmai are the same as those of the other international schools whose licences are held directly by the Company.

The Company has the policy to ensure alignment in details and standards of providing education of all schools, including schools for which the Company provides management and licenses the use of trademarks. Schools are open from Monday to Friday between 7.15am and 3.10pm. School hours are different in each level of education. The semesters are divided into three terms as follows:

- Term 1 from August until December;
- Term 2 from January until April; and

- Term 3 from April until June

Details of education services of each international school within the Group are as follows:

Details	Currently Available Levels	Maximum Capacity	Current Number of Students (As of 31 December 2019)
Singapore International School of Bangkok	Pre-kindergarten – Grade 12	2,175	1,464
Singapore International School Suvarnabhumi	Pre-kindergarten – Grade 6	510	273
Singapore International School Thonburi	Pre-kindergarten – Grade 7	910	646
Singapore International School Chiangmai	Pre-kindergarten – Grade 6	310	178
Singapore International School Ekkamai	Pre-kindergarten – Grade 3	155	50

1. Curricula

Education is provided based on the school's established curricula that were approved by the OPEC. Current curricula are a combination of the Singapore and the UK curriculum to ensure suitability for each level of students. Details of current curricula are as follows:

Stage	Age	Curriculum	Examination
Nursery – Kindergarten	2 – 6 years	UK Early Stage Years Foundation (Child-Centred)	<ul style="list-style-type: none"> Child-centred assessment School-based examinations
Primary 1 – 6	6 – 12 years	Curriculum of Curriculum Planning and Development Division, Ministry of Education of Singapore	<ul style="list-style-type: none"> Singapore iPSLE School-based examinations
Grade 7 – 10 ^{1/}	12 – 16 years	Secondary Curriculum of Singapore and Cambridge IGCSE	<ul style="list-style-type: none"> IGCSE (UK) School-based examination
Grade 11 – 12 ^{1/ 2/}	16 – 18 years	UK Secondary Curriculum and Diploma Curriculum of the School	<ul style="list-style-type: none"> Cambridge AS / A Levels School-based examination

Note: ^{1/} Only Singapore International School of Bangkok and Singapore International School Thonburi

^{2/} Singapore International School of Bangkok plan to begin teaching in IBDP for academic year 2020/2012 alongside Cambridge AS / A Level as an alternative to Grade 11-12 students

1.1 Nursery – Kindergarten

Nursery – Kindergarten curricula are for children between the age of two and six. The curricula are based on the UK Early Stage Years and the British National Curriculum which focus on a child-centred approach. The curricula are taught in English. The education at this stage is provided to ensure alignment with psychological development using activities that will stimulate development in physical, emotional, mental, social and intellectual aspects of the children. Teachings will focus on learning by using the five senses, movement, exploration and play which will enable children to have analytical and problem-solving skills. Children will also be encouraged to have initiative and to develop linguistically through interaction with other children and adults in an environment that is conducive to learning. Active learning/ hands-on learning including creating and a critical thinking approach is adopted. The curriculum focuses on six groups of subjects:

1. Social skills and personal development;
2. Mathematics;
3. Sciences and technology;
4. Music and art;
5. Health and physical education;
6. Linguistic skills with focus on the ability to speak, listen and read/write

The assessment will be conducted on the development of physical, emotional, mental, social and intellectual aspects of the children. This is an ongoing process of assessment both daily and at the end of the term to ensure that children achieve developments that meet the objectives of the curriculum.

1.2 Primary Stage

The curriculum at this stage is aimed at children between 6 – 12 years and is based on the curriculum developed by the Curriculum Planning and Development Division, Ministry of Education of Singapore which is recognised for its strength in Mathematics, Sciences and foreign languages (English and Chinese), and is a foundation for students to select their fields of study in the future. The curriculum is based on a child-centred approach to promote the development of students according to their potential using various learning procedures. Students will learn from the active learning/ hands-on learning methods and will achieve creativity and problem-solving skills by learning from situations. The curriculum focuses on nine groups of subjects:

1. Mathematics;
2. Sciences;
3. English;

4. Chinese;
5. Thai;
6. Social studies;
7. Physical/ health education;
8. Computing; and
9. Art

Each student at this stage will be assessed in examinations according to their developments using methods such as projects, class presentations, small tests and activities in classrooms including school-based mid-term and final examinations. In addition, students will complete their Grade 6 upon passing the International Primary School Leaving Examination (iPSLE) according to the Singapore standard.

1.3 Grade 7 - 10

The curriculum for Grade 7 – 10 is aimed at children between 12 and 16 years and is based on the Singapore curriculum and the IGCSE of The University of Cambridge in the United Kingdom. It focuses on participation in the promotion of ethical, cultural, intellectual, aesthetical and physical developments for students with the aim to prepare students for a higher level of education. Curricula in this lower stage of secondary education still focus on SISB's signature of creating a trilingual learning environment for students (English, Chinese and Thai). Main subjects taught to Grade 7 and 8 are English, Thai, Mathematics, Sciences (Biology, Chemistry and Physics), History, Geography, Information and Communication Technology, Music, Art, Physical and Health Education. For students in Grade 9 and 10, curriculum will focus on preparing students for the Cambridge International General Certificate of Secondary Education (IGCSE) according to the standards of the University of Cambridge. Students will be required to study English, Mathematics, Physics, Biology, Chemistry, Thai, Physical and Health Education. In addition, students have the option of two to four subjects based on diverse interest of the students such as extra Mathematics, Art and Design, Sciences, Computing, Geography, History, Information and Communication Technology, Music, Chinese and Physical Education.

1.4 Grade 11 - 12

The curriculum for Grade 11 – 12 is aimed at children between 16 and 18 years and is based on the UK National Curriculum of England. The curriculum focuses on preparing students for the Cambridge International Advanced Subsidiary Level & Advanced Level (AS/A Level). The curriculum is internationally recognised to provide an in-depth foundation for students for their higher education at a university level. Students are offered options to specialise in subjects that are of their specific interest. The curriculum is designed to equip students with an in-depth knowledge in their preferred field of study for higher education or future career path. Subjects that are taught in this curriculum are the mandatory subjects including Thai, Physical and Health Education and selective subjects based on the students' interest such as Art and Design, Business, Chemistry, Chinese, Economics, English, Geography, History, Information and

Communication Technology, Mathematics, Music and Physics. Students will complete Grade 12 upon passing the Cambridge AS/A Level examination and the school-based examination.

In addition, International Baccalaureate Organization inform that Singapore International School of Bangkok is an authorized IB world school for the International Baccalaureate Diploma Programme on 29 October 2019. The school plan to begin teaching in IBDP for academic year 2020/2021 alongside Cambridge AS / A Level as an alternative to Grade 11-12 students. This IBDP curriculum is developed by the International Baccalaureate Organisation (IBO) to prepare students for an entrance examination to universities in all countries. In this curriculum, students are required to study all mandatory subjects and participate in extra-curricular activities. Students who have obtained IB Diploma are recognised by leading universities around the world thanks to the holistic development offered by the curriculum.

Number of Students by Levels of Education

Levels of Education	As of 31 December 2017		As of 31 December 2018		As of 31 December 2019	
	Number	%	Number	%	Number	%
Nursery-Kindergarten	922	44.74	999	42.17	1,023	39.18
Primary	889	43.13	1,075	45.38	1,254	48.03
Grade 7 - 10	223	10.82	255	10.76	295	11.30
Grade 11 - 12	27	1.31	40	1.69	39	1.49
Total	2,061	100.00	2,369	100.00	2,611	100.00

2. Extra-Curricular Activities

Extra-curricular activities are intended to meet the different developmental needs of students and to encourage them to make constructive use of their free time after school. The extra-curricular activities are organised each day based on the diverse interests of the students. They are, for example:

- **Academic activities:** Extra Academic Support (EAS), English Language Support (ELS), Chinese Language Support (CLS) and summer activities;
- **Non-academic activities:** these are aimed at enhancing skills and learning development of the students through activities, membership of clubs and sports. Students are offered a wide variety of extra-curricular activities such as swimming, gymnastics, football, badminton, table tennis and taekwondo, art and craft, ballet, computer club, music club, mechanism and robots.

