

Business Online Public Company Limited
and its subsidiaries
Report and consolidated financial statements
31 December 2019

Independent Auditor's Report

To the Shareholders of Business Online Public Company Limited

Opinion

I have audited the accompanying consolidated financial statements of Business Online Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2019, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Business Online Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Business Online Public Company Limited and its subsidiaries and of Business Online Public Company Limited as at 31 December 2019, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond for each matter are described below.

Revenue recognition

As discussed in Note 4.1 of the financial statements regarding the accounting policies on revenue recognition from rendering of services, the Group's revenue represented significant amount in the financial statements. In addition, the Group has numerous types of revenue and enters into service agreements with a large number of customers that contain a variety of conditions, the conditions for recognition of the Group's service revenue are diverse. I therefore gave significant attention to the revenue recognition of the Group.

I have examined the revenue recognition of the Group by assessing and testing the Group's IT system and its internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. I have applied a sampling method to select service agreements to assess whether revenue recognition was consistent with the conditions of the relevant agreement, and whether it was in compliance with the Group's policy. In addition, on a sampling basis, I have examined supporting documents for actual service transactions occurring during the year and near the end of the accounting period. I have also reviewed credit notes that the Group issued after the period-end and performed analytical procedures on disaggregated data to detect possible irregularities in revenue transactions throughout the period.

Other long-term investment

As discussed in Note 14 to the financial statements, the Company has carrying amounts based on cost method in other long-term investment in Ecartstudio Co., Ltd. amounting to Baht 53 million, which is higher than the proportion of the Company's holding in such company of Baht 7 million. In addition, Ecartstudio Co., Ltd. has sustained continuous loss since 2014. The assessment of investment, especially impairment of other long-term investment, requires the significant judgement in estimating the cash inflows that are expected to be generated from such company in the future, and setting an appropriate discount rate and growth rate.

I have assessed the estimated the cash inflows and the financial models selected by management by gaining an understanding of the management's decision-making process and whether the decisions are consistent with the historical data and budget plans from Ecartstudio Co., Ltd. In addition, I tested the significant assumptions applied by management in preparing estimates of the cash flows expected to be realised from such investment in the future, through comparison those assumptions with information from both internal and external sources and a review of the accuracy of past cash flow projections in comparison to actual operating results in order to assess the reliability of the cash flow projections. I have also considered the appropriateness of discount rate selected by management, tested the calculation of the realisable values of other long-term investment using the selected financial model and considered the impact of changes in key assumptions on those realisable values, especially changes in the discount rate and long-term revenue growth rates.

Other Information

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon.

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

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

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

I am responsible for the audit resulting in this independent auditor's report.

Siriwan Nitdamrong
Certified Public Accountant (Thailand) No. 5906

EY Office Limited
Bangkok: 20 February 2020

Business Online Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2019

(Unit: Baht)

	<u>Note</u>	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Assets					
Current assets					
Cash and cash equivalents	7	238,018,691	224,139,934	203,487,086	190,829,243
Short-term investments	8	19,962,111	14,854,878	19,962,111	14,854,878
Trade and other receivables	9	115,874,130	223,912,742	107,581,406	212,689,445
Other current assets		46,207,403	25,931,428	38,819,971	20,158,054
Total current assets		420,062,335	488,838,982	369,850,574	438,531,620
Non-current assets					
Restricted bank deposits	10	14,200,000	14,200,100	14,200,000	14,200,100
Investment in associated company	11	31,214,827	31,843,309	30,000,000	30,000,000
Investment in joint venture	12	14,722,477	-	15,499,550	-
Investment in subsidiaries	13	-	-	31,999,860	30,999,860
Other long-term investments	14	93,655,488	92,555,488	93,655,488	92,555,488
Building improvement and equipment	15	51,558,957	20,335,189	46,482,778	19,714,754
Intangible assets	16	46,462,106	36,358,346	34,215,152	24,357,055
Deferred tax assets	24	9,889,798	7,084,871	9,259,885	7,039,056
Other non-current assets		2,471,484	1,679,763	1,828,706	1,534,191
Total non-current assets		264,175,137	204,057,066	277,141,419	220,400,504
Total assets		684,237,472	692,896,048	646,991,993	658,932,124

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2019

(Unit: Baht)

	Note	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Liabilities and shareholders' equity					
Current liabilities					
Trade and other payables	17	143,627,602	124,005,181	127,800,744	109,508,896
Short-term provisions	18	1,200,000	26,200,000	1,200,000	26,200,000
Income tax payable		329,828	3,374,848	-	1,955,649
Information utilisation fee payable		16,717,585	15,907,959	16,717,585	15,907,959
Other current liabilities		3,284,745	5,362,270	2,808,009	5,035,721
Total current liabilities		165,159,760	174,850,258	148,526,338	158,608,225
Non-current liabilities					
Provision for long-term employee benefits	19	18,136,292	12,804,785	17,786,728	12,587,592
Total non-current liabilities		18,136,292	12,804,785	17,786,728	12,587,592
Total liabilities		183,296,052	187,655,043	166,313,066	171,195,817
Shareholders' equity					
Share capital	20				
Registered					
820,505,500 ordinary shares of Baht 0.10 each		82,050,550	82,050,550	82,050,550	82,050,550
Issued and fully paid up					
820,505,500 ordinary shares of Baht 0.10 each		82,050,550	82,050,550	82,050,550	82,050,550
Share premium		139,271,186	139,271,186	139,271,186	139,271,186
Retained earnings					
Appropriated - statutory reserve	21	8,260,000	8,260,000	8,260,000	8,260,000
Unappropriated		271,880,036	275,659,269	251,097,191	258,154,571
Equity attributable to owners of the Company		(520,352)	-	-	-
Total shareholders' equity		500,941,420	505,241,005	480,678,927	487,736,307
Total liabilities and shareholders' equity		684,237,472	692,896,048	646,991,993	658,932,124

The accompanying notes are an integral part of the financial statements.

Directors

Business Online Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2019

(Unit: Baht)

		<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>Note</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Profit or loss:					
Revenues					
Service income	22	507,984,999	458,906,877	439,374,717	398,393,952
Dividend income		23,275,000	21,437,500	24,275,000	21,437,500
Other income		6,860,367	7,141,032	6,809,985	4,897,840
Total revenues		538,120,366	487,485,409	470,459,702	424,729,292
Expenses					
Costs of services	23	212,944,280	214,992,814	177,339,378	181,559,480
Administrative expenses		173,431,365	155,185,783	145,503,262	130,830,624
Total expenses		386,375,645	370,178,597	322,842,640	312,390,104
Profit before share of profit (loss) from investment in associate and joint venture and income tax expenses					
		151,744,721	117,306,812	147,617,062	112,339,188
Share of profit from investment in associate	11	371,518	256,687	-	-
Share of loss from investment in joint venture	12	(256,721)	-	-	-
Profit before income tax expenses		151,859,518	117,563,499	147,617,062	112,339,188
Income tax expenses	24	(7,947,887)	(13,476,684)	(6,983,578)	(10,702,243)
Profit for the year		143,911,631	104,086,815	140,633,484	101,636,945
Other comprehensive income:					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods</i>					
Share of other comprehensive income of joint venture - exchange differences on translation of financial statements in foreign currency					
	12	(520,352)	-	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods					
		(520,352)	-	-	-
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial loss	19	-	(2,470,737)	-	(2,499,983)
Less: Income tax effect	24	-	494,148	-	499,997
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax					
		-	(1,976,589)	-	(1,999,986)
Other comprehensive income for the year		(520,352)	(1,976,589)	-	(1,999,986)
Total comprehensive income for the year		143,391,279	102,110,226	140,633,484	99,636,959

