



Ref. BOD001/2566

10 February 2023

RE: Management Discussion and Analysis for the first six months period ended June 30, 2022

To: President,
The Stock Exchange of Thailand

1. Executive summary

In the first six-month period of the year 2022, Nok Airlines Public Company Limited (the “Company”) operated and continuously provided full service on domestic routes to support the opening country of the Government's policy to restore the country's economy and to enhance tourism potential including full support for travel after opening the country. The Company has service enhancement to increase passenger reliability and satisfactory.

The global economy in the first six-month period of the year 2022 has been still suffering from the effects of many years of pandemic; moreover, the global economy has been experiencing yet another major negative shock from Russia's invasion of Ukraine including energy price has climbed sharply while China's zero-COVID policy. These happenings effected the hard time for economic recovery amid heightened uncertainties. However, the world aviation industry in the first six-month period of the year 2022, many countries reopened their countries for international travelers making the improvement in air travel resulting the increase in demand tendency for international passenger. Thai economy, the tourism and service sectors were the main influences for the domestic economic recovery after the easing measures from the Government, Thailand announced to open a country by abolishing the quarantine and registration of the Thailand Pass system for Thai people and foreign tourists to facilitate. In addition, the COVID-19 situation in Thailand tends to be stable while the number of new infections decreased. The Thai economy would continue to expand and had a high chance of recovery than expected from increasing domestic demand and the return of foreign tourists more than previously estimated. However, the effect from the increase on fuel price which affected airline costs, and this might be a vulnerability for the recovery airline industry.

The Company and its subsidiaries reported THB 3,225.25 million net loss while last year reported a net loss of THB 2,717.94 million 18.67%. Loss attributable to owners of the parent amounted to THB 3,225.21 million. Loss per share was THB 0.86 per share compared to last year's loss per share THB 0.73.



The Company and its subsidiaries' total revenue were THB 2,498.28 million, lower than last year's THB 1,296.99 million or 108%, mainly due to an increase in passenger revenue by THB 1,172.47 million or 108.95% resulting from the additional traffic production, other services revenue by 125.64 million or 114.68% from increasing customer airlines and other incomes decreased THB 1.12 million. Total expenses totaled THB 5,723.53 million, THB 1,804.68 million 46.05% due to higher production and traffic causing higher variable operating expenses, especially higher fuel price by 30%. However, other operating expenses efficient cost controlling program. As a result, the operating loss was THB 3,225.25 million, a increase of THB 507.31 million 18.67% from the previous year.

The Company and its subsidiaries had an increase production traffic (ASK) by 108.48% while passenger traffic (RPK) increased by 154.75%. The average Cabin Factor was 79.82% Higher than 58.92% of last year's. The numbers of passengers carried totaled 1.71 million, 155.22% up from the previous year.

**2. Management's Decision and Analysis of Operating Results for the first six months of 2022**

Key Statistics and Business Ratio

	Unit	2021	2022	Change	
				Amount	ร้อยละ
Number of Aircrafts (at the end of period)					
- Boeing 737-800 New Generation	Aircraft	14	14	-	-
- Q400 NextGen	Aircraft	8	3	(0.5)	(62.50)
- Average Number of Aircraft	Aircraft	22	17	(0.5)	(22.70)
Available Seat Kilometers: ASK	Mil. Seat-Km	688.3	1,435	747	108.48
Revenue Passenger Kilometers: RPK	Mil. Seat-Km	405.5	1,033	628	154.75
No. of Sectors	Flights	8,837	14,212	5,375	60.82
Cabin Factor	%	58.92	79.82	20.90	35.47
Passenger Carried	Million	0.67	1.71	1.04	155.22
Passenger Yield	baht/Seat-Km.	2.57	2.17	(0.40)	(15.56)
Revenue per Available Seat Kilometers: RASK	baht/Seat-Km.	1.73	1.73	-	-
Cost per Available Seat Kilometers: CASK	baht/Seat-Km.	3.76	2.78	(0.98)	(26.06)
Cost per Available Seat Kilometers exclude Fuel: CASK ex-fuel	baht/Seat-Km.	3.33	1.78	(1.46)	(43.84)
Average Aircraft Utilization Hours	Operating Hours/Day	2.19	2.19	-	-



The Company's Performance

Revenue for the period

Unit : million baht	2021		2022		Change	
	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue
Passenger Revenue	1,076.11	89.61	2,248.59	90.02	1,172.47	108.95
Service Revenue	109.55	9.12	235.19	9.42	125.64	114.68
Other Income	15.24	1.27	14.22	0.57	1.12	(7.37)
Total Revenue	1,200.91	100.00	2,497.90	100.00	1,296.99	108.00

Data: Revenue

The Company's revenue was 2,497.90 million baht or increased by 108.00% from last year. It consists of 2,248.59 million Baht of passenger revenue or 90.02% of total revenue, 235.19 million baht of service revenue or 9.42% of total revenue and 14.22 million baht of other income or 0.57 % of total revenue. The RASK was reported at 1.73 baht/seat/km nearly the same period in 2021 and ASK reduced by 108.48% to 1,435 million seat-km.