3. Other services to support the school operations

In addition to providing education to students, there are other services offered to support the school operations.

- **Student dormitory:** Singapore International School of Bangkok offers a complete range of facilities to provide a weekly boarding school service to students aged from 8 to 18 years (Only from Monday to Friday) and a full-time boarding school service. This will allow students to have the opportunity to cultivate independence while participating in activities on weekends that are created for boarders such as kayaking, deep water diving, trekking and surfing.
- **Training and examinations:** Singapore International School of Bangkok is appointed as the centre for examinations for several leading institutions such as:
 - International Primary School Leaving Examination: iPSLE;
 - IGCSE and AS/A Level examinations;
 - HSK examinations;
 - SAT examinations; and
 - Training centre for the Duke of Edinburgh's Award for students who participate in activities for social benefit

These examination centres administer examinations for both students from the Group's schools and students from other institutions.

- **Food and beverage:** The Group's schools also provide lunch services for all levels of students. Fees would be collected from students along with tuition fees for each semester. The Group's schools also sell food and beverages at school for the convenience of students and parents.
- **Textbooks and education materials:** The Group's schools source textbooks and education materials for all levels of students. Fees would be collected from students along with tuition fees for each semester. The Group's schools also operate shops that sell textbooks and school uniform at school for the convenience of students and parents.

2.3 Market and Competition

2.3.1 Customers and target customers

The Company operates the business of holding licences to establish formal education to provide education in the form of international schools. Tuition fees of the schools operated by the Company are relatively high compared to those of other private schools. Most customers are students aged between two and 18 years from wealthy families that are both Thai and foreign. Details are as follows:

1. Thai students

Thai students represent the majority of the Company's customers. Thai parents need to have their children educated using curricula that meet international standards while students can develop their language skills in English and Chinese. The international schools of the Group have an established reputation of more than 18 years. Its quality of education has been well recognised among parents through word of mouth. The Group's expansion of its school business to residential areas of these wealthy families also contributes to the increasing number of students. Currently, the Company has increased its public relation efforts to reach out to its target customers using various channels such as the Company's website, brochures, magazines, online social media and participation in education fairs.

2. Foreign students

Foreign students comprise children of expatriate workers in Thailand including foreign students sent to study in Thailand. In addition to traditional public relations, the Company reaches out to this group of students by becoming partners with international companies and agencies that have their branches in Thailand to provide education to staff of these organisations as part of their welfare benefits. In addition, the Company has appointed education agents abroad to provide advice and liaison to facilitate foreign students in making the decision to study in any of the international schools operated by the Group. Singapore International School of Bangkok provides additional dormitory services for students from abroad.

The Company has organised school tours at each of its international schools for parents and prospective students to experience teaching and studying environments. On the school tour, admission staff will be ready to provide information on the school, its curricula and teaching methods. In addition, each school will provide trial courses for prospective students to study and participate in activities with the school personnel with the aim to familiarise these prospective students with the learning process before they can make an enrolment decision. The Group's schools also provide foundation courses to assist students to prepare themselves and to take placement tests before they can be admitted to normal courses.

The Admission process is as follows:

1. **Acceptance and review of application documents and supporting documents**

Admission staff will accept and review application and supporting documents including personal identification documents of both the prospective students and their parents such as national identification card, certificate of birth or passport including a school report if the prospective students are transferred from another school.

The admission staff will review the completeness of the documents including the basic qualifications of the prospective students who need to meet the minimum age requirements for each of the levels that is applied for prior to the commencement of each academic year.

2. **Interview and placement**

After the preliminary qualification review is complete, the Admissions Department will schedule an appointment with the parents and the prospective students for an interview. Prospective applicants for Primary 1 and above shall undergo an assessment which will assess English language skills and academic knowledge of the prospective students that are required for each level of education.

3. Assessment test results and students record

Prospective students who successfully pass the interview and the assessment tests will be notified of the results and will be required to provide additional information and documents for use in preparing the student records. The information and documents must be submitted and the enrolment fees, tuition fees and deposit payments must be paid within the period required by the Admissions Department.

As of 31 December 2019, there are in total 2,611 students in the Group's international schools, approximately 82.96 percent of which are students of Thai nationality. The remaining 17.04 percent of students are international students from more than 20 countries around the world including Asia, Europe, the United States of America and the Middle East.

Number of Students by Nationalities

Nationalities	As of 31 December 2017		As of 31 December 2018		As of 31 December 2019	
	Number of Students	%	Number of Students	%	Number of Students	%
Thai	1,776	86.17	2,019	85.23	2,166	82.96
Foreign	285	13.83	350	14.77	445	17.04
Total	2,061	100.00	2,369	100.00	2,611	100.00

2.3.2 Pricing Policy

The Company has the policy to determine appropriate tuition fees and other fees of each school according to the relevant expenses of providing education in order to be able to provide quality education to meet standards and to be competitive with other international school that are its close competitors. Pricing will be determined by taking into consideration the competition among international schools in each area including the economic conditions in order to ensure that the tuition fees are reasonable for parents and are not considered as profiteering. Details of material fees are as follows:

Curricular education fees

Each school will be required to declare its tuition fees and other relevant fees for the provision of curricular education such as lunch fees, textbooks and education materials, enrolment fees and application fees to the Private Education Commission for the relevant academic year and to make a public announcement of such fees in each school in accordance with Section 32 of the Private Schools Act, B.E. 2550 (2007), as amended (No.2) in 2011. Fee rates vary according to each level of education and the location of the schools.

Extra-curricular education fees

Extra-curricular education fees are for support courses, tuition and extra-curricular activities including application placement fees which are voluntarily selected by students. Fee rates will depend on each subject or activity applied for taking into consideration the actual cost of providing the education.

2.3.3 Competition Strategies

1. Outstanding and internationally recognised curricula

The Company was the first in Thailand to introduce the Singapore Curriculum at Singapore International School of Bangkok. The curricula are used as a prototype for the provision of education in other international schools of the Group. Teaching methods, textbooks and school-based examinations are based on the internationally recognised Curriculum of Singapore which has particular academic strength in Mathematics and Sciences and serves as the learning foundation for fields of studies in the future. The schools also promote a trilingual learning environment where students can learn and communicate fluently in English, Thai and Chinese in their education or future career. This can meet the demand of the current society where more importance is given to the English and Chinese language.

Secondary education is based on the combination of the Singapore and UK curricula which allows students to select specialist subjects and focuses on the development of in-depth knowledge for the selected specialist subject to prepare students for higher education at university level and future careers.

2. Maintenance of Education Standards

The Company's vision is to be a world-class education provider. Therefore, quality of education lies at the heart of the Company's business operations. It focuses on and recognises the importance of ongoing development of education quality to elevate its standards of education to meet international standards. International schools of the Group have been certified with quality assurances by leading institutions both domestically and internationally such as quality assurance by the ONESQA and the Council of International Schools all of which are internationally renowned accreditation entities.

In addition, Singapore International School of Bangkok is the first international school in Thailand to be appointed by the Singapore Examination and Assessment Board (the "SEAB") and has been the centre for the International Primary School Leaving Examination in all four subjects including Mathematics, Sciences, English and Chinese since 2006. The school was also the appointed examination centre for various leading institutions such as:

- The University of Cambridge International Examinations (the “CIE”) to administer the Cambridge IGCSE examinations and the AS/A Level examination;
- The Oriental Culture Academy to administer the HSK examinations of Hanban;
- The College Board to administer the SAT examinations;
- The training centre for the Duke of Edinburgh’s Award for students who participate in activities for social benefits

Moreover, International Baccalaureate Organization inform that Singapore International School of Bangkok is an authorized IB world school for the International Baccalaureate Diploma Programme on 29 October 2019.

3. Reasonable Tuition Fee Rates

Rates of tuition fees are one key factor that parents use in selecting schools for their children. In addition to providing quality education that meets international standards, the Company recognises the importance of having reasonable tuition fees which are determined to be in line with similar institutions, the economic conditions of the parents and the cost of operations and are not considered as profiteering.