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the year ended 31 December 2019

(Unit: Baht)

		<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>Note</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Earnings per share	25				
Basic earnings per share					
Profit attributable to equity holders of the Company		<u>0.18</u>	<u>0.13</u>	<u>0.17</u>	<u>0.12</u>
Weighted average number of ordinary shares (shares)		<u>820,505,500</u>	<u>820,505,500</u>	<u>820,505,500</u>	<u>820,505,500</u>

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Cash flow statements

For the year ended 31 December 2019

(Unit: Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Cash flows from operating activities				
Profit before tax	151,859,518	117,563,499	147,617,062	112,339,188
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Allowance for doubtful accounts (reversal)	(7,257,321)	1,727,921	(10,154,517)	1,727,921
Depreciation and amortisation	27,054,458	25,624,175	21,792,364	22,080,758
Allowance for impairment of equipment (reversal)	(1,861,493)	1,861,493	(1,849,601)	1,849,601
Share of profit from investment in associated company	(371,518)	(256,687)	-	-
Share of loss from investment in joint venture	256,721	-	-	-
Provision for employee benefits	5,331,507	1,700,237	5,199,136	1,764,598
Unrealised loss (gain) on exchange	142,687	(106,210)	111,216	2,368
Provisions (reversal)	(25,000,000)	1,200,000	(25,000,000)	1,200,000
Loss on diminution in value of withholding tax refundable	(5,409,123)	-	(5,409,123)	-
Loss (gain) on sales of equipment	1,948,850	(2,177,027)	1,938,225	(2,176,873)
Write off computer software	-	97,562	-	97,562
Dividend income	(23,275,000)	(21,437,500)	(24,275,000)	(21,437,500)
Interest income	(2,856,197)	(2,280,906)	(2,808,312)	(2,236,591)
Profit from operating activities before changes in operating assets and liabilities	120,563,089	123,516,557	107,161,450	115,211,032
Decrease (increase) in operating assets:				
Trade and other receivables	115,296,530	(35,981,367)	115,255,432	(35,197,583)
Other current assets	(14,866,852)	2,085,538	(13,252,794)	4,818,331
Other non-current assets	(791,721)	3,000	(294,515)	3,000
Increase (decrease) in operating liabilities:				
Trade and other payables	20,657,233	11,548,247	19,311,084	13,907,390
Information utilisation fee payable	809,626	1,149,112	809,626	1,149,112
Other current liabilities	(2,121,757)	1,056,162	(2,271,944)	1,157,806
Cash flows from operating activities	239,546,148	103,377,249	226,718,339	101,049,088
Cash paid for employee benefits	-	(2,838,210)	-	(2,838,210)
Cash paid for corporate income tax	(13,797,834)	(14,320,490)	(11,160,056)	(11,789,653)
Net cash from operating activities	225,748,314	86,218,549	215,558,283	86,421,225

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Cash flow statements (continued)

For the year ended 31 December 2019

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Cash flows from investing activities				
Decrease in restricted banks deposits	100	-	100	-
Increase in short-term loans to subsidiary	-	-	-	(2,000,000)
Cash received from repayment of short-term loans from subsidiary	-	-	-	2,000,000
(Increase) decrease in short-term investments	(5,107,233)	93,145,122	(5,107,233)	93,145,122
Cash paid for investment in subsidiary	-	-	(1,000,000)	(15,000,000)
Cash paid for investment in joint venture	(15,499,550)	-	(15,499,550)	-
Cash paid for other long-term investment	(1,100,000)	-	(1,100,000)	-
Cash paid for purchase of building improvement and equipment	(43,352,777)	(16,302,508)	(37,980,582)	(15,827,803)
Cash received from sales of equipment	388,935	2,178,093	387,774	2,177,653
Cash paid for purchase of computer software	(26,690,721)	(10,439,521)	(22,044,753)	(3,380,753)
Dividend received	24,275,000	21,437,500	24,275,000	21,437,500
Interest received	2,863,321	2,469,113	2,815,436	2,424,798
Net cash from (used) in investing activities	(64,222,925)	92,487,799	(55,253,808)	84,976,517
Cash flows from financing activities				
Dividend paid	(147,646,632)	(65,581,322)	(147,646,632)	(65,581,322)
Net cash used in financing activities	(147,646,632)	(65,581,322)	(147,646,632)	(65,581,322)
Net increase in cash and cash equivalents	13,878,757	113,125,026	12,657,843	105,816,420
Cash and cash equivalents at beginning of year	224,139,934	111,014,908	190,829,243	85,012,823
Cash and cash equivalents at end of year	238,018,691	224,139,934	203,487,086	190,829,243
Supplemental cash flow information:				
Non-cash related transactions				
Payables for purchase of assets	836,466	162,689	821,416	162,689
Payables for purchase of intangible assets	55,148	1,914,145	55,148	1,844,327
Increase in dividend payable	44,232	59,118	44,232	59,118

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity
For the year ended 31 December 2019

(Unit: Baht)

Consolidated financial statements						
Equity attributable to owner of the Company						
			Retained earnings		Other components of shareholders' equity	
	Issued and paid up share capital	Share premium	Appropriated - Statutory reserve	Unappropriated	Other comprehensive income - Exchange differences on translation of financial statements in foreign currency	Total shareholders' equity
Note						
Balance as at 1 January 2018	82,050,550	139,271,186	8,260,000	239,189,483	-	468,771,219
Profit for the year	-	-	-	104,086,815	-	104,086,815
Other comprehensive income for the year	-	-	-	(1,976,589)	-	(1,976,589)
Total comprehensive income for the year	-	-	-	102,110,226	-	102,110,226
Dividend paid	-	-	-	(65,640,440)	-	(65,640,440)
Balance as at 31 December 2018	<u>82,050,550</u>	<u>139,271,186</u>	<u>8,260,000</u>	<u>275,659,269</u>	<u>-</u>	<u>505,241,005</u>
Balance as at 1 January 2019	82,050,550	139,271,186	8,260,000	275,659,269	-	505,241,005
Profit for the year	-	-	-	143,911,631	-	143,911,631
Other comprehensive income for the year	-	-	-	-	(520,352)	(520,352)
Total comprehensive income for the year	-	-	-	143,911,631	(520,352)	143,391,279
Dividend paid	-	-	-	(147,690,864)	-	(147,690,864)
Balance as at 31 December 2019	<u>82,050,550</u>	<u>139,271,186</u>	<u>8,260,000</u>	<u>271,880,036</u>	<u>(520,352)</u>	<u>500,941,420</u>