Passenger revenue: In the first six-month period of the year 2022, passenger revenue was 2,248.59 million baht, an increase of 108.95% from last year. Due to increasing passenger from the previous year which is still unable to fly normally. Cabin factors increase from 58.92% to 79.16% or by 20.90 points. Flight movements increase by 60.82% from 8,837 to only 14,212 achieved last year.

Service revenue: In the first six-month period of the year 2022, service revenue was 235.19 million baht, an increase of 114.68% from last year. This corresponds to the increase in passenger and flight were high, especially 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 2022, other income was 14.22 million baht, a reduction of 7.37% from last year, which was impacted by the reduction in insurance revenue since the company changed the reservation system which initially no sales.



Expenses for the period

Unit : million baht	2021		2022		Change	
	Amount	Percent (%) to total expense	Amount	Percent (%) to total expense	Amount	Percent (%) to total expense
Cost of passenger and services	2,314.24	59.05	4,037.36	70.54	1,723.13	74.46
Selling expenses	1.93	0.05	16.37	0.29	14.45	750.23
Administrative expenses	1,060.78	27.07	1,262.68	22.06	201.90	19.03
Financial Costs	547.17	13.96	430.37	7.52	(116.80)	(21.35)
Expected credit losses (Reverse)	(5.25)	(0.13)	(23.25)	(0.41)	(17.99)	342.51
Total Expenses	3,918.85	100.00	5,723.53	100.00	1,804.68	46.05

Data: Cost & Expenses

The Company's expense was 5,723.53 million baht or an increase of 46.05% from last year. It consists of 4,037.36 million Baht of Cost of passenger and services or 70.54% of total expense, 16.37 million baht of Selling expenses or 0.29% of total expense, 1,262.68 million baht of Administrative expenses or 22.06 % of total expense, 430.37 million baht of Financial Costs or 7.52% of total expense and 23.25 million baht of Expected credit losses (Reverse) or 0.41% of total expense. The CASK decreased from 3.76 to 2.78 baht/seat-km, representing a decrease of 26.06%. Ex-fuel CASK increased from 3.33 to 1.78 baht/seat-km, a decrease of 43.84%

Transportation and service costs: In the first six-month period of the year 2022, Transportation and service costs was 4,037.36 million baht, an increase of 74.46% from last year as a result of increase flight and higher fuel cost. The Company's fuel cost was 1,297.70 million baht, an increase of 101.94% from the same period in 2021. The fuel cost/ASK increased from 0.90 baht/seat-km to 0.93 baht/seat-km.

Selling and Administrative costs: In the first six-month period of the year 2022, Selling and Administrative costs was 1,279.05 million baht, an increase of 20.39% from last year as a result of loss on exchange rate from 1,152.03 million baht to 1,482.79 million baht, an increase of 22.31% from last year.

Financial costs: In the first six-month period of the year 2022, Financial costs was 430.37 million baht. a decrease of 21.35% from last year as a result of decreasing in interest expense from shareholder loan 105.02 million baht since reduction rate.

Expected credit losses: In the first six-month period of the year 2022, expected credit losses (Reverse) was 23.25 million baht, an increase of 342.51% from last year. This significant increase is due to reversing of allowance for doubtful.



Profit (Loss) for the period

Unit : million baht	2021		2022		Change	
	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue	Amount	Percent (%) to total revenue
Profit (Loss) for the period	(2,717.94)	(226.32)	(3,225.25)	(129.12)	507.31	18.67
Total comprehensive income (loss) for the period	(2,717.94)	(226.32)	(3,225.25)	(129.12)	507.31	18.67
Profit (Loss) for the periods attributable to equity holders of the Company	(2,717.90)	(2.26)	(3,225.21)	(1.29)	507.31	18.67
Basic Earnings per Share (baht)	(0.73)		(0.86)		(0.14)	

In the first six-month period of the year 2022, The Company and its subsidiaries reported an increase in operating revenue from last year. However, operating expenses were still high which was insufficient to offset increasing revenue. This results in a total loss of 3,225.25 million baht which is Higher than the last year's loss of 2,717.94 million Bath or 18.67%. Furthermore, the Company reported the loss from the periods attributable to equity holders of the Company 3,225.21 million baht, an increase of 2,717.90 million baht from last year.