4. Complete and Modern Teaching Materials and Facilities

Teaching materials and facilities are other factors that parents consider when selecting schools for their children. Therefore, the Company focuses on providing a wide range of teaching materials and facilities that are modern and complete in order to create a learning environment that will effectively promote child development. These include libraries, science and computer laboratories, music and art centres, multi-purpose halls including sport stadia, swimming pools and playgrounds.

Singapore International School of Bangkok also recognises the specific need of students in secondary level who would need space to participate in activities in order to fully show their potential. Singapore International School of Bangkok is fully equipped with complete facilities such as:

- Multi-purpose classrooms that are specifically designed for each of the subjects;
- Science laboratories that are specifically designed to suit both the theoretical and practical aspect of the class;
- Information systems on the latest 4G network to ensure fast connectivity for virtual classrooms;
- A new sport complex complete with a 25-metre standard swimming pool, two futsal courts and a multi-purpose building of two floors consisting of a basketball court, a volleyball court, a badminton court and a table tennis hall.
- ‘Silpapirom Creative Arts & Media Centre’ is a creative arts and media centre whose name was granted by Her Royal Highness Princess Maha Chakri Sirindhorn. The centre is used to showcase creative and art work, musical and theatrical talents of

students. It consists of an auditorium of approximately 407 seats, an orchestra pit and a black box which are fully equipped with a studio picture recording system.

- Dormitory houses which are equipped with facilities to provide students with the comfort of a family environment which cultivates independence and well-socialized citizens.

5. Holistic Education

In addition to the Singapore Curriculum which is recognised for its academic strength, the Group focuses on ensuring that its international schools provide education using a child-centred approach in which students are encouraged to reach their full potential in all aspects based on a diversity of learning methods, thinking process, including the active learning / hands-on-learning method. Students will achieve creativity and skills from situation-based experience and problem-solving and from participating in extra-curricular activities such as club membership, sports including swimming, gymnastics, football, badminton, table tennis and taekwondo, art and crafts and music all of which are aimed at enhancing the skills and learning of students. Focus is also on fostering awareness of social responsibility for students through social activities such as the 'CSR-EL Project' which allows volunteers to teach English to other schools in neighbouring areas and 'We Give We Share Project' which aims to provide support to communities in rural and impoverished areas.

6. Experienced personnel with expertise in school business

The Company has a team of executives, staff and education personnel with vast experience and expertise in private school business both domestically and internationally. This in-depth knowledge and understanding about the international school business, the market, competition and its understanding about the needs of parents and students, results in an effective determination for business development and management strategies and the enhanced competitiveness of the Company. In addition, the Company has the policy of maintaining quality education and expanding its business through human resources and work system development.

2.4 Procurement of products and services

2.4.1 Curricula

Curricula of formal education for international schools must be reviewed and approved by the OPEC before being used. The current curricula of the Group's schools are the combination of the Singapore and the UK curricula, both of which are generally and internationally accepted. The Singapore Curriculum is used for the provision of primary education with the recognised strengths in Mathematics and Science. These are the foundation for students to select other fields of study in higher education. The UK IGCSE and AS/A Level are used in providing secondary education in which students are offered options to specialise in subjects that are of their specific interest. The curriculum is designed to equip students with an in-depth knowledge in their preferred field of study for higher education at a university level. In addition, the Group's schools provide additional curriculum of Thai language, culture and history to meet the requirements of the OPEC.

In addition, International Baccalaureate Organization inform that Singapore International School of Bangkok is an authorized IB world school for the International Baccalaureate Diploma Programme on 29 October 2019. The school plan to begin teaching in IBDP for academic year 2020/2021 alongside Cambridge AS / A Level as an alternative to Grade 11-12 students. This IBDP curriculum is developed by the International Baccalaureate Organisation (IBO) to prepare students for an entrance examination to universities in all countries. In this curriculum, students are required to study all mandatory subjects and participate in extra-curricular activities. Students who have obtained IB Diploma are recognised by leading universities around the world thanks to the holistic development offered by the curriculum.

In order to ensure that the quality of its education meets international standards, Singapore International School of Bangkok has its education quality assured by leading institutions both domestically and internationally such as the Office for National Education Standards and Quality Assessment (the “**ONESQA**”) (a public organisation) and the Council of International Schools (the “**CIS**”) all of which are internationally renowned education quality assurance institutions. The school also partners with leading institutions in providing an examination venue for the following assessments:

- The Singapore International Primary School Leaving Examination (the “**iPSLE**”); appointed by the Singapore Examination and Assessment Board (the “**SEAB**”)
- The Cambridge IGCSE examinations and the AS/A Level examination; appointed by the University of Cambridge International Examinations (the “**CIE**”)
- The HSK examinations of Hanban; appointed by the Oriental Culture Academy
- The SAT examinations; appointed by the College Board

In addition, the teaching approach of Singapore International School of Bangkok is adopted as a prototype in all SISB schools in order to ensure standardization of education standards across all SISB schools. Each year a working group consisting teams of teachers and academic department staff from every school of the Group will work together on improving the appropriateness of curricula, teaching methods, textbooks and school-based examinations in order to be suitable for students and to keep up with the changing world.

2.4.2 Education Personnel

Education personnel is a key factor to the quality provision of education and academic achievements. Therefore, the Company focuses on the recruitment of teachers and their assistants with required experience and qualifications. Recruitments are made through various channels including websites that are dedicated specifically for education personnel or the Company’s website and participation in job fairs and recruitments through the Board of Executives of the Company which can attract personnel with the required expertise, knowledge and experience in different fields to work with the Company. All teachers and their assistants are required to undergo ongoing training to keep themselves up-to-date with the changing world.

As of the year ended 2017- 2019, education personnel of the Group’s schools are as follows:

Number of Education Personnel

Education Personnel	31 December	31 December	31 December
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	2017	2018	2019
Teachers	249	280	308
Teacher Assistants	133	149	146
Total	382	429	454

2.4.3 Locations and School Buildings

Locations for international schools will be selected based on the appropriateness both in terms of demography including the economic growth of the surrounding communities and the competitors with other international schools in the neighbourhood. In addition, locations for international schools must meet the minimum requirements of size under the relevant ministerial regulations which require at least one rai for an international school that provides pre-primary level of education or at least two rai for the provision of primary and secondary education. Legal ownership of the lands could be either the freehold or the leasehold of at least 10 years.

The design and construction of school buildings must take into consideration all relevant legal requirements of both the Department of Public Works and Town Planning and the Ministry of Education in respect of the proportion of the building size to the land size, number of classrooms and the size and the maximum capacity of each classroom. Current locations and school buildings of each school are as follows:

Singapore International School of Bangkok



Levels of education	: Nursery – Grade 12
School buildings and size of land	: Four school buildings, four activity buildings and two dormitory houses on 20 rai, 2 ngarn and 71.3 square wa.
Maximum capacity	: 2,175 students
Facilities	: Library, science and computer laboratories, music and art room, playground and a sport complex consisting of a standard 25-m pool, a futsal court, a basketball court, a volleyball court, a badminton court and an area for gymnastics including an art exhibition centre consisting of an auditorium with 407 seats, an orchestra pit and a black box and dormitory houses.