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2019

(Unit: Baht)

		Separate financial statements				
				Retained earnings		
		Issued and paid up		Appropriated - Statutory		Total
Note	share capital	Share premium	reserve	Unappropriated	shareholders' equity	
	Balance as at 1 January 2018	82,050,550	139,271,186	8,260,000	224,158,052	453,739,788
	Profit for the year	-	-	-	101,636,945	101,636,945
	Other comprehensive income for the year	-	-	-	(1,999,986)	(1,999,986)
	Total comprehensive income for the year	-	-	-	99,636,959	99,636,959
29	Dividend paid	-	-	-	(65,640,440)	(65,640,440)
	Balance as at 31 December 2018	<u>82,050,550</u>	<u>139,271,186</u>	<u>8,260,000</u>	<u>258,154,571</u>	<u>487,736,307</u>
	Balance as at 1 January 2019	82,050,550	139,271,186	8,260,000	258,154,571	487,736,307
	Profit for the year	-	-	-	140,633,484	140,633,484
	Other comprehensive income for the year	-	-	-	-	-
	Total comprehensive income for the year	-	-	-	140,633,484	140,633,484
29	Dividend paid	-	-	-	(147,690,864)	(147,690,864)
	Balance as at 31 December 2019	<u>82,050,550</u>	<u>139,271,186</u>	<u>8,260,000</u>	<u>251,097,191</u>	<u>480,678,927</u>

The accompanying notes are an integral part of the financial statements.

Business Online Public Company Limited and its subsidiaries

Notes to consolidated financial statements

For the year ended 31 December 2019

1. General information

Business Online Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its major shareholders are Advanced Research Group Co., Ltd., which is incorporate in Thailand, and Keppel Communications Pte. Ltd., which is incorporated in Singapore. Its principal activity is service provider and developer of local and global financial information system and as an online and offline business information service provider as well as consulting service and database management. The registered office of the Company is at 1023 MS Siam Tower, 28 Floor, Rama III Road, Kwang Chong Nonsi, Khet Yannawa, Bangkok.

2. Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 11 October 2016, issued under the Accounting Act B.E. 2543.

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

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

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of Business Online Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2019</u>	<u>2018</u>
			Percent	Percent
D&B (Thailand) Co., Ltd.	Business information service	Thailand	99.99	99.99
BOL Digital Co., Ltd.	Social business service	Thailand	99.99	99.99

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its return.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Company and its subsidiary companies have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries, joint ventures and associates under the cost method.

3. New financial reporting standards

(a) Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised (revised 2018) and new financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 2019. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards. The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements. However, the new standard involves changes to key principles, which are summarised below:

TFRS 15 Revenue from Contracts with Customers

TFRS 15 supersedes the following accounting standards together with related interpretations.

TAS 11 (revised 2017)	Construction Contracts
TAS 18 (revised 2017)	Revenue
TSIC 31 (revised 2017)	Revenue - Barter Transactions Involving Advertising Services
TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 18 (revised 2017)	Transfers of Assets from Customers

Entities are to apply this standard to all contracts with customers unless those contracts fall within the scope of other standards. The standard establishes a five-step model to account for revenue arising from contracts with customers, with revenue being recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model.

This standard does not have any significant impact on the Group's financial statements.

(b) Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2020

The Federation of Accounting Professions issued a number of new and revised financial reporting standards and interpretations, which are effective for fiscal years beginning on or after 1 January 2020. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards except the following new standards which involve changes to key principles, which are summarised below.

Financial reporting standards related to financial instruments

A set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial Reporting Standards:

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Accounting Standard:

TAS 32 Financial Instruments: Presentation

Financial Reporting Standard Interpretations:

TFRIC 16 Hedges of a Net Investment in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company's business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments. When the TFRSs related to financial instruments are effective, some accounting standards, interpretations and guidance which are currently effective will be cancelled.

The management of the Group expects the adoption of these accounting standards to result in the following adjustments.

- Classification and measurement of investments in equity instruments of non-listed companies - The Group is to measure investments in equity instruments of non-listed companies at fair value and to classify the investments as financial assets at fair value, through either profit or loss or through other comprehensive income. If the Group elects to present subsequent changes in the fair value of the investment through other comprehensive income, the election is irrevocable.
- Recognition of credit losses - The Group is to recognise an allowance for expected credit losses on its financial assets, and it is no longer necessary for a credit-impaired event to have occurred. The Group applies the simplified approach to consider impairment of trade receivables.

The management of the Group is currently evaluating the impact of these standards on the financial statements in the year when they are adopted.

TFRS 16 Leases

TFRS 16 supersedes TAS 17 Leases together with related Interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases, and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is low value.

Accounting by lessors under TFRS 16 is substantially unchanged from TAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles to those used under TAS 17.

The Group plans to adopt TFRS 16 using the modified retrospective method of adoption of which the cumulative effect is recognised as an adjustment to the retained earnings as at 1 January 2020, and the comparative information was not restated.

The management of the Group is currently finalising the impact of these standards on the financial statements in the year when they are adopted.

4. Significant accounting policies

4.1 Revenue recognition

Rendering of services

Revenue from maintenance service and revenue from provision of right to access to the Company's software and online information is recognised on a straight-line basis over the period of the contract.

Service income under long-term contracts is recognised over time when service have been rendered taking into account the stage of completion, measuring based on information provided by the Group's engineers or project managers.

The recognised revenue which is not yet due per the contracts has been presented under the caption of "Accrued income" under Trade and other receivables in the statement of financial position, which is reclassified to trade receivables when the Group's right to consideration is unconditional such as upon completion of services and acceptance by the customer.

The obligation to transfer services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer is presented as "Deferred income" under Trade and other payables in the statement of financial position, which are recognised as revenue when the Company performs under the contract.

Other service revenue is recognised at point in time upon completion of the service.

Interest income

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

Dividends

Dividends are recognised when the right to receive the dividends is established.

4.2 Cash and cash equivalents

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

4.3 Trade accounts receivable

Trade accounts receivable are stated at the net realisable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally based on collection experience and analysis of debt aging.

4.4 Investments

- a) Investments in non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for loss on diminution in value (if any).
- b) Investments in joint ventures and associates are accounted for in the consolidated financial statements using the equity method.
- c) Investments in subsidiaries, joint ventures and associates are accounted for in the separate financial statements using the cost method.

4.5 Building improvement and equipment and depreciation

Building improvement and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any). Depreciation of building improvement and equipment is calculated by reference to their costs, on the straight-line basis over the following estimated useful lives:

	<u>Useful lives</u>
Building improvement	5 - 10 years
Equipment and others	3 - 5 years

Depreciation is included in determining income.

No depreciation is provided on building under improvement and assets under installation.

