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Ref. BOD033/2021

30 November 2021

RE: Management Discussion and Analysis for the first six months period ended June 30, 2021

To: President,
The Stock Exchange of Thailand

1. Executive summary

As the government has measures to limit the movement of people during a new wave of Covid-19 pandemic situation especially the Red zone areas which included Don Meuang International airport and Suvarnabhumi airport around end of July 2021. Nok Airlines Public Company Limited (the “Company”) who has main operations at Done Mueang International airport and other airports in Red zone areas need to change operations plan to be in line with government measure. As the Company aware of passenger demand necessity which include but not limit to patient, medical personnel or transportation of medical equipment, the Company has temporary moved base station to be at Utapao International airport for operate to other airports outside Red zone areas and reduce the flights to be suitable for passenger demand which is quite decreased.

This was mainly caused by Covid-19 pandemic which reduced global air transport demand especially for international markets, the limitation of cargo transportation is also decreased while the cargo transport demand is still there. This resulting in more demand for cargo transportation flight, the Company has applied and got approval from the Civil Aviation Authority of Thailand for transportation of cargo in cabin, this also help the Company to make some more revenue.

For the business rehabilitation process, as the Company filed a petition for business rehabilitation with the Central Bankruptcy Court (the “Court”) and the Court has issued an order accepting the petition for business rehabilitation on 20 July 2020. On 15 September 2021, the Court has issued an order approving the resolution of a meeting of creditors on 4 August 2021 resulting in the appointment of the nominated person; Mr. Wutthiphum Jurangkool, Mr. Tai Chong Yih, Mr. Prinya Waiwattana and Mr. Chavalit Uttasart as the plan administrator who shall immediately got the power from the Planners. The 2 of 4 Plan Administrators jointly sign to manage the debtor's property business. The Plan Administrators shall manage the business and assets of the Company and associate companies/subsidiaries including implement according to the rehabilitation plan. The essential of the rehabilitation plan are capital restructuring, creditor repayment and The Success of the Plan. During the business rehabilitation process, the Company realized various problems and trying to resolve, improve, and initiated more projects starting



with the business reform plan as well as suitable reorganizational structure to prepare for services and increase the competitiveness when the COVID-19 situation easing while other actions related to maintain financial liquidity and increase the efficiency of future operations sustainably, including:

1. Workforce related expenses optimization to be in line with the situation and reduced flights, the Company has projects such as golden handshake or staff transfer for more suitable in organization

2. Lease of aircraft cost reduction: the Company has signed a Letter of Intent (LOI) or lease amendment agreement with the lessor to reduce aircraft rental cost which is a major cost of operations

3. Service Enhancement including ensuring that its service is the most efficient. In the meantime, passengers continue to enjoy the flexibility of their flight bookings and flight changes to find more targeted passengers.

4. Other expenses reduction such as negotiate with Trade Payable and service providers for condition flexible and budget effectively management.

5. Revenue increasing during abnormal situation by gain more revenue from cargo transportation instead of passenger transportation which has reduced demand including other revenue to increase cash flow such as negotiate extended or more favorable payment and credit terms with trade creditors in terms of operating costs, accelerate the collection of outstanding trade accounts receivable, use its best efforts to negotiate new revolving working capital lines of credit that would be sufficient to cover the temporary cash shortfall; and disposal of non-core assets of the business such as scrap parts or miscellaneous equipment.

The Company and its subsidiaries reported THB 2,717.94 million net loss while last year reported a net loss of THB 3,750.61 million (27.53%). Loss attributable to owners of the parent amounted to THB 2,717.90 million. Loss per share was THB 0.73 per share compared to last year's loss per share THB 0.58.