Singapore International School Suvarnabhumi



Levels of education	: Nursery – Primary 6
School buildings and size of land	: Two school buildings on 7 rai, 3 ngarn and 88 square wa.
Maximum capacity	: 510 students
Facilities	: Library, science and computer laboratories, music and art room, a multi-purpose hall, a swimming pool and a playground

Singapore International School Chiangmai



Levels of education	: Nursery – Primary 6
School buildings and size of land	: One school building on 5 rai, 1 ngarn and 35 square wa.
Maximum capacity	: 310 students
Facilities	: A 20-m swimming pool, a multi-purpose hall, a library, a music room, a science laboratory, a playground and a large green area

Singapore International School Thonburi



Levels of education	: Nursery – Primary 6
School buildings and size of land	: Two school buildings on 7 rai, and 22 square wa.
Maximum capacity	: 910 students
Facilities	: A 25-m swimming pool, a multi-purpose hall, a library, a music room, a science laboratory, an art and craft room, a playground

and a large green area

Singapore International School Ekkamai



Levels of education	: Nursery – Primary 3
School buildings and size of land	: Two school buildings on 3 rai, 1 ngarn and 51 square wa.
Maximum capacity	: 155 students
Facilities	: A library, a playground and a large lush garden

Seat Utilisation

	As of year ended 2017	As of year ended 2018	As of year ended 2019
<u>Capacity Seats</u>			
- Singapore International School of Bangkok	2,170	2,170	2,175
- Singapore International School Suvarnabhumi	640	640	510
- Singapore International School Chiangmai	310	310	310
- Singapore International School Thonburi	-	900	910
- Singapore International School Ekkamai	-	155	155
Total	3,120	4,175	4,060
<u>Number of Students</u>			
- Singapore International School of Bangkok	1,715	1,382	1,464
- Singapore International School Suvarnabhumi	262	275	273
- Singapore International School Chiangmai	84	147	178
- Singapore International School Thonburi	-	478	646
- Singapore International School Ekkamai	-	87	50
Total	2,061	2,369	2,611
% of Seat Utilisation	66.06%	56.74%	64.31%

2.5 Industry

The Company operates an education business. The current overview of the education business is as follows:

The Education System in Thailand

Education in Thailand is governed by the Ministry of Education in accordance with the National Education Act, B.E. 2542 (1999) which requires the state to provide equal opportunity and right to receive quality basic education, provided by the State nationwide, free of charge for a duration of at least 12 years. There are nine years of compulsory education which requires children aged seven to enroll in basic education institutions until the age of 16. To alleviate the burden of education provision for the youth and to provide parents and students with an alternative of education and to create the environment of competition to drive quality and standard developments for the Thai education system, the State has allowed private sectors to participate in the provision of basic education in the form of formal private schools which are managed by the private sector. Education is provided based on clear objectives, teaching methods, curricula, periods of study and assessment for the completion of the education. Currently, there are three types of formal private schools:

- 1.1 General education means schools which provide education based on the curriculum of the Ministry of Education at different levels such as pre-primary (Nursery – Kindergarten), primary and secondary education (lower-secondary and upper-secondary) including general education schools which are bilingual.
- 1.2 Vocational education means schools which provide education based on the curriculum of the Ministry of Education or curriculum approved by the Ministry of Education at different levels such as the Certificate in Vocational Education (Por Wor Chor) and the Technical Diploma (Por Wor Sor) including vocational schools which are bilingual.
- 1.3 International education means: schools which provide education based on either international curricula, or international curricula whose subjects are rearranged or a curriculum that is not prepared by the Ministry of Education but by the school, or the use of foreign languages in providing education without limitations on the nationality or religions of the students.

Number of Students in Formal Private Schools (exclude vocational education student)

Types of schools	Y2014	Y2015	Y2016	Y2017	Y2018
General education	2,100,996	2,249,897	2,231,180	2,173,941	2,174,559
International education	43,467	44,497	50,958	53,754	86,445
Total	2,144,463	2,249,897	2,231,180	2,227,695	2,261,004

Source: the Office of the Private Education Commission , Ministry of Education

Education is a key factor that contributes to the development of skills and knowledge required in future careers. It also serves as an important tool for the improvement of one's quality of life. Therefore, most parents recognise the importance of selecting schools for their children. In the fast-changing age of globalisation where all countries, including Thailand, have a more extensive network of communication, English has an important role. This results in a growing number of families that choose international schools for their children in recognition of the importance of languages, particularly English which needs to be taught at an early age. These parents also have confidence in the international curricula which are globally recognised. Consequently, Thailand has seen a dramatic growth in the number of formal private schools in the type of international schools.

International Schools

International schools are schools which provide education based on international curricula or international curriculum that is adjusted in details of subject or curriculum that is not prepared by the Ministry of Education, but by the school mainly using English and other non-Thai languages in providing the education. There are four categories of international curriculum.

(1) The US Curriculum

In the American Curriculum, education starts when the children are five years old. In some schools, younger children are admitted to a Pre-School level. This early childhood education focuses on social development skills for the children so they can learn to adapt themselves to the surrounding environment of the school. Children will also be taught and prepared for reading, writing and calculation which is suitable for their age. The Elementary level of education involves children between six to 18 years old and education at this level will be divided into elementary grade 1 to 5, middle school grades 6 to 8 and high school grades 9 to 12. Students at these levels will be taught using a holistic approach to cover a wide range of academic and extra-curricular activities including sports, branches of Art, academic activities, guidance and personal or small group tuition and school projects. Most schools administer examinations internally to ensure that students have obtained enough credits to complete their basic education according to the American system. In addition, foreign students who wish to apply for a higher education at a university level both in the United States of America and in certain other countries will be required to pass the SAT and/or ACT examination and the TOEFL examination. Alternatively, they may be required to take other forms of examination or presentation of their work to the examining body depending on the specific admission requirements of each university. International schools that use the American curriculum are, for example, Ruamrudee International School and The International School of Bangkok.

(2) The UK Curriculum

The UK curriculum divides learning into key stages each having a clear standard of learning, testing and assessment. Stage One involves students of five to six years old (Years 1 – 2). Stage Two involves students of seven to

ten years old (Years 3 – 6). Stage Three involves students of 11 to 13 years old (Years 7 – 9) and Stage Four involves students of 14 – 15 years old (Years 10 – 11), which is considered the final stage before the completion of the mandatory education of the UK. Most students in international schools which use the UK curriculum will spend their two years in taking the International General Certificate of Secondary Education (the “**IGCSE**”) which requires the students to study approximately eight to nine subjects, a minimum of three of which are mandatory including English, Mathematics and Sciences. The remaining subjects are selective. The IGCSE examination is used internationally. After the IGCSE, students who wish to continue their education at a university level abroad will be required to study Stage Five which is called Sixth Form in which students will only study subjects that are required for an application to study at a university level after completion of the last two years. International schools which use the UK curriculum are, for example, Harrow International School and Shrewsbury International School.

(3) International Baccalaureate (IB)

This is the curriculum of the International Baccalaureate Organisation (the “**IBO**”) that was developed by experienced educators for use as an international curriculum with no economic, social or political influence from any nation in particular. Schools are required to obtain approval from the IBO before they can provide education using the IB curriculum and call themselves a member of the IB World School. Teachers in this curriculum are required to undergo professional training and training organised by the IBO. Schools will also be inspected every five years by the IBO committee for the purpose of standard assessment in implementing the curriculum in creating learning experiences, assessing and evaluating the development of students. The IB curriculum is divided into three levels: (i) Early Childhood Level and Primary Years Programme (PYP) which takes eight years and is for children of three to 11 years old; (ii) Middle Years Programme (MYP) which takes five years and is for children of 11 to 16 years; and (iii) Diploma Programme (IBDP) which takes two years and is for children of 16 to 18 or 19 years old. During the last year of the IBDP, students are required to sit the IBO central examination which takes place at the same time around the world. International schools that use the IB curriculum are, for example, NIST International School and KIS International School.

(4) Other international curricula

In addition to the IB curriculum, the US and the UK curricula, there are certain number of international schools which provide education using curricula of other countries. These schools have the objective of facilitating the students and their families which reside in Thailand for a short period or Thai families who prefer that their children study using curriculum of the countries where they wish to continue their university education. These schools provide education in their native language and are supported by the government of their countries. Each of these schools have different strengths such as:

▪ Curricula of Switzerland, Germany or Australia

Provision of education using these curricula focuses on teaching students at kindergarten and primary level to learn to read and calculation through playing. Academic teaching and learning will begin at a higher level. Students will be taught to have respect for themselves and for others and to have tolerance for religious and cultural differences through learning different basic subjects. There are usually choices of language between English and German. French may also be an option. International schools that use these curricula are, for example, The Swiss School of Bangkok and The Christian German Chiangmai School.