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

4.6 Intangible assets

Intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

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

	<u>Useful lives</u>
Computer software	3 - 5 and 10 years

4.7 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associated companies and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

4.8 Long-term leases

Leases of equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases is depreciated over the useful life of the assets.

Leases of equipment which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognised as an expense in profit or loss on a straight line basis over the lease term.

In cases where assets are sold and then leased back, whereby the transaction is a kind of finance lease, any excess of sales proceeds over the carrying amount of the assets is recorded as deferred revenue and amortised over the lease term.

4.9 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also and measured using the Company's functional currency.

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

Gains and losses on exchange are included in determining income.

4.10 Impairment of assets

At the end of each reporting period, the Group performs impairment reviews in respect of the building improvement, equipment and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Company could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

In the assessment of asset impairment if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

4.11 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plans

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

Defined benefit plans

The Company and its subsidiaries have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company and its subsidiaries treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognises restructuring-related costs.

4.12 Provisions

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

4.13 Income tax

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

Current tax

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

Deferred tax

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

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

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

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

4.14 Fair value measurement

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

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

- Level 1 Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Significant accounting judgements and estimates

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

Long-term service contracts

The Group recognises service income under long-term contracts taking into account the stage of completion of service contract activities, when the outcome of a service contract can be estimated reliably. The stage of completion is determined based on services performed to date as a percentage of total services to be performed by the project management. The management is required to make judgement and estimate the stage of completion based on past experience and information obtained from the project management.

Estimated project costs for long-term contracts

The Group estimates project costs of long-term contracts based on the nature of the project, taking into account the volume and value of equipment to be used in the project and other expenses to be incurred to complete the service, including the trend of the changes in the costs of the equipment and other expenses. The estimates are reviewed regularly or when actual costs differ significantly from the figures used in the original estimates.

Provision for delay penalty

The management applied judgement in estimating the provision for delay penalty to be realised on each long-term service contract based on the probability of occurrence. The management believed that the provision made would be sufficient as at the end of the reporting period. However, actual results could differ from the estimates.

Allowance for doubtful accounts

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

Impairment of investments

The Group treats investments as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgement of the management.

Deferred tax assets

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

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

6. Related party transactions

During the years, the Company and its subsidiaries had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Million Baht)

	Consolidated		Separate		Pricing policy
	financial statements		financial statements		
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	
<u>Transactions with subsidiaries</u>					
(eliminated from the consolidated financial statements)					
Service income	-	-	10	11	Market price, Mutually agreed prices as stipulated in the agreements
Cost of services	-	-	3	3	Market price, Mutually agreed prices as stipulated in the agreements
<u>Transactions with associated company</u>					
Dividend income	-	-	1	-	At the declared rate

(Unit: Million Baht)

	Consolidated		Separate		Pricing policy
	financial statements		financial statements		
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	
<u>Transactions with related parties</u>					
Service income	38	23	38	23	Market price, Cost plus margin, Mutually agreed prices as stipulated in the agreements
Service fee expenses	19	9	16	8	Market price, Mutually agreed prices as stipulated in the agreements
Cost of services	10	5	6	4	Market price, Mutually agreed prices as stipulated in the agreements
Purchase of equipment	9	2	4	2	Market price
Dividend income	23	21	23	21	At the declared rate

As at 31 December 2019 and 2018, the balances of accounts between the Company and those related companies are as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Trade and other receivables - related parties (Note 9)				
Subsidiaries	-	-	3,240	6,045
Related companies (Common shareholders and/or directors)	7,235	8,404	4,284	4,390
Total trade and other receivables - related parties	7,235	8,404	7,524	10,435
Trade and other payables - related parties (Note 17)				
Parent company	2,341	552	2,341	552
Related companies (Common shareholders and/or directors)	4,443	4,627	8,114	5,171
Amount due to the director	504	-	504	-
Total trade and other payables - related parties	7,288	5,179	10,959	5,723

Amount due to the director was advance payment for purchase computer equipment in which the Company had fully made repayment in January 2020.

Directors and management's benefits

During the years ended 31 December 2019 and 2018, the Company and its subsidiaries had employee benefit expenses payable to their directors and management as below.

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Short-term employee benefits	25.6	21.5	25.6	21.5
Post-employment benefits	0.5	0.3	0.4	0.3
Total	<u>26.1</u>	<u>21.8</u>	<u>26.0</u>	<u>21.8</u>

7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Cash	127	168	97	133
Bank deposits	237,892	223,972	203,390	190,696
Total	<u>238,019</u>	<u>224,140</u>	<u>203,487</u>	<u>190,829</u>

As at 31 December 2019, bank deposits carried interests between 0.10 and 1.45 percent per annum (2018: between 0.10 and 1.45 percent per annum).

8. Short-term investments

As at 31 December 2019 and 2018, short-term investments consisted of the following:

	(Unit: Thousand Baht)	
	Consolidated/Separate	
	financial statements	
	<u>2019</u>	<u>2018</u>
Bill of exchange	19,962	14,855
Total short-term investments	<u>19,962</u>	<u>14,855</u>

As at 31 December 2019, the Company had investment in bill of exchange which carried interest at 5.0 percent per annum and due for redemption within January 2020 (2018: Bill of exchange carried interest at 4.1 percent per annum and due for redemption within March 2019).

9. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Not yet due	3,013	3,409	5,628	5,442
Past due				
Up to 3 months	-	3,164	-	3,164
Total trade receivables - related parties	3,013	6,573	5,628	8,606
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	26,283	29,906	19,781	25,827
Past due				
Up to 3 months	7,976	43,320	7,795	42,488
3 - 6 months	2,345	2,242	2,345	2,242
Total trade receivables - unrelated parties	36,604	75,468	29,921	70,557
Less: Allowance for doubtful debts	(2,345)	-	(2,345)	-
Total trade receivables - unrelated parties - net	34,259	75,468	27,576	70,557
Total trade receivables - net	37,272	82,041	33,204	79,163
<u>Other receivables</u>				
Other receivables - unrelated parties	1	1,051	1	1,051
Accrued income - related parties	4,117	691	1,219	829
Accrued income - unrelated parties	64,434	137,836	61,911	132,859
Prepaid expense - related parties	105	1,140	677	1,000
Prepaid expense - unrelated parties	12,842	13,654	10,569	10,287
Total other receivables	81,499	154,372	74,377	146,026
Less: Allowance for doubtful debts	(2,897)	(12,500)	-	(12,500)
Total other receivables - net	78,602	141,872	74,377	133,526
Total trade and other receivables - net	115,874	223,913	107,581	212,689

10. Restricted banks deposits

As at 31 December 2019, the Company pledged fixed deposits at banks of approximately Baht 14.2 million (2018: Baht 14.2 million) with three banks to secure bank overdrafts and letter of guarantees issued by the banks on behalf of the Company in respect of the purchase of goods and services as required in the ordinary course of business of the Company.