The Company and its subsidiaries' total revenue were THB 1,200.91 million, lower than last year's THB 2,166.70 million or 64.3%, mainly due to a decrease in passenger revenue by THB 1,843.09 million (63.1%), a decrease of THB 306.30 million (73.7%) from other services due to travel restrictions of Government. Moreover, other incomes decreased THB 17.30 million. Total expenses totaled THB 3,918.85 million, THB 1,506.18 million (27.8%) lower than the last year, mainly due to the variable operating expenses. However, fixed expenses were still high which was insufficient to offset decreasing revenue. As a result, the operating loss was THB 2,717.94 million, a decrease of THB 1,032.67 million (27.5%) from the previous year.

The Company and its subsidiaries had a decrease production traffic (ASK) by 60.91% while passenger traffic (RPK) decreased by 70.9%. The average Cabin Factor was 58.9% lower than 79.2% of last year's. The numbers of passengers carried totaled 0.67 million, 68.10% down from the previous year.



2. Management's Decision and Analysis of Operating Results for the first six months of 2021

Key Statistics and Business Ratio

	Unit	2020	2021	Change	
				Amount	ร้อยละ
Number of Aircrafts (at the end of period)					
- Boeing 737-800 New Generation	Aircraft	15	14	(1)	(6.67)
- Q400 NextGen	Aircraft	8	8	-	-
- Average Number of Aircraft	Aircraft	23	22	(1)	(4.35)
Available Seat Kilometers: ASK	Mil. Seat-Km	1,761	688.3	(1,072.7)	(60.91)
Revenue Passenger Kilometers: RPK	Mil. Seat-Km	1,394	405.5	(988.5)	(70.91)
No. of Sectors	Flights	17,592	8,837	(8,755)	(49.77)
Cabin Factor	%	79.16	58.92	(20.24)	(25.57)
Passenger Carried	Million	2.1	0.67	(1.43)	(68.10)
Passenger Yield	baht/Seat-Km.	1.98	2.57	0.59	29.80
Revenue per Available Seat Kilometers: RASK	baht/Seat-Km.	1.84	1.73	(0.11)	(5.98)
Cost per Available Seat Kilometers: CASK	baht/Seat-Km.	2.6	3.76	1.16	44.6
Cost per Available Seat Kilometers exclude Fuel: CASK ex-fuel	baht/Seat-Km.	2.08	3.33	1.25	60.10
Average Aircraft Utilization Hours	Operating Hours/Day	5.64	2.19	(3.45)	(61.17)



The Company's Performance

Revenue for the period

Unit : million baht	2020		2021		Change	
	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue
Passenger Revenue	2,919.21	86.68	1,076.11	89.61	(1,843.09)	(63.14)
Service Revenue	415.86	12.35	109.55	9.12	(306.30)	(73.66)
Other Income	32.55	0.97	15.24	1.27	(17.30)	(53.17)
Total Revenue	3,367.61	100.00	1,200.91	100.00	(2,166.70)	(64.34)

Data: Revenue

The Company's revenue was 1,200.91 million baht or decreased by 64.34% from last year. It consists of 1,076.11 million Baht of passenger revenue or 89.61% of total revenue, 109.55 million baht of service revenue or 9.12% of total revenue and 15.24 million baht of other income or 1.27% of total revenue. RASK was reported at 1.73 baht/seat/km, reflecting a reduction of 5.98% from the same period in 2020 while the ASK reduced by 60.91% to 688.3 million seat-km.

Passenger revenue: In the first six-month period of the year 2021, passenger revenue was 1,076.11 million baht, a reduction of 63.14% from last year. This was mainly caused by a new wave of Covid-19 pandemic at the end of the year and the third wave in April 2021 which reduced air transport demand for markets. Cabin factor declined from 79.16% to 58.92% or by 25.57% points. Flight movements reduced by 49.77% from 17,592 to only 8,837 achieved last year. The aircraft utilization reduced from 5.64 hours/day to 2.19 hours or a reduction of 61.17%.

Service revenue: In the first six-month period of the year 2021, service revenue was 109.55 million baht, a reduction of 73.66% from last year. This corresponds to the reduction in the decline in air passenger carried which results in the decline in checked luggage fee and the restriction on the sale of inflight meals. The Company attempted to expand service revenue opportunities by offering NOK Premium Seat, NOK Happy Seats, Priority boarding, NOK First and air cargo services, etc. to improve on ancillary income.