▪ Singapore curriculum

Most international schools in Thailand that use the Singapore curriculum provide education in three languages: English, Thai and Chinese and have more focus on the academic aspect of education than international schools in the western system. Particular focus is on Mathematics, Sciences, English and Chinese. Based on the examination results of the Programme for International Student Assessment (PISA) in 2018 (held every three years) on three subjects: Mathematics, Sciences and Reading among students of 15 years from participating countries, Singapore ranks number two in the world. International schools that use the Singapore curriculum are, for example, Singapore International School of Bangkok and Anglo Singapore International School.

The steady growth in popularity of international curricula is due to the parents' increased recognition of the importance of English because they believe that a good English skill would enable to students improve their quality of life and to have a good future. This results in a trend of teaching English to children in their early childhood. Parents also have confidence in international schools and international curricula that meet standards. Key factors that are considered in selecting schools are:

- Curricula that can best promote the learning of the children;
- Extra-curricular activities to enhance learning out of classrooms;
- Teachers;
- Tuition fee rates;
- Academic accreditation;
- Location and size of schools including facilities

Number of students and schools for Internation Education

	Y2014	Y2015	Y2016	Y2017	Y2018
International education					
- Number (student)	43,467	44,497	50,958	53,754	86,445
International School					
- Number (school)	154	161	175	182	206

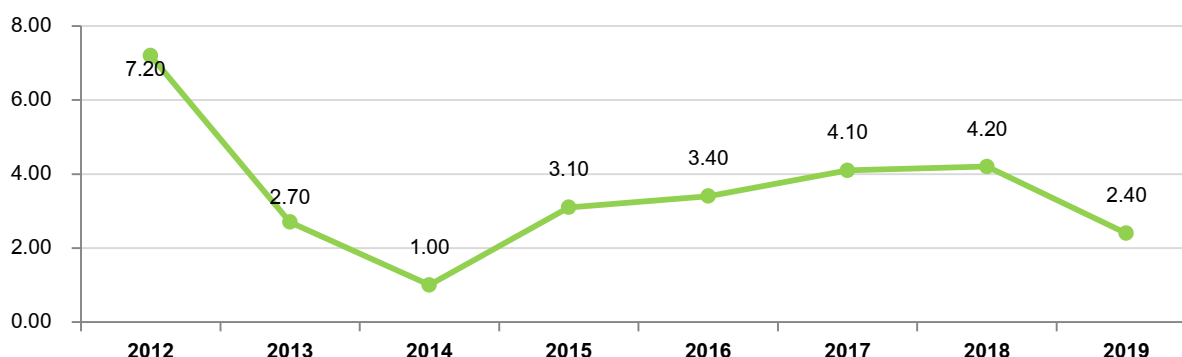
Source: the Office of the Private Education Commission (OPEC) , Ministry of Education

According to the OPEC, international schools in Thailand have enjoyed continued growth. And The number of students in international schools has increased. International school business is expected to continue to grow because of the following factors:

1) Economic Growth

According to a report of the Office of the National Economic and Social Development Council the GDP for the year 2019 grow at 2.4 percent. The value of export decrease at -2.6 percent while private consumption grow at 4.5 percent and government spending at 1.4 percent. Total investment grow at 2.2 percent, which can be divided into growth in government investment at 0.2 percent and growth in private investment at 2.8 percent. The general average inflation rate is 0.7 percent. Disposable income per capital has increased at 2.89 percent from THB 241,269 per capita in 2018 to THB 248,257 per capita in 2019.

GDP Growth

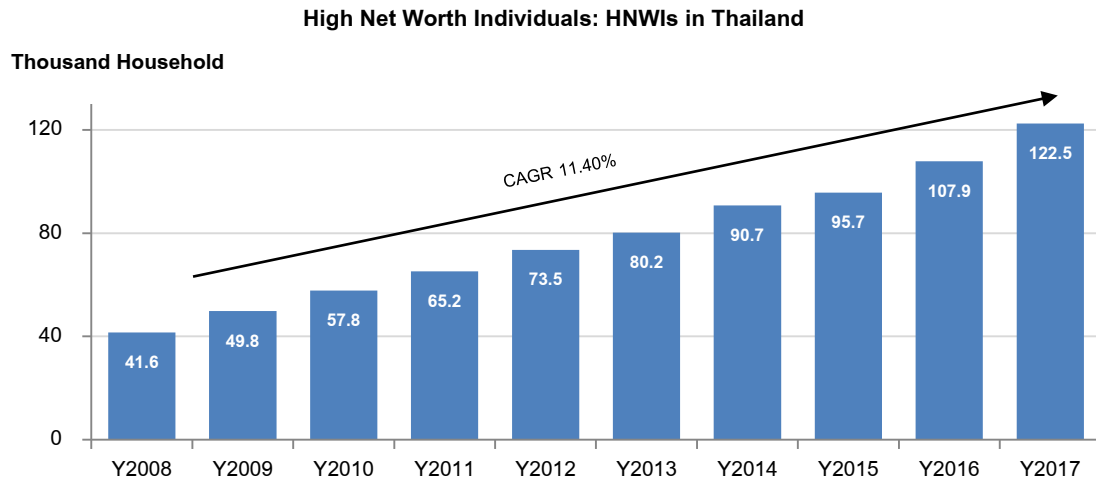


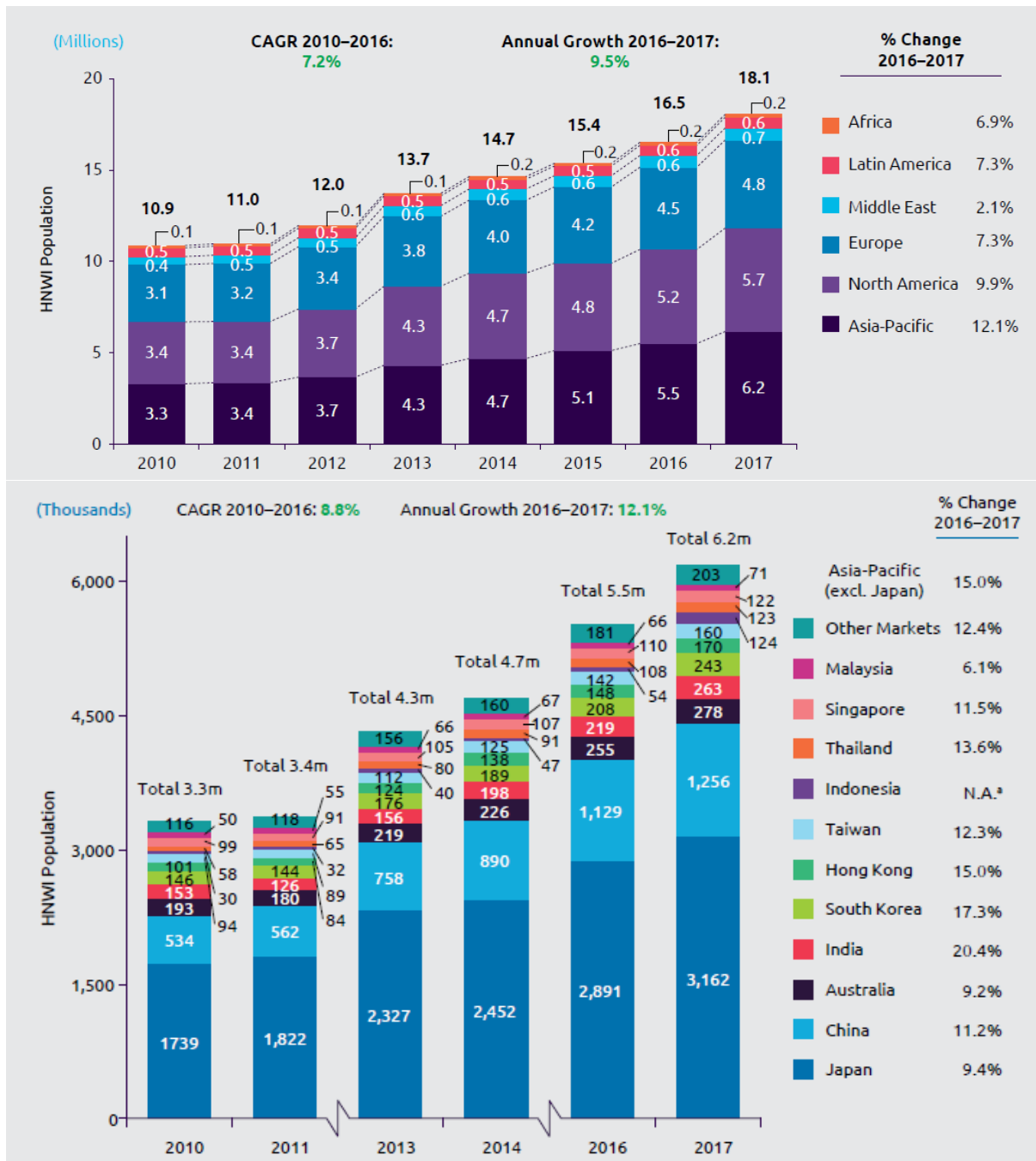
	2012	2013	2014	2015	2016	2017	2018	2019
Per capita income (THB/capita/annum)	167,501	174,337	195,995	203,356	212,455	228,909	241,269	248,257
CAGR	7.42%	4.08%	12.42%	3.76%	4.47%	7.74%	5.39%	2.89%