11. Investment in associated company

11.1 Details of associate:

				(Unit: Thousand Baht)				
				Consolidated		Separate		
				financial statements		financial statements		
Company's name	Nature of business	Country of incorporation	Percentage of shareholding		Carrying amount based on equity method		Carrying amount based on cost method	
			<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
			(%)	(%)				
Abiks Development Co., Ltd.	Property Development	Thailand	20	20	31,215	31,843	30,000	30,000

11.2 Share of comprehensive income and dividend received

During the years, the Company has recognised its share of profit from investment in associated company in the consolidated financial statements and dividend income in the separate financial statements as follows:

				(Unit: Thousand Baht)			
				Consolidated		Separate	
				financial statements		financial statements	
				Share of profit from investment in associate during the years		Dividend received during the years	
Company's name				<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Abiks Development Co., Ltd.				372	256	1,000	-

11.3 Summarised financial information about material associate

Summarised information about financial position

	(Unit: Thousand Baht)	
	Abiks Development Co., Ltd.	
	<u>2019</u>	<u>2018</u>
Current assets	39,797	42,557
Non-current assets	116,560	116,847
Current liabilities	(282)	(187)
Net assets	<u>156,075</u>	<u>159,217</u>
Shareholding percentage	20%	20%
Share of net assets	<u>31,215</u>	<u>31,843</u>
Elimination entries	-	-
Carrying amounts of associate based on equity method	<u><u>31,215</u></u>	<u><u>31,843</u></u>

Summarised information about comprehensive income

	(Unit: Thousand Baht)	
	For the years ended	
	31 December	
	<u>2019</u>	<u>2018</u>
Revenue	2,982	2,299
Profit	1,858	1,283

12. Investment in joint venture

12.1 Details of investment in joint venture:

Joint ventures	Nature of business	Shareholding percentage		(Unit: Thousand Baht)			
				Consolidated financial statements		Separate financial statements	
				Carrying amounts based on equity method		Cost	
		<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
		(%)	(%)				
Business Information Co., Ltd.	Provision of services by providing system with making decision tools	50	-	<u>14,722</u>	-	<u>15,500</u>	-

On 17 September 2019, the Company and CRIF S.p.A jointly established Business Information Company Limited ("Joint venture") in Vietnam. Such company has a registered share capital of USD 1 million in which the Company held a 50 percent interest.

12.2 Share of comprehensive income and dividend received

During the year, the Company recognised its share of comprehensive income from investment in the joint venture in the consolidated financial statements and dividend income in the separate financial statements as follows:

Joint ventures	Consolidated financial statements				(Unit: Thousand Baht) Separate financial statements	
	Share of loss from investments in joint venture during the year		Share of other comprehensive income from investments in joint venture during the year		Dividend received during the year	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Business Information Co., Ltd.	(257)	-	(520)	-	-	-

12.3 Summarised financial information about joint venture

Summarised information about financial position

	(Unit: Thousand Baht) <u>2019</u>
Business Information Co., Ltd.	
Cash and cash equivalents	29,389
Other current assets	177
Non-current assets	122
Other current liabilities	(243)
Net assets	<u>29,445</u>
Carrying amounts of joint venture based on equity method	<u>14,722</u>

Summarised information about comprehensive income

	(Unit: Thousand Baht) <u>2019</u>
Business Information Co., Ltd.	
Other income	3
Interest expenses	(31)
Administration expenses	(485)
Profit (loss)	(513)
Other comprehensive income	-
Total comprehensive income	<u>(513)</u>

13. Investment in subsidiaries

Details of investment in subsidiaries as presented in separate financial statements are as follows:

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding percentage		Cost		Dividend received during the years	
	2019	2018	2019	2018	2019	2018	2019	2018
			(%)	(%)				
D&B (Thailand) Co., Ltd.	2,000	1,000	99.99	99.99	2,000	1,000	-	-
BOL Digital Co., Ltd.	30,000	30,000	99.99	99.99	30,000	30,000	-	-
					<u>32,000</u>	<u>31,000</u>	<u>-</u>	<u>-</u>

BOL Digital Company Limited

On 7 May 2018, the meeting of the Company's Board of Directors passed resolutions to approve an increase in the registered share capital of BOL Digital Company Limited ("the subsidiary") from Baht 15 million (1,500,000 ordinary shares of Baht 10) to Baht 30 million (3,000,000 ordinary shares of Baht 10) through the issuance of 1,500,000 new ordinary shares of Baht 10 each in which the Company will hold 99.99 percent shareholding interest in BOL Digital Company Limited. On 24 May 2018, the Company fully paid for the share subscription. The subsidiary registered the share capital increase with the Ministry of Commerce on 31 May 2018.

D&B (Thailand) Co., Ltd.

On 18 December 2019, the meeting of the Company's Board of Directors passed resolutions to approve an increase in the registered share capital of D&B (Thailand) Co., Ltd. ("the subsidiary") from Baht 1 million (100,000 ordinary shares of Baht 10) to Baht 5 million (500,000 ordinary shares of Baht 10) through the issuance of 400,000 new ordinary shares of Baht 10 each in which the Company will hold 99.99 percent shareholding interest in D&B (Thailand) Co., Ltd. On 7 January 2019, the Company fully paid for the share subscription. The subsidiary registered the share capital increase with the Ministry of Commerce on 8 January 2019.

14. Other long-term investments

		Consolidated/Separate financial statements								
Company's name	business	Relation	Paid up share capital		Shareholding percentage		Cost value		Dividend received during the years	
			<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
			(Thousand Baht)	(Thousand Baht)	(%)	(%)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)
National Credit Bureau Co., Ltd.	Credit information provider	Direct holding	250,000	250,000	12.25	12.25	27,864	27,864	23,275	21,438
Ecartstudio Co., Ltd.	Designing, developing, consulting for Web-Based Applications	Direct holding	14,612	14,612	12.08	12.08	52,941	52,941	-	-
Peer Power Co., Ltd.	Fintech business	Direct holding	14,900	14,000	10.00	10.00	12,470	11,750	-	-
AI Lab Co., Ltd.	Artificial Intelligence Technology	Direct holding	2,000	-	19.00	-	380	-	-	-
							<u>93,655</u>	<u>92,555</u>	<u>23,275</u>	<u>21,438</u>

Ecartstudio Co., Ltd.

On 13 December 2018, the Extraordinary General Meeting of the shareholders of Ecartstudio Co., Ltd. had passed a resolution to approve an increase in the registered share capital from Baht 12.94 million (1,294,223 ordinary shares of Baht 10 each) to Baht 14.61 million (1,461,219 ordinary shares of Baht 10 each) through the issuance of 166,996 new ordinary shares of Baht 10 each.

However, the Company did not make additional investment in the ordinary shares of such company which resulted in the decrease in percentage of shareholding in Ecartstudio Co., Ltd. from 13.64 percent to 12.08 percent.

As at 31 December 2019, the Company has carrying amounts based on cost method of investment in Ecartstudio Co., Ltd. amounting to Baht 53 million, which is higher than the proportion of the Company's holding in such company of Baht 7 million. The Company's management considered that this company is in the early stage and the recoverable amount is higher than the carrying amount. Therefore, the Company had not recorded allowance for impairment of investment in Ecartstudio Co., Ltd.