Other income: In the first six-month period of the year 2021, other income was 15.24 million baht, a reduction of 53.17% from last year, which was impacted by the reduction in passenger revenue.



Expenses for the period

Unit : million baht	2020		2021		Change	
	Amount	Percent (%) to total expense	Amount	Percent (%) to total expense	Amount	Percent (%) to total expense
Cost of passenger and services	4,053.04	74.71	2,314.24	59.05	(1,738.81)	(42.90)
Selling expenses	24.42	0.45	1.93	0.05	(22.50)	(92.12)
Administrative expenses	713.61	13.15	1,060.78	27.07	347.17	48.65
Financial Costs	387.16	7.14	547.17	13.96	160.00	41.33
Expected credit losses	246.80	4.55	(5.25)	(0.13)	(252.05)	(102.13)
Total Expenses	5,425.03	100.00	3,918.85	100.00	(1,506.18)	(27.76)

Data: Cost & Expenses

The Company's expense was 3,918.85 million baht or a decrease of 27.76% from last year. It consists of 2,314.24 million Baht of Cost of passenger and services or 59.05% of total expense, 1.93 million baht of Selling expenses or 0.05% of total expense, 1,060.78 million baht of administrative expenses or 27.07% of total expense, 547.17 million baht of Financial Costs or 13.96% of total expense and 5.25 million baht of Financial Costs or 0.13% of total expense. The CASK increased from 2.6 to 3.76 baht/seat-km, representing an increase of 44.6%. Ex-fuel CASK increased from 2.08 to 3.33 baht/seat-km, an increase of 60.10%

Transportation and service costs: In the first six-month period of the year 2021, Transportation and service costs was 2,314.24 million baht, a reduction of 42.90% from last year as a result of reduced flight operations and cheaper fuel cost. The Company's fuel cost was 296.79 million baht, a decline of 67.72% from the same period in 2020. The fuel cost/ASK reduced from 0.52 baht/seat-km to 0.43 baht/seat-km.

Selling and Administrative costs: In the first six-month period of the year 2021, Selling and Administrative costs was 1,062.71 million baht, an increase of 43.99% from last year as a result of loss on exchange rate from 299.74 million baht to 915.65 million baht, an increase of 205.48% from last year.

Financial costs: In the first six-month period of the year 2021, Financial costs was 547.17 million baht. an increase of 41.33% from last year as a result of interest short-term loan from shareholder from 79.64 million baht to 202.32 million baht, an increase of 154.04% from last year.

Expected credit losses: In the first six-month period of the year 2021, expected credit losses (Reverse) was 5.25 million baht, a decrease of 102.13% from last year. This significant decrease is due to reversing of allowance for doubtful and short-term loans.



Profit (Loss) for the period

Unit : million baht	2020		2021		Change	
	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue
Profit (Loss) for the period	(3,750.61)	(111.37)	(2,717.94)	(226.32)	1,032.67	27.53
Total comprehensive income (loss) for the period	(3,750.61)	(111.37)	(2,717.94)	(226.32)	1,032.67	27.53
Profit (Loss) for the periods attributable to equity holders of the Company	(2,469.30)	(0.73)	(2,717.90)	(2.26)	(248.60)	10.07
Basic Earnings per Share (baht)	(0.69)		(0.73)		(0.04)	

Given the on-going outbreak of a new wave Covid-19 pandemic and other aforementioned factors, the Company reported a decline in earning and expense from last year. However, operating expenses were still high which was insufficient to offset decreasing revenue. This results in a total loss of 2,717.94 million baht which is lower than the last year's loss of 3,750.61 million Bath. Furthermore, the Company reported the loss from the periods attributable to equity holders of the Company 2,717.94 million baht, an increase of 2,469.30 million baht from last year.