Source: The Office of the National Economic and Social Development Council

In addition, according to the World Wealth Report, there is a continuous growth in the number of High Net Worth Individuals (HNWIs) (i.e. wealthy families with more than USD 1,000,000 or at least THB 30 million excluding residences, belongings and collections) from 2008 – 2017 at a CAGR of 11.40. In 2017, the number of HNWIs in Thailand has increased by 13.6 percent from 2016, which was higher than the average of the world (9.5 percent) and

higher than the average of Asia Pacific countries (12.1 percent). This demonstrates growth in the high purchasing-power population which are target customers of international schools. This also demonstrates a good trend of business growth for international schools in Thailand.





Source: Capgemini World Wealth Report, 2018

2) Demographic trends

According to the Department of Provincial Administration, Ministry of Interior, the Thai population has increased from 63.65 million in 2013 to 64.93 million in 2019. The Office of the National Economic and Social Development Council estimates that the Thai population will increase to 66.36 million in 2027 and will decrease to 64.84 million in 2037 due to low fertility.

Based on the forecast of the Office of the National Economic and Social Development Council, Thailand will become an aged society with more than 20 percent of total population being elderly persons.

	2013	2014	2015	2016	2017	2018	2019	2022F	2027F	2037F
Number of population (in million)	63.65	63.95	64.22	64.42	64.63	64.82	64.93	66.21	66.36	64.84
Population by age groups (%)										
0-19 years	25.87%	25.46%	25.06%	24.67%	24.28%	23.46%	23.06%	22.49%	21.07%	18.63%
20-59 years	59.41%	59.23%	59.04%	58.82%	58.59%	60.08%	59.79%	56.96%	54.60%	50.65%
60 years or more	14.73%	15.30%	15.90%	16.51%	17.13%	16.46%	17.15%	20.55%	24.33%	30.72%

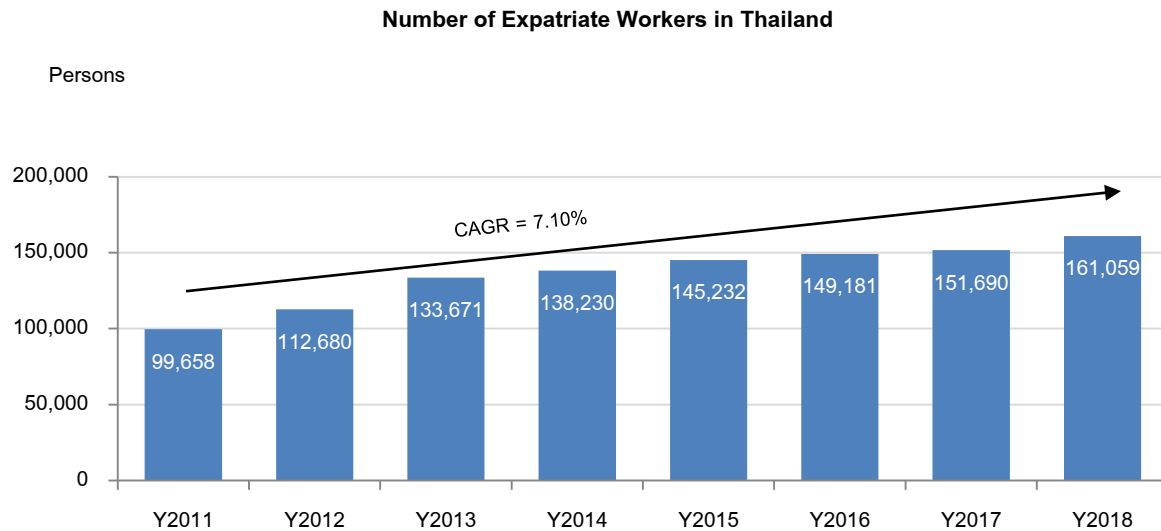
Source: Department of Provincial Administration, Ministry of Interior and the Office of the National Economic and Social Development Council

This demographic change has caused the government to adapt itself and prepare for a society of an ageing population. The National Economic and Social Development Plan No. 12 (2017 – 2021) focuses on the readiness of human resources and the enhancement of potential for population of all ages. It shows special focus on all dimensions of human resource development across all ages to be a high-quality human capital, particularly with respect to the development of education and preparedness of young children. They will be the quality human resources in the future to meet the needs of the workforce. This can be achieved through developing foundations of skills that are necessary for life in the 21st century for persons of each age group.

The demographic change of low fertility and decreased younger population resulted in Thai families becoming smaller and parents focusing more on the quality of education for children. The ability to use foreign languages has increased in importance in Thai society. Therefore, Thai parents have a growing demand for international schools because they need their children to develop expertise in the English language.

3) Number of expatriate workers in Thailand

In 2018, there are 161,095 expatriate workers in Thailand (only expatriate workers who have obtained a work permit to do general work and who are skilled workers in higher position and who have come to work in Thailand under the law on promotion of investment and other laws). From 2011 until 2018, the number of expatriate workers in Thailand has increased at a CAGR of 7.10 percent. The Eastern Economic Corridor (the “EEC”) initiative of the government is expected to attract an increased number of foreign investors thus resulting in growing number of expatriate workers at managerial and expert level to come to work in Thailand and consequently drive an increased demand for international schools.



Source: Ministry of Labour

2.6 Competition

Currently, there are 206 international schools in Thailand that are providing education based on different international curricula such as the UK and the US curricula, the IB curriculum and other international curricula such as the Singapore curriculum, curricula of Switzerland, Germany or Australia. There are 147 international schools that are members of the International School Association of Thailand (www.isat.or.th as of January 2020). There are 46 international schools which operate with quality assurance from international quality assurance institutions and are in Bangkok and the vicinity and which have similar business operations to those of the international schools of the Group. Details are as follows:

Details of international schools that have international quality assurance and are in Bangkok and the vicinity