Peer Power Company Limited

On 21 May 2019, the meeting of the Extraordinary General Meeting of the shareholders of Peer Power Company Limited had passed a resolution to approve an increase in registered share capital from Baht 14.0 million (1,400,000 ordinary shares of Baht 10 each) to Baht 14.9 million (1,490,000 ordinary shares of Baht 10 each) through the issuance of 90,000 new ordinary shares of Baht 10 each. The Company made additional investment in the 9,000 newly issued ordinary shares of such company, totaling Baht 0.72 million in which the Company holds 10 percent shareholding interest in Peer Power Company Limited. The Company paid for the share subscription on 23 May 2019.

On 17 December 2019, the Company's Board of Directors Meeting No.6/2019 passed a resolution to approve an additional investment in Peer Power Company Limited. The Company made additional investment by purchasing ordinary shares from existing shareholder of 43,700 ordinary shares at a price of Baht 140 per share, totaling Baht 6.1 million which resulted in the increase in percentage of shareholding in Peer Power Company Limited from 10 percent to 12.9 percent. The Company paid for the share subscription on 21 January 2020.

AI Lab Co., Ltd.

On 2 April 2019, the Board of Directors Meeting of the Company passed a resolution to approve an investment in AI Lab Co., Ltd. to support the Company's business expansion in Artificial Intelligence Technology. The new company registered the establishment with Ministry of Commerce on 3 April 2019 with the registered share capital of Baht 2 million (200,000 ordinary shares of Baht 10 each). The Company holds 19 percent shareholding interest in AI Lab Co., Ltd. and paid for the share subscription totaling Baht 0.38 million on 15 May 2019.

15. Building improvement and equipment

(Unit: Thousand Baht)

Consolidated financial statements						
	Building improvement	Office equipment	Computer and equipment	Vehicle	Assets under installation	Total
Cost:						
1 January 2018	20,607	14,692	97,078	14,641	-	147,018
Additions	43	653	3,193	10,091	346	14,326
Disposals	-	(9)	(48)	(10,357)	-	(10,414)
31 December 2018	20,650	15,336	100,223	14,375	346	150,930
Additions	1,782	3,630	18,116	-	20,497	44,025
Disposals	(20,577)	(8,862)	(34,654)	-	-	(64,093)
Transfer in (out)	11,535	-	-	-	(11,535)	-
31 December 2019	13,390	10,104	83,685	14,375	9,308	130,862
Accumulated depreciation:						
1 January 2018	20,095	9,896	86,593	11,110	-	127,694
Depreciation for the year	300	1,337	7,213	2,603	-	11,453
Depreciation on disposals	-	(9)	(47)	(10,357)	-	(10,413)
31 December 2018	20,395	11,224	93,759	3,356	-	128,734
Depreciation for the year	262	1,271	7,919	2,874	-	12,326
Depreciation on disposals	(20,354)	(6,760)	(34,643)	-	-	(61,757)
31 December 2019	303	5,735	67,035	6,230	-	79,303
Allowance for impairment loss:						
1 January 2018	-	-	-	-	-	-
Increase during the year	-	1,815	46	-	-	1,861
31 December 2018	-	1,815	46	-	-	1,861
Decrease during the year	-	(1,815)	(46)	-	-	(1,861)
31 December 2019	-	-	-	-	-	-
Net book value:						
31 December 2018	255	2,297	6,418	11,019	346	20,335
31 December 2019	13,087	4,369	16,650	8,145	9,308	51,559
Depreciation for the year						
2018 (Baht 7.2 million included in services cost, and the remaining balance in administrative expenses)						11,453
2019 (Baht 7.8 million included in services cost, and the remaining balance in administrative expenses)						12,326

(Unit: Thousand Baht)

Separate financial statements						
	Building improvement	Office equipment	Computer and equipment	Vehicle	Assets under installation	Total
Cost:						
1 January 2018	20,534	14,354	93,374	14,641	-	142,903
Additions	43	640	2,901	10,091	290	13,965
Disposals	-	(9)	(46)	(10,357)	-	(10,412)
31 December 2018	20,577	14,985	96,229	14,375	290	146,456
Additions	1,782	3,198	16,526	-	17,132	38,638
Disposals	(20,577)	(8,832)	(34,644)	-	-	(64,053)
Transfer in (out)	8,115	-	-	-	(8,115)	-
31 December 2019	9,897	9,351	78,111	14,375	9,307	121,041
Accumulated depreciation:						
1 January 2018	20,022	9,676	83,442	11,110	-	124,250
Depreciation for the year	300	1,365	6,785	2,603	-	11,053
Depreciation on disposals	-	(9)	(46)	(10,357)	-	(10,412)
31 December 2018	20,322	11,032	90,181	3,356	-	124,891
Depreciation for the year	211	1,229	7,081	2,874	-	11,395
Depreciation on disposals	(20,354)	(6,740)	(34,634)	-	-	(61,728)
31 December 2019	179	5,521	62,628	6,230	-	74,558
Allowance for impairment loss:						
1 January 2018	-	-	-	-	-	-
Increase during the year	-	1,806	44	-	-	1,850
31 December 2018	-	1,806	44	-	-	1,850
Decrease during the year	-	(1,806)	(44)	-	-	(1,850)
31 December 2019	-	-	-	-	-	-
Net book value:						
31 December 2018	255	2,147	6,004	11,019	290	19,715
31 December 2019	9,718	3,830	15,483	8,145	9,307	46,483
Depreciation for the year						
2018 (Baht 6.8 million included in services cost, and the remaining balance in administrative expenses)						11,053
2019 (Baht 7.1 million included in services cost, and the remaining balance in administrative expenses)						11,395

As at 31 December 2019, certain equipment items have been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 57.28 million (the Company only: Baht 56.89 million) (2018: Baht 109.04 million and the Company only: Baht 109.00 million).

16. Intangible assets

The net book value of intangible assets as at 31 December 2019 and 2018 is presented below.