3. Financial Position and Liquidity

Unit : Million baht	Consolidated Financial Statement			
	As at 31 Dec 2020	As at 30 Jun 2021	Change	Percent (%)
Total Assets	17,894.92	17,520.14	(374.78)	(2.09)
Total Liabilities	25,897.08	28,240.24	2,343.16	9.05
Total Owners of the Parent	(7,000.52)	(9,718.42)	(2,717.90)	38.82
Non-Controlling Interests	(1,001.64)	(1,001.68)	(0.04)	0.00
Total Shareholders' Equity	(8,002.16)	(10,720.10)	(2,717.94)	33.97

Assets

As at 30 June 2021, the Company and its subsidiaries had total assets of 17,520.14 million baht or decreased by 2.09% from year-end 2020. Total assets can be divided into current assets of 2,331.00 million baht and non-current assets of 15,189.15 million baht, accounting for 13.30% and 86.70% of Total Assets respectively.

Total Current Assets: As at 30 June 2021, the Company and its subsidiaries had total current assets of 2,331.00 million baht or decreased by 9.74% from as of 31 December 2020. It was attributable to the decreasing in Cash and cash equivalents 437.52 million baht or decreased by 31.13%.

Total Non-Current Assets: As at 30 June 2021, the Company and its subsidiaries had total non-current assets of 15,189.15 million baht or an decrease of 0.80% from as at 31 December 2020. It was attributable to the increase in Maintenance reserve in the amount of 808.17 million baht, but the amortized of Right-of-use assets decreased by 926.27 million baht.

Liabilities and Shareholder's Equities

Total liabilities: As at 30 June 2021, the Company and its subsidiaries had total liabilities of 28,240.24 million baht or increased by 9.05% from as of 31 December 2020. It was attributable to the increasing in Trade and other current payables 1,529.37 million baht, Provisions for aircraft maintenance as plan and Provisions for aircraft return condition and long-term aircraft maintenance 778.82 million baht.

Shareholder's equities: As at 30 June 2021, the Company and its subsidiaries had negative shareholder's equities of 10,720.10 million baht or a change of 33.97% from the deficit as at 31 December 2020. It composed of a negative 9,718.42 million baht to the parent company and negative 1,001.68 million baht to non-controlling interests.



Liquidity

Unit : Million baht	Consolidated Financial Statement			
	As at 31 Dec 2020	As at 30 Jun 2021	Change	Percent (%)
Net cash provided by (used in) operating activities	(199.29)	(151.12)	48.17	(24.17)
Net cash provided by (used in) investing activities	20.13	(107.65)	(127.78)	(634.81)
Net cash provided by (used in) financing activities	41.68	(185.46)	(227.14)	(545.01)
Effect from foreign exchange rate in cash and cash equivalents	3.89	6.72	2.83	72.55
Net increase (decrease) in cash and cash equivalents	(133.59)	(437.52)	(303.93)	227.51
Cash and cash equivalents as of 1 January	1,233.79	1,405.56	171.77	13.92
Cash and cash equivalents as of 30 June	1,100.20	968.04	(132.16)	(12.01)

In the first six-month period of the year 2021, the Company and its subsidiaries had net cash flow used in operating activities totaled 151.12 million baht, decreased from 199.29 million baht, or 24.17%. The significant items which highly impacted the cash flow were Trade and other current receivables, VAT, Aircraft Maintenance Reserve and Aircraft Maintenance paid.

Net cash flows used in investing activities was 107.65 million baht, or a negative change by 20.13 million baht, or 634.81% mainly due to cash paid for certificate of deposit.

Net cash flows used in financing activities was 185.46 million baht, or a negative change by 41.68 million baht, or 545.01% mainly due to Cash paid for lease liabilities in whole amount.

Moreover, the Company and its subsidiaries gained benefit from the effect from foreign exchange rate in cash and cash equivalents in amount of 6.72 million baht.