	International Schools	District/ Province ^{1/}	Available Levels ^{1/}	Curricula ^{1/}	International Quality Assurance ^{1/}	Rates of Tuition Fees per Year (THB) ^{2/}	
1	Anglo Singapore International School	Phra Kanong/Bangkok	18 months - 16 years	British, Singapore	CIS, WASC	320,400	to 748,600
2	Ascot International School	Saphan Soong/Bangkok	2 - 18 years	British	CIS, WASC	287,050	to 510,800
3	Bangkok Grace International School	Wang Thong Lang/Bangkok	3 - 18 yaers	American	WASC	128,000	to 213,400
4	Bangkok International Preparatory & Secondary School	Wattana/Bangkok	3 – 18 years	British	CIS, NEASC	488,000	to 560,000
5	Bangkok Patana School	Bang Na/Bangkok	3 – 18 years	British, IB	CIS, NEASC	432,000	to 622,700
6	Berkeley International School	Bang Na/Bangkok	2 – 18 years	American	WASC	461,422	to 717,158
7	Bromsgrove International Primary School	Meenburi/Bangkok	2 – 6 yaers	British	CIS	314,670	to 391,680
8	Bromsgrove International School Thailand	Meenburi/Bangkok	2 – 18 years	British	CIS	314,670	to 630,780
9	Charter International School	Prawes/Bangkok	2 – 18 years	British	CIS, WASC	270,000	to 510,000
10	Concordian International School	Bang Phlee/Samutprakarn	2 – 18 yaers	IB	CIS, NEASC	514,400	to 791,700
11	Crescent International School	Sathorn/Bangkok	3 – 16 yaers	British	CfBT	n/a	
12	Ekamai International School	Wattana/Bangkok	3 – 19 years	American	WASC	140,000	to 163,500
13	Garden International School, Bangkok	Yannawa/Bangkok	2 – 13 years	British	CfBT	195,600	to 424,000
14	Harrow International School	Don Muang/Bangkok	18 months -18 yaers	British	CIS	499,000	to 949,800
15	Heathfield International School	Saphan Soong/Bangkok	2 – 18 years	British	CIS, CfBT	235,200	to 503,400
16	International Community School	Bang Na/Bangkok	4 – 18 years	American	WASC	475,800	to 542,200
17	International Pioneers School	Klongsan/Bangkok	3 – 18 yaers	British	WASC	139,000	to 208,000

	International Schools	District/ Province ^{1/}	Available Levels ^{1/}	Curricula ^{1/}	International Quality Assurance ^{1/}	Rates of Tuition Fees per Year (THB) ^{2/}	
18	International School Bangkok	Pakkret/Nonthaburi	4 – 18 yaers	American, IB	WASC	552,000	to 1,003,000
19	Keera-Pat International School	Bangkhen/Bangkok	2 – 18 years	American	WASC	n/a	
20	Kevalee International School	Klong Sam Wa/Bangkok	2 – 18 years	American	WASC	150,000	to 240,000
21	KIS International School	Huay Kwang/Bangkok	2 – 18 yaers	IB	CIS	363,000	to 731,300
22	Modern International School, Bangkok	Wattana/Bangkok	3 – 18 yaers	British	CfBT	165,000	to 217,000
23	NIST International School	Wattana/Bangkok	3 – 18 years	IB	CIS, NEASC	533,700	to 961,400
24	Niva International School	Bangkapi/Bangkok	3 – 18 years	American	WASC	169,000	to 275,000
25	Pan-Asia International School	Prawes/Bangkok	2 – 18 yaers	American, IB	WASC	n/a	
26	Ramkhamhaeng Advent International School	Bangkapi/Bangkok	2 - 18 years	American	WASC	157,500	to 177,500
27	RBIS-Rasami British International School	Phyathai/Bangkok	18 months – 18 years	British	CfBT	225,000	to 490,000
28	Ruamrudee International School	Meenburi/Bangkok	3 – 18 years	American	WASC	401,530	to 737,500
29	Shrewsbury International School	Bang Ko Laem/Bangkok	3 – 18 years	British	CIS	572,400	to 685,400
30	SIAM International School	Thanyaburi/ Pathum Thani	2 - 12 years	American	WASC	n/a	
31	Singapore International School of Bangkok	Wang Thong Lang/Bangkok	2 – 18 years	British, Singapore, IB ^{3/}	CIS	319,800	to 628,500
32	St. Andrews International School Bangkok	Phra Kanong/Bangkok	2 – 18 years	British	CfBT	331,000	to 617,000
33	St. Andrews International School Dusit	Dusit/Bangkok	2 – 11 years	British	CfBT	359,400	to 499,200
34	St. Andrews International School Samakee	Muang/Nonthaburi	2 – 12 years	British	CfBT	601,800	to 601,800
35	St. Andrews International School Sathorn	Bangrak/Bangkok	2 – 11 years	British	CfBT	510,615	to 574,070

	International Schools	District/ Province ^{1/}	Available Levels ^{1/}	Curricula ^{1/}	International Quality Assurance ^{1/}	Rates of Tuition Fees per Year (THB) ^{2/}		
36	St. Andrews International School, Bangna	Bang Na/Bangkok	2 – 18 years	British	CfBT	510,615	to	615,720
37	St. Stephen's International School (Bangkok)	Chatuchak/Bangkok	2 - 18 years	British	CIS, NEASC	342,650	to	589,450
38	Thai-Chinese International School	Bang Phlee/Samutprakarn	3 – 18 years	American	WASC	319,278	to	406,339
39	Thai-Sikh International School	Muang/Samutprakarn	10 – 18 years	British	CIS	213,000	to	231,000
40	Thai-Singapore International School	Muang/Samutprakarn	2 – 11 years	Singapore	CfBT	n/a		
41	The American School of Bangkok	Wattana/Bangkok	2 - 18 years	American	WASC	350,000	to	673,000
42	The Early Learning Centre International School	Wattana/Bangkok	3 – 11 years	Canadian	CIS, WASC	n/a		
43	The Regent's School, Bangkok	Wang Thong Lang/Bangkok	2 - 18 years	British, IB	CIS	359,820	to	668,280
44	Topsy Turvy International School	Klongtoei/Bangkok	2 – 11 years	British	CIS	174,000	to	384,000
45	Traill International School	Hua Mak/Bangkok	3 – 18 years	British	CfBT	298,500	to	465,000
46	Wells International School – On Nut	Phra Kanong/Bangkok	6 -18 years	American, IB	WASC	320,000	to	450,000

Source: ^{1/} ISAT

^{2/} website of each school

^{3/} Singapore International School of Bangkok plans to begin teaching in IBDP for academic year 2020/2012 alongside British Curricula.

Among the considerable number of international schools in Bangkok and the vicinity that have international quality assurances which provide education using a wide variety of international curricula, SISB Public Company Limited prides itself on the academic strength of the Singapore curriculum which focuses on Mathematics and Science, and the trilingual environments of education in English, Chinese and Thai. Singapore International School of Bangkok is the first international school in Thailand to use the Singapore curriculum in providing education. Currently, apart from the international schools of the Group, there are two other international schools: Anglo Singapore International School and Thai-Singapore International School that provide education using the Singapore curriculum with international quality assurance. Therefore, competition in providing education using this curriculum is limited.

In addition to providing quality education using international recognised curricula, the Group focuses on determining appropriate rates of tuition fees to correspond with the competition and economic conditions to ensure that the rates are reasonable. The Group has also expanded its international school business to areas of residence of target customers both in Bangkok, the vicinity and other provinces such as Singapore International School Suvarnabhumi, Singapore International School Chiangmai, Singapore International School Thonburi and Singapore International School Ekkamai. The Company provides complete and diverse teaching materials and facilities to ensure that each of its schools has appropriate learning environments to effectively promote development of the children. Particularly at Singapore International School of Bangkok, students can benefit from full and complete facilities including a modern sports complex with a standard swimming pool, a futsal court, a multi-purpose hall and a performing arts centre. There is also an auditorium of 407 seats equipped with an orchestra pit and a black box. The school also provides dormitory houses and facilities for both Thai and foreign students. These key features of the Group's international schools contributed to the increase in the number of students.

2.7 Environmental Impact

N/A

2.8 Undelivered Work

N/A

3. Risk Factors

Before investing in the ordinary shares of the Company, prospective investors should pay particular attention to the risk factors of the Company. In addition to risk factors disclosed in this document, there may be other possible risks in the future that the Company may not be aware of now, or which are now considered to have negligible impact on business operations of the Company. Investors are advised to use their own judgement in making an investment decision. Key risk factors of the Company including relevant mitigations can be summarised as follows:

3.1 Competition Risks in the International School Business

Thai families have less children and are now becoming smaller. As a result, parents focus more on the quality of education for their children. The ability to use foreign languages has increased in importance in Thai society. This leads to a growing demand of Thai parents for international schools because they need their children to develop expertise in the English language in preparation for higher education abroad or in educational institutions in Thailand that teach international curricula. According to the OPEC, the number of students in international schools in Thailand has

increased. The growth has caused an increased competition in international school business where international schools need to improve their quality of education provision and services including public relations and marketing efforts to attract students and parents.