(Unit: Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	Software		Total	Software		Total
	Computer software	under development		Computer software	under development	
31 December 2019						
Cost	150,976	11,071	162,047	129,534	10,970	140,504
Less: Accumulated amortisation	(115,585)	-	(115,585)	(106,289)	-	(106,289)
Net book value	<u>35,391</u>	<u>11,071</u>	<u>46,462</u>	<u>23,245</u>	<u>10,970</u>	<u>34,215</u>
31 December 2018						
Cost	135,627	1,588	137,215	119,004	1,245	120,249
Less: Accumulated amortisation	(100,857)	-	(100,857)	(95,892)	-	(95,892)
Net book value	<u>34,770</u>	<u>1,588</u>	<u>36,358</u>	<u>23,112</u>	<u>1,245</u>	<u>24,357</u>

A reconciliation of the net book value of intangible assets for the years 2019 and 2018 is presented below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
	Net book value at beginning of year	36,358	38,274	24,357
Acquisition of computer software	15,349	10,765	10,530	3,980
Acquisition of computer software under development	9,483	1,588	9,725	1,245
Write-off - net book value	-	(98)	-	(98)
Amortisation charged for the year	(14,728)	(14,171)	(10,397)	(11,028)
Net book value at end of year	<u>46,462</u>	<u>36,358</u>	<u>34,215</u>	<u>24,357</u>

17. Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2019	2018	2019	2018
Trade payables - related parties	351	963	2,997	893
Trade payables - unrelated parties	10,361	7,271	5,375	1,322
Accrued cost - related parties	345	355	345	355
Accrued cost - unrelated parties	19,985	15,142	18,707	14,250
Accrued expenses - related parties	4,067	-	4,062	-
Accrued expenses - unrelated parties	29,148	25,143	26,555	22,755
Other payables - related parties	2,352	2,852	2,352	2,035
Other payables - unrelated parties	1,250	2,090	717	1,922
Deferred income - related parties	173	1,009	1,203	2,440
Deferred income - unrelated parties	75,596	69,180	65,488	63,537
Total trade and other payables	143,628	124,005	127,801	109,509

18. Short-term provisions

(Unit: Thousand Baht)

	Consolidated/ Separate financial statements		
	Provision for penalty delay	Decommissioning	Total
1 January 2018	25,000	-	25,000
Increase during the year	-	1,200	1,200
31 December 2018	25,000	1,200	26,200
Increase during the year	22,564	-	22,564
Decrease during the year	(47,564)	-	(47,564)
31 December 2019	-	1,200	1,200

19. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Provision for long-term employee				
benefits at beginning of year	12,805	11,472	12,588	11,161
Included in profit or loss:				
Current service cost	1,415	1,430	1,357	1,498
Interest cost	436	270	429	267
Past service cost	3,480	-	3,413	-
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	-	(1,314)	-	(1,285)
Financial assumptions changes	-	72	-	72
Experience adjustments	-	3,713	-	3,713
Benefits paid during the year	-	(2,838)	-	(2,838)
Provision for long-term employee				
benefits at end of year	<u>18,136</u>	<u>12,805</u>	<u>17,787</u>	<u>12,588</u>

As at 31 December 2019, the Group expects not to pay the long-term employee benefits during the next year (2018: Nil).

As at 31 December 2019, the weighted average duration of the liabilities for long-term employee benefit of the Group is 10 years (the Company only: 10 years) (2018: 10 years and the Company only: 10 years).

Significant actuarial assumptions are summarised below.

(Unit: percent per annum)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Discount rate	2.68	2.68	2.68	2.68
Salary increase rate	4.0 - 7.5	4.0 - 7.5	4.0 - 7.5	4.0 - 7.5

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2019 and 2018 are summarised below.

(Unit: Thousand Baht)

	As at 31 December 2019			
	Consolidated		Separate	
	financial statements		financial statements	
	Liability increase (decrease)		Liability increase (decrease)	
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Discount rate	(1,431)	1,624	(1,375)	1,557
Salary increase rate	1,582	(1,424)	1,516	(1,368)

(Unit: Thousand Baht)

	As at 31 December 2018			
	Consolidated		Separate	
	financial statements		financial statements	
	Liability increase (decrease)		Liability increase (decrease)	
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Discount rate	(1,067)	1,212	(1,031)	1,169
Salary increase rate	1,048	(948)	1,008	(914)

On 5 April 2019, The Labor Protection Act (No. 7) B.E. 2562 was announced in the Royal Gazette. This stipulates additional legal severance pay rates for employees who have worked for an uninterrupted period of twenty years or more, with such employees entitled to receive not less than 400 days' compensation at the latest wage rate. The law was effective from 5 May 2019. This change is considered a post-employment benefits plan amendment and the Group has additional long-term employee benefit liabilities of Baht 3.5 million (The Company only: Baht 3.4 million). The Group reflected the effect of the change by recognising past service costs as expenses in the profit or loss for the year 2019.

20. Share capital

On 28 March 2018, the Annual General Meeting of the Company's shareholders No. 1/2018 passed a resolution to approve the reduction of the Company's registered capital from of Baht 82,600,000 (826,000,000 ordinary shares of Baht 0.10 each) to Baht 82,050,550 (820,505,500 ordinary shares of Baht 0.10 each) by cancelling the remaining 5,494,500 ordinary shares at a par value of Baht 0.10 each from the exercise of the warrants, amounting to Baht 549,500. The Company registered the share capital decrease with the Ministry of Commerce on 5 April 2018.

21. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net income after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

22. Service income

Service income of the Group classified by nature of services are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Service income from providing business information by online computer systems	207,714	194,836	208,970	198,150
Service income from providing/ utilising software under the BOI investment promotion privilege	95,148	83,445	86,685	83,445
Other service income	205,123	180,626	143,720	116,799
Total service income	<u>507,985</u>	<u>458,907</u>	<u>439,375</u>	<u>398,394</u>
Timing of revenue recognition:				
Revenue recognised at a point in time	113,533	97,772	42,615	26,381
Revenue recognised over time	394,452	361,135	396,760	372,013
Total service income	<u>507,985</u>	<u>458,907</u>	<u>439,375</u>	<u>398,394</u>

Revenue to be recognised for the remaining performance obligations

As at 31 December 2019, revenue aggregating to Baht 127.2 million is expected to be recognised in the future relating to performance obligations that are unsatisfied (or partially unsatisfied) of contracts with customers. The Group expects to satisfy the performance obligations within 2 - 5 years.

23. Expenses by nature

Significant expenses by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Costs of database management system	103,334	104,058	70,694	71,458
Cost of projects	53,323	51,532	53,323	51,532
Salaries and wages and other employee benefits	116,996	110,228	97,818	96,141
Directors' remuneration and consultant fee	15,204	13,761	15,204	13,761
Depreciation	12,326	11,453	11,395	11,053
Amortisation expenses	14,728	14,171	10,397	11,028
Rental expenses from operating lease agreements	10,741	10,406	8,894	10,415
Marketing expenses	8,067	17,211	7,065	14,722
Electricity charges	4,207	3,672	4,074	3,672

24. Income tax

Income tax expenses for the years ended 31 December 2019 and 2018 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Current income tax:				
Current income tax charge	10,209	13,439	8,830	10,645
Adjustments in respect of income tax of previous year	544	-	375	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(2,805)	38	(2,221)	57
Income tax expense reported in the profit or loss	<u>7,948</u>	<u>13,477</u>	<u>6,984</u>	<u>10,702</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2019 and 2018 are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Deferred tax relating to actuarial loss	-	(494)	-	(500)