Nevertheless, as at 30 June 2021, net cash and cash equivalents decreased by 437.52 million baht.

Contingent Liabilities

As of June 30, 2021, the Company and its subsidiaries had contingent liabilities arising from obligations that are not presented in the financial statements from the letter of guarantee issued by local and foreign banks and commitments for acquisition of aircrafts to be paid in the future (Details are in the notes to the financial statements No. 23).



4. Financial Ratios

Financial Ratios	Unit	Consolidated Financial Statement	
		2020	2021
Liquidity Ratio			
Average Collection Period	Day	27.28	84.35
Average Sales Period	Day	8.78	17.14
Advance Ticket Sales Period	Time	18.56	18.37
Payment Period	Day	389.14	800.47
Cash Cycle	Day	(371.64)	(717.35)
Profitability Ratio			
Operating Loss before Fuel Margin	%	(33.79%)	(201.61%)
Operating Loss Margin	%	(61.09%)	(226.32%)
EBITDAR Margin	%	(20.97%)	(140.22%)
Net Loss Margin	%	(111.37%)	(226.32%)
Return on Equity	%	(35.27%)	(32.51%)
Efficiency Ratio			
Return on Total assets	%	(20.96%)	(15.35%)
Return on Fixed assets	%	(5,586.30%)	(3,110.08%)
Assets Turnover	Time	0.19	0.07
Leverage Ratio			
Net Debt to Equity ratio	Time	(3.70)	(2.91)
Interest Coverage ratio	Time	(0.52)	(1.63)
Dividend Payout Ratio	%	-	-
Basic Loss per Share	Baht	(0.69)	(0.73)
Diluted Loss per share	Baht	(0.69)	(0.73)

GLOSSARY

Average Collection Period = $360 / \text{account receivable turnover}$

Average Sales Period = $360 / \text{inventory turnover}$

Advance Ticket Sales Period = $(\text{advance revenue} / \text{net sale revenue}) * 360$

Payment Period = $360 / \text{account payable turnover}$

Cash Cycle = $\text{average collection period} + \text{average sales period} - \text{average payment period}$

Operating Loss before Fuel Margin = $\text{loss from operation before Fuel} / \text{net sale revenue}$

Operating Loss Margin = $\text{loss from operation} / \text{net sale revenue}$

EBITDAR Margin = $(\text{loss from operation} + \text{Aircraft Operating Lease} + \text{Charter Flight Expense}) / \text{net sale revenue}$



Net Loss Margin = net profit/ total revenue

Return on Equity = net profit/ average shareholders' equity

Return on Total assets = net profit / average total assets

Return on Fixed assets = (net profit + depreciation and amortization) / average net fixed assets

Assets Turnover = total revenue / average total assets

Net Debt to Equity ratio = total liabilities / total shareholders' equity

Interest Coverage ratio = (cash flow from operating activities + interest paid from operation + Income tax paid) / interest paid from operation and investment

Dividend Payout Ratio = dividend payment / net profit

Basic Loss per Share = net loss / Weighted average number of ordinary shares outstanding

Diluted Loss per share = net loss / Weighted average number of ordinary shares outstanding (Diluted)