There are diverse curricula in providing education at international schools (i.e. provision of education using the UK and the US curricula and the IB curriculum). The Group uses the Singapore curriculum in providing education at its international schools. Singapore International School of Bangkok was the first in Thailand to use the Singapore curriculum in providing education with its strength of more focus on academic aspect of education than the western curricula. The curriculum focuses on Mathematics and Sciences with a trilingual learning environment where students are taught in English, Chinese and Thai. Currently, there are only a few other international schools that provide education using the Singapore curriculum.

The international schools of the Group have an established reputation for more than 18 years. Its quality of education has been well recognised among parents through word of mouth. Currently, the Company has increased its public relation efforts to reach its target customers using various channels such as the Company's website, brochures, magazines, online social media and participation in education fairs. The schools also have their Admissions Staff ready to provide information on the school, its curriculum and teaching methods. There are also school tours and short trial courses provided to allow children and parents to experience the actual teaching and learning environment of the school. The Company has also partnered with international companies and organisations which have their branches in Thailand to provide education to staff of these organisations as part of their welfare benefits. In addition, the Company has appointed education agents abroad to provide advice and liaison to facilitate foreign students in making the decision to study in any of the international schools operated by the Group. Singapore International School of Bangkok provides additional dormitory services for students from abroad. The Company also constructed dormitory houses with complete facilities to accommodate students from abroad. In addition, the Company focuses on the importance of ongoing development of its provision of education to meet international standards. International schools of the Group have quality assurance from leading institutions both domestically and internationally. This has led to a continued growth in the number of students of international schools of the Group. The management believes that based on the long-established reputation of the schools, a unique and efficient curriculum and reasonable rates of tuition fees international schools of the Group will continue to gain increased interest of parents.

3.2 Risks of shortage of education personnel

Education personnel including the management team, teachers and their assistants are key to the operations of school business. The Company relies on education personnel that have knowledge and experience in providing education. There is a growing demand for education personnel due to the planned expansion of international school business. Therefore, if the Company cannot retain education personnel on a long-term basis or could not have a timely and sufficient recruitment of education personnel, the business operation and competitiveness of the Company may be affected, and the business expansion plan may not meet the projections.

The Company has never experienced shortage of education personnel. However, the Company recognises the importance of education personnel and focuses on the selection and recruitment of education personnel with the appropriate qualifications by working with the Human Resources Department. It also has the policy of retaining education personnel on a long-term basis by providing reasonable rates of remuneration and welfare incentives to create a sense of loyalty and to promote growth in their career path. In addition, the Company has the policy of carrying out ongoing human resource development initiatives with the aim to enhance knowledge and skills of its staff. Most education

personnel have been with the Company for a long time. Therefore, the Company believes that the policy will help retain key personnel with the Company on a long-term basis and that the Company will be able to recruit education personnel that are sufficient for the implementation of the Company's plans.

3.3 Risks of dependence on key management in business operations

Mr. Yew Hock Koh and Ms. Wilawan Kaewkanokvijit are two major shareholders of the Company and are key management staff members with long experience in the business management of private schools. They have an in-depth understanding about school business and are the key policymakers to determine directions for business management to achieve continued growth. The Company may have the risks of dependence on these two management members. Any change to these two management positions may have an impact on the Company's operations in the future. However, after the offering of shares, Mr. Yew Hock Koh and Ms. Wilawan Kaewkanokvijit will maintain their shareholding in the Company at 32.84 percent and 29.04 percent respectively of the total paid-up registered capital of the Company. In addition, the Company focuses on developing an expert and knowledgeable management team and hiring third party professionals to help with the management.

3.4 Risks from legal requirements and government policies relating to the business of private schools

The Company is the holder of licences to establish private schools in accordance with the Private Schools Act, B.E. 2550 (2007) (the "**Private Schools Act**") and is subject to the supervision of the OPEC, the Office of the Permanent Secretary, Ministry of Education which is a government agency charged with the duties to supervise operations of private school businesses. The Company has the duty to comply with the Private Schools Act and to maintain qualifications of licence holder pursuant to Section 22 (2) which requires that the Company shall have its share capital of Thai partners at least one half of the total number of share capital or interests. In addition, the Company shall comply with other relevant law, acts, notifications and regulations. If in the future the Company could not maintain the required qualifications under the Private Schools Act or any amendment to regulations or issuance of new regulations that are more stringent for private schools, the business operations of the Company may be materially impacted.

The Company recognises these legal risks and has always strictly complied with regulations that are applicable to it. It has also engaged legal advisers to advise on compliance with laws where it considers it necessary. The Company will closely monitor any changes and/or amendments to laws that are applicable to it to ensure that it can correctly comply with these laws, and to be able to devise any mitigation of possible risks and impacts in a timely manner. For the purpose of complying with the requirements of the qualifications under Section 22 (2) of the Private Schools Act, the Company will close its shareholders' register book to determine the number of its shareholders regularly. The Board of Directors approved a measure to monitor the Company's qualifications as the holder of the licences to establish schools and to authorise the Company Secretary to have the duty of monitoring and complying with such measures and report the results to the Board of Directors regularly.

3.5 Risks of having shareholders that hold 25 percent or more shares

As of 31 December 2019, the Company's Chief Executive Director, Mr. Yew Hock Koh and the Director of Admissions, Ms. Wilawan Kaewkanokvijit hold respectively 32.84 percent and 29.04 percent of total issued shares of the Company. This shareholding percentage enables them to exercise veto right to any material resolutions at the general meeting of shareholders for matters that are required under the law or the Company's Articles of Association to be resolved by at least three-quarters of the total number of voting rights of shareholders who are present at the meeting and

who are entitled to vote such as the acquisition or disposal of material assets, the connected transactions, the capital increase or decrease and the amalgamation.

However, the Company has appointed an Audit Committee to have the duty of auditing, reviewing and scrutinising transactions to ensure that there is no possible conflict of interests in the future and to ensure transparency in the dealings of the Company. In addition, there are four Independent Directors (including the Chairman of the Board of Directors) out of seven members of the Board of Directors. This structure of management will create a check and balance for matters that need voting to ensure that the Company has appropriate and most efficient corporate governance.

3.6 Investment risk of securities holders - the risk of the fluctuation of the price of the ordinary shares of the company

The price of the company's securities may be fluctuations, due to many factors, some of which are things that the company cannot control. Such as Changes in economic and social conditions that affect the industry related to the company, The company's operating results which is different from the expectations of investors and analysts, Stock price volatility, Legal changes, Industrial changes, and so on. These factors may cause the market price of the company's ordinary shares to fluctuate and may causes investors to not receive the expected return or losing whole or part of investment.

4. Assets used in business operations

4.1 Details of assets used in business operations

As of 31 December 2019, the Company has the following assets for use in its business operations:

Types/ Characteristics of Assets	Types of Legal Ownership	Net Book Value (THB in Million)
Land – Singapore International School Thonburi At Phasi Chaoren District, Bangkok 1) Existing Land plot - 7 rai 22.9 wa 2) Additional Land plot in 2019 - 8 rai 2 ngag 82.5 wa	Freehold	148.05
Buildings, adjustments and work systems	Freehold	1,105.17
Education materials	Freehold	69.94
	Hire Purchase	9.35
Decorations	Freehold	37.96
Office appliances	Freehold	0.72
Vehicles	Freehold	1.74
Work in progress	Freehold	56.40
Total		1,429.33

Note: The Company as the holder of licences to establish formal education schools is required to comply with Section 25 of the Private Schools Act, B.E. 2550 (2007), as amended in 2011, after the school has become a juristic entity, to transfer ownership in or right of possession of land and any immovable properties attached thereto or the right to lease specified under the application for the licence to the formal education school within 120 days from the date on which the Company has obtained the licence, and shall transfer money and such other assets that are capital to the school.