3. Financial Position and Liquidity

Unit : Million baht	Consolidated Financial Statement			
	As at 31 Dec 2021	As at 30 Jun 2022	Change	Percent (%)
Total Assets	12,249.72	12,205.39	(44.33)	(0.36)
Total Liabilities	21,651.34	24,832.26	3,180.92	14.69
Total Owners of the Parent	(8,399.91)	(11,625.12)	(3,225.21)	38.40
Non-Controlling Interests	(1,001.71)	(1,001.75)	(0.04)	0.00
Total Shareholders' Equity	(9,401.62)	(12,626.87)	(3,225.25)	34.31

Assets

As at 30 June 2022, the Company and its subsidiaries had total assets of 12,205.39 million baht or decreased by 0.36 % from year-end 2021. Total assets can be divided into current assets of 1,916.11 million baht and non-current assets of 10,289.28 million baht, accounting for 16 % and 84% of Total Assets respectively.

Total Current Assets: As at 30 June 2022, the Company and its subsidiaries had total current assets of 1,916.11 million baht or decreased by 6.43% from as of 31 December 2021. It was attributable to the decreasing in Cash and cash equivalents 182.65 million baht or decreased by 18.10%.

Total Non-Current Assets: As at 30 June 2022, the Company and its subsidiaries had total non-current assets of 10,289.28 million baht or an decrease of 0.86 % from as of 31 December 2021. It was attributable to the increase in Maintenance reserve in the amount of 482.16 million baht, but the amortized of Right-of-use assets decreased by 344.97 million baht.

Liabilities and Shareholder's Equities

Total liabilities: As at 30 June 2022, the Company and its subsidiaries had total liabilities of 24,832.26 million baht or increased by 14.69% from as of 31 December 2021. It was attributable to the increasing in Trade and other current payables 608.53 million baht, Provisions for aircraft maintenance as plan and Provisions for aircraft return condition and long-term aircraft maintenance 1,723.54 million baht.

Shareholder's equities: As at 30 June 2022, the Company and its subsidiaries had negative shareholder's equities of 12,626.87 million baht or a change of 34.31% from the deficit as of 31 December 2021. It composed of a negative 11,625.12 million baht to the parent company and negative 1,001.71 million baht to non-controlling interests.

**Liquidity**

Unit : Million baht	Consolidated Financial Statement			
	As at 30 Jun 2021	As at 30 Jun 2022	Change	Percent (%)
Net cash provided by (used in) operating activities	(151.12)	(175.61)	24.49	(16.20)
Net cash provided by (used in) investing activities	(107.65)	249.62	357.28	331.88
Net cash provided by (used in) financing activities	(185.46)	(257.68)	72.21	38.98
Effect from foreign exchange rate in cash and cash equivalents	6.72	1.00	(5.72)	(85.07)
Net increase (decrease) in cash and cash equivalents	(437.52)	(182.65)	(254.87)	(58.25)
Cash and cash equivalents as of 1 January	1,405.56	1,009.17	(396.38)	(28.20)
Cash and cash equivalents as of 30 June	968.04	826.52	(141.52)	(14.62)

In the first six-month period of the year 2022, the Company and its subsidiaries had net cash flow used in operating activities totaled 175.61 million baht, increased from 24.49 million baht, or 16.20%. The significant items which highly impacted the cash flow were Trade and other current receivables, Aircraft Maintenance Reserve and Aircraft Maintenance paid.

Net cash flows provided by investing activities was 249.62 million baht, or a negative change by 357.28 million baht, or 331.88 % mainly due to cash paid for certificate of deposit.

Net cash flows used in financing activities was 257.68 million baht, or a positive change by 72.21 million baht, or 38.98 % mainly due to Cash paid for lease liabilities and interest expense.

Moreover, the Company and its subsidiaries gained benefit from the effect from foreign exchange rate in cash and cash equivalents in amount of 1 million baht.

Nevertheless, as at 30 June 2022, net cash and cash equivalents decreased by 141.52 million baht.

Contingent Liabilities

As of June 30, 2022, 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. 22).