The reconciliation between accounting profit and income tax expenses is shown below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2019	2018	2019	2018
Accounting profit before tax	151,860	117,563	147,617	112,339
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by applicable tax rate	30,372	23,513	29,523	22,468
Adjustments in respect of income tax of previous year	544	-	375	-
Effects of:				
Promotional privileges (Note 26)	(10,189)	(8,086)	(10,189)	(8,086)
Utilisation of tax loss carried forward	(272)	-	-	-
Unrecognised tax losses	-	1,912	-	-
Income not subject to tax	(4,855)	(4,288)	(4,855)	(4,288)
Non-deductible expenses	1,332	1,384	745	1,344
Additional expense deductions allowed	(8,705)	(899)	(8,615)	(810)
Recognition of deferred tax assets of previous year	(392)	-	-	-
Others	113	(59)	-	74
Total	(22,968)	(10,036)	(22,914)	(11,766)
Income tax expenses reported in the profit or loss	7,948	13,477	6,984	10,702

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2019	2018	2019	2018
Deferred tax assets				
Allowance for share reduction of investment	4,152	4,152	4,152	4,152
Allowance for doubtful accounts	1,550	-	1,550	-
Accumulated amortisation - software	561	-	-	-
Allowance for impairment of equipment	-	372	-	370
Provision for long-term employee benefits	3,627	2,561	3,558	2,517
Total	9,890	7,085	9,260	7,039

As at 31 December 2019, a subsidiary has unused tax losses totaling Baht 12.78 million (2018: Baht 14.14 million), on which deferred tax assets have not been recognised.

25. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

26. Promotional privileges

The Company and a subsidiary have been granted promotional privileges under the Investment Promotion Act B.E. 2520 by the Board of Investment under certain significant conditions. Significant privileges of the Company and the subsidiary are as follows:

Details	The Company	BOL Digital Co., Ltd. (the subsidiary)
Certificate No.	2423(7)/2556	60-0193-1-00-2-0
Date	9 October 2013	14 February 2017
1. Promotional privileges for	Software	Software
2. The significant privileges are:		
2.1 Exemption from corporate income tax on net income from promoted operations (commencing as from the date of first earning operating income). Furthermore, accumulated losses incurred during the corporate income tax exemption period, the Company is allowed to utilise the losses as a deduction against net income for a period of 5 years after the expiry of the tax exemption period, whether from any one year or from several years.	8 years (will expire on 15 December 2022)	5 years (will expire on 31 March 2023)
2.2 Exemption from income tax on dividends paid from the income of the promoted operations for which corporate income tax is exempted, throughout the corporate income tax exemption.	Granted	Granted
2.3 Exemption from import duty on imported machinery for use in production as approved by the Board.	Throughout the period of promoted	Throughout the period of promoted
3. Date of first earning operating income	16 December 2014 (effective date of the first agreement)	1 April 2018 (effective date of the first agreement)

The Company and the subsidiary's operating revenues for the years ended 31 December 2019 and 2018, dividend between promoted and non-promoted operations, are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Promoted operations	95,148	83,445	86,685	83,445
Non-promoted operations	412,837	375,462	352,690	314,949
Total service income	<u>507,985</u>	<u>458,907</u>	<u>439,375</u>	<u>398,394</u>

27. Financial information by segment

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

The Company and its subsidiaries are principally engaged in an online and offline information service provider and developer of financial news and other information services their operations are carried on only in Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues and operating profits as presented in the comprehensive income statements and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

Major customers

In 2019 and 2018, the Group has no major customer with revenue of 10 percent or more of its consolidated revenue.

28. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 3 percent of basic salary. The fund, which is managed by BBL Asset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2019 amounting to approximately Baht 2.6 million (the Company only: Baht 2.2 million) (2018: Baht 2.2 million and the Company only: Baht 2.1 million) were recognised as expenses.

29. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht per share)
Final dividends for 2017	Annual General Meeting of the shareholders on 28 March 2018	65.64	0.08
Total dividends paid in 2018		65.64	0.08
Final dividends for 2018	Annual General Meeting of the shareholders on 2 April 2019	98.46	0.12
Interim dividends in respect of the profit for the period from 1 January 2019 to 30 June 2019	Board of Directors' meeting on 6 August 2019	49.23	0.06
Total dividends paid in 2019		147.69	0.18

30. Commitments and contingent liabilities

As at 31 December 2019 and 2018, the Group has commitments and contingent liabilities other than these disclosed in other notes to financial statements as follows:

30.1 Service agreements

The Company has entered into agreement with a government enterprise to obtain the right to operate an online business information service and on 23 April 2012, the Company extended the agreement for 5 years with the government enterprise (2017 - 2020) to obtain the right to operate an online business information service. The agreement will be terminated in December 2020. In addition, the Company signed in the memorandum of understanding of the cooperation of business information service which the term of such memorandum is 15 years (2021 - 2035). The Company has to pay the fee at the fixed rate of service income or minimum guarantee for per year as specified in the agreements and such memorandum in order to continue the project.

During the year 2015, D&B (Thailand) Co., Ltd., a subsidiary company, entered into an agreement with an overseas company to obtain the trademark license to provide services to customers. The subsidiary company is liable to pay a fee as specified in the agreement. The agreement is for the period of 5 years.

In addition, the Group entered into service agreements related to cost of providing services with other companies.

As at 31 December 2019 and 2018, the future payments under these service agreements are due as follows:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Payable:				
In up to 1 year	50.81	52.28	29.54	25.56
In over 1 and up to 5 years	73.71	88.84	73.32	65.98
In over 5 years	170.47	177.00	170.47	177.00

30.2 Operating lease commitments

The Group has entered into lease agreements in respect of office rental space. The terms of the agreements are generally between 1 and 3 years.

As at 31 December 2019 and 2018, the future minimum lease payments required under these non-cancellable operating leases contracts were as follows.

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Payable:				
In up to 1 year	4.13	4.18	3.18	3.90
In over 1 and up to 3 years	4.39	-	3.38	-

30.3 Capital expenditure agreement

As at 31 December 2019, the Company has outstanding commitments under the agreements for development of the computer system and has other capital expenditure of Baht 5.72 million (2018: Nil).

30.4 License agreements

The Company has entered into an agreement with a related company and an overseas company granting the Company for the rights to utilise software applications to another related company. Under the agreement, the Company is obliged to pay a fee at a certain percentage of revenues earned from the use of such service as stipulated in the agreement. The agreement does not stipulate a definite term.

30.5 Uncalled portion of investment

The Company has outstanding commitment in respect of uncalled portion of investment in subsidiary of Baht 3 million.

30.6 Bank guarantees

The Company had outstanding bank guarantees of approximately Baht 45.41 million of certain performance bonds as required in the normal course of business to guarantee contractual performance (2018: Baht 40.66 million).

30.7 Other commitment

30.7.1 On 1 September 2017, the Company entered into a consortium agreement with two juristic persons, one of which is a related company, to jointly form “L B E Consortium”, which will engage in Collateral Appraisal Management System (CAMS) and Geographic Information System (GIS) with a commercial bank in Thailand. Subsequently in September 2018, L B E Consortium entered into an agreement with such commercial bank. The agreement is effective from the date that the agreement is signed and will terminate when L B E Consortium fully discharges its responsibilities in accordance with agreement entered into with the bank. The Company is obliged to comply with conditions and responsible for its own expenses related to the project as stated in the term of reference in the agreement.

30.7.2 Investment in Mind AI