5. Related Party Transactions

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Thai Airways International PCL (“THAI”)</p> <p><u>Nature of business</u> THAI is a full-service airline.</p> <p><u>Relationship</u> THAI is the Company’s shareholder holding 8.91% as of June 30, 2021.</p>	<p>1.Expenditures of the Company</p> <p><u>Maintenance</u> The Company hired THAI to maintain the aircraft leased from an overseas</p> <p>- Aircraft Maintenance Fees</p> <p><u>Ground Handling fee and food expenses for passengers, pilots, and crews.</u> Expenses on Ground handling services in the station, which the service provider agreed with the Company’s on normal ground handling services does not have enough equipment.</p> <p>- Ground handling service expense</p> <p>- Catering expenses for passengers, pilots, crew</p> <p>- Passenger shuttle bus expense</p>	<p>2.01</p> <p>0.3</p> <p>None</p> <p>None</p>	<p>22.2</p> <p>0.5</p> <p>0.1</p> <p>0.1</p>	<p>For Maintenance, THAI is among a few operations in Thailand who possesses the aircraft maintenance permit. Thus, the Company and its subsidiaries use THAI’s service. Beside, the maintenance charge is in accordance with market prices. At presents, the Company and its subsidiaries continue to use the maintenance service, spare pare, as well as maintenance equipment rental from THAI for its’ aircrafts leased from the overseas lessor.</p> <p>Such transactions are necessary for business operation for the Company and its subsidiaries, also the service charge is in accordance with market prices.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>THAI Flight Training Co., Ltd. (“THAI Flight Training”)</p> <p><u>Nature of business</u> THAI Flight Training provides aviation training services.</p> <p><u>Relationship</u> THAI is a shareholder of the company holding 49.0% shares.</p>	<p>1. Service fee - Training fee</p> <p>2. Trade Payable</p>	<p>0.5</p> <p>None</p>	<p>0.7</p> <p>None</p>	<p>Such transaction is necessary for the Company’s business. If the Company operates at its own expense, such expenses would be higher.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Thai Smile Airways Co., Ltd. (“Thai Smile”)</p> <p><u>Nature of business</u></p> <p>Thai Smile is a low-cost airline which is affiliate of THAI. Thai Smile offers a new alternative for customer who is looking for a short-haul low-cost flight.</p> <p><u>Relationship</u></p> <p>THAI is a shareholder of the company and has the authority to control Thai Smile by holding all shares.</p>	<p>1. Expenditures of the Company</p> <p>1.1 Air fare</p> <p>The Company uses air transportation service of Thai Smile under the Passenger Transfer Agreement.</p> <p>- Air fare</p> <p>2. Revenues</p> <p>2.1 Passenger revenues</p> <p>The Company provides and air transportation service to Thai Smile Airways Company Limited under the Passenger Transfer Agreement.</p> <p>- Passenger revenues</p> <p>- Services Revenues</p> <p>3. Trade Receivable</p> <p>4. Trade Payable</p>	<p>0.1</p> <p>0.01</p> <p>None</p> <p>0.1</p> <p>0.2</p>	<p>None</p> <p>2.2</p> <p>0.01</p> <p>0.1</p> <p>0.2</p>	<p>The Company has entered into Passenger Transfer Agreement with Thai Smile to transfer passengers between airline in case of flight cancellation or delay at the price agreed in advance.</p> <p>The Company has entered into Passenger Transfer Agreement with Thai Smile to transfer passengers between airline in case of light cancellation or delay at the price agreed in advance.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Flight Training (Thailand) Co., Ltd. (former name: Pan Am International Flight Training Center (Thailand) Co., Ltd.) (“Flight Training”)</p> <p><u>Nature of business</u> Flight Training is the international flight training center for comprehensive flight and aviation training center in Thailand</p> <p><u>Relationship</u> 15% of shares were held by the Company.</p>	<p>1. Expenditures of the Company</p> <p>1.1 Training fee The Company sent its pilots and co-pilots to be trained at Flight Training. - Training fee</p> <p>2. Revenues</p> <p>The Company sent its pilots and co-pilots to co-training in the flight simulator training at Flight Training. - Service revenues</p> <p>3. Trade Payable</p>	<p>7.0</p> <p>0.02</p> <p>1.3</p>	<p>6.4</p> <p>None</p> <p>1.2</p>	<p>The Company has entered into an agreement with Flight Training for its pilot and co-pilot training, which saved the expenses on overseas training.</p> <p>The Company agreed to provide pilots and co-pilots to support flight simulator training for Flight Training’s license renewal. The Company received the fees at the agreed rate and in accordance with the market rate.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Haad Thip Public Company Limited (“Haad Thip”)</p> <p><u>Nature of business</u> Manufacturing and distribution of soft drinks.</p> <p><u>Relationship</u> Spouse of Nok Air’s director, Mr. Apichart Chirabandhu, is a director of Haad Thip.</p>	<p>1. Expenditures of the Company - Food and Drinks</p> <p>2. Revenues - Passenger revenues</p> <p>3. Trade Receivable</p>	<p>None</p> <p>0.01</p> <p>None</p>	<p>None</p> <p>0.4</p> <p>0.15</p>	<p>The Company offers passengers to buy food and beverages from Haad Thip within given budget in case of flight delay. Price of food and beverages are based on market rate.</p> <p>The Company sells tickets to Haad Thip according to the market prices.</p>
<p>AIRA Advisory Company Limited. (“AIRA Advisory”)</p> <p><u>Nature of business</u> AIRA Advisory provided financial management advice.</p> <p><u>Relationship</u> Some Company’s shareholders were shareholder in the AIRA Group.</p>	<p>1. Expenditures of the Company - Financial advisory fee</p> <p>2. Other account payable</p>	<p>0.04</p> <p>7.0</p>	<p>3.3</p> <p>7.0</p>	<p>The Company engaged AIRA Advisory as its financial advisor and financial system developer to ensure more efficiency. Its service rate was in line with market prices.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Siam City Law Offices DR Limited (“Siam City DR”)</p> <p><u>Nature of business</u> Siam City DR offers legal, accounting and tax services.</p> <p><u>Relationship</u> Mr. Chavalit Uttasart, the Company’s director, was a director of Siam City DR.</p>	<p>1. Expenditures of the Company - Legal advisory fee</p> <p>2. Other account payable</p>	<p>0.5</p> <p>0.01</p>	<p>0.07</p> <p>0.01</p>	<p>The Company entered into an agreement with Siam City DR for legal advice. This was a necessary transaction for the Company’s business operations. The service rate was in line with market prices.</p>
<p>Siam City Law Offices GP Limited (“Siam City GP”)</p> <p><u>Nature of business</u> Siam City GP offers legal, accounting and tax services.</p> <p><u>Relationship</u> Mr. Chavalit Uttasart, the Company’s director, was a director of Siam City GP.</p>	<p>1. Expenditures of the Company - Legal advisory fee</p> <p>2. Other account payable</p>	<p>0.5</p> <p>0.6</p>	<p>0.4</p> <p>0.6</p>	<p>The Company entered into an agreement with Siam City GP for legal advice. This was a necessary transaction for the Company’s business operations. The service rate was in line with market prices.</p>