4. Financial Ratios

Financial Ratios	Unit	Consolidated Financial Statement	
		2021	2022
Liquidity Ratio			
Average Collection Period	Day	57.54	45.44
Average Sales Period	Day	24.38	17.34
Advance Ticket Sales Period	Time	18.37	52.47
Payment Period	Day	411.07	267.55
Cash Cycle	Day	(347.52)	(257.23)
Profitability Ratio			
Operating Loss before Fuel Margin	%	(201.61%)	(77.16%)
Operating Loss Margin	%	(226.32%)	(129.10%)
EBITDAR Margin	%	(140.22%)	(111.75%)
Net Loss Margin	%	(226.32%)	(129.10%)
Return on Equity	%	(32.51%)	(32.21%)
Efficiency Ratio			
Return on Total assets	%	(22.19%)	(26.38%)
Return on Fixed assets	%	(4,858.38%)	(8,539.31%)
Assets Turnover	Time	0.10	0.20
Leverage Ratio			
Net Debt to Equity ratio	Time	(2.91)	(2.14)
Interest Coverage ratio	Time	(1.63)	(6.44)
Dividend Payout Ratio	%	-	-
Basic Loss per Share	Baht	(0.73)	(0.86)
Diluted Loss per share	Baht	(0.73)	(0.86)

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 = (loss from operation + Aircraft Operating Lease + Charter Flight Expense) / 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
		2022	2021	
<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>1.09</p> <p>None</p> <p>None</p> <p>None</p>	<p>2.01</p> <p>0.3</p> <p>None</p> <p>None</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
		2022	2021	
	<p><u>Other expenses</u></p> <p>Other services are provided by THAI i.e., training, insurance premium</p> <p>- Other expenses</p> <p>2. Revenues</p> <p><u>Passenger revenues</u></p> <p>The Company provided air transportation service to THAI passengers under the Code Share Agreement and Passenger Transfer Agreement.</p> <p>- Passenger revenues</p> <p>3. Trade Payable</p>	<p>None</p> <p>None</p> <p>35.09</p>	<p>0.1</p> <p>None</p> <p>76.7</p>	<p>The Company and its subsidiaries business conduct and service fees are in accordance with the market</p> <p>The Company has entered into Code Share Agreement with THAI in order to expand its sales channel. In addition, the ticket price is not lower than the price of other passengers. The Passenger Transfer Agreement is executed to transfer passengers between airlines in case of flight cancellation or delay.</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
		2022	2021	
<p>Don Mueang International Airport Hotel Co., Ltd. (“Airport hotel”)</p> <p><u>Nature of business</u> Airport hotel operates hotel under Amari Don Mueang Airport which located nearby</p> <p><u>Relationship</u> THAI is a major shareholder of the company and has the authority to control Airport Hotel by holding 40.0% shares</p>	<p>1. Expenditures of the Company</p> <p>1.1 Accommodation The Company uses the accommodation services of Airport hotel for the provincial employees who travel to Bangkok for company’s training and work. - Accommodation and event expenses</p> <p>2. Trade Payable</p>	<p>0.2</p> <p>0.03</p>	<p>0.3</p> <p>0.1</p>	<p>The Company uses the services of Airport hotel for the provincial employees who travel to Bangkok for company’s training at Don Meuang Airport since it is the hotel that is located near Don Muaeng Airport and has a walkway that leads directly to the terminal and company’s office, which is convenient and travel cost saving. The service fee rates are based on 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
		2022	2021	
<p>THAI Flight Training Co., Ltd. (“THAI Flight Training”) <u>Nature of business</u> THAI Flight Training provides aviation training services. <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>1.36</p> <p>0.3</p>	<p>0.5</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
		2022	2021	
<p>Thai Smile Airways Co., Ltd. (“Thai Smile”)</p> <p><u>Nature of business</u> 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> 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 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 The Company provides and air transportation service to Thai Smile Airways Company Limited under the Passenger Transfer Agreement.</p> <p>- Passenger revenues - Services Revenues</p> <p>3. Trade Receivable</p> <p>4. Trade Payable</p>	<p>None</p> <p>0.05 None</p> <p>0.1</p> <p>0.2</p>	<p>0.1</p> <p>0.01 None</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
		2022	2021	
<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>7.8</p> <p>None</p> <p>3.5</p>	<p>7.0</p> <p>0.02</p> <p>1.3</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
		2022	2021	
<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>0.3</p> <p>None</p>	<p>None</p> <p>0.01</p> <p>None</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>1.0</p>	<p>0.04</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
		2022	2021	
<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>None</p> <p>0.006</p>	<p>0.5</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>None</p> <p>0.4</p>	<p>0.5</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
		2022	2021	
<p>Jmax Corporation Co., Ltd. (“Jmax”) <u>Nature of business</u> Jmax provided real estate management and rental services. <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>None</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”) <u>Nature of business</u> Mrs. Hatairatn Jurangkool was a major shareholder of the Company. <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>56.0</p> <p>2,767</p>	<p>202.3</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>