Individual / Juristic Person with a Potential Conflict of Interest / Relationship	Transaction	Transaction Value (Million Baht)		Necessity / Rationality of the Transaction Opinion of the Audit Committee
		2021	2020	
<p>Jmax Corporation Co., Ltd. (“Jmax”)</p> <p><u>Nature of business</u> Jmax provided real estate management and rental services.</p> <p><u>Relationship</u> The Company’s director, Mr. Wutthiphum Jurangkool, was a director of Jmax</p>	<p>1. Revenues - Passenger revenues</p> <p>2. Trade receivable</p>	<p>None</p> <p>None</p>	<p>0.01</p> <p>None</p>	<p>The Company sells tickets to Jmax according to the market prices.</p>
<p>Major Shareholder - Hatairatn jurangkool (“Mrs. Hatairatn jurangkool”)</p> <p><u>Nature of business</u> Mrs. Hatairatn Jurangkool was a major shareholder of the Company.</p> <p><u>Relationship</u> Mrs. Hatairatn Jurangkool was a major shareholder, holding 26.38% of shares as of June 30st, 2021</p>	<p>1. Expenditures of the Company - Interest expense</p> <p>2. Short-term borrowings from as shareholder</p>	<p>202.3</p> <p>2,720</p>	<p>79.6</p> <p>2,720</p>	<p>The Company borrowed money from Mrs. Hatairatn Jurangkool to use in operations with interest rate based on market rates.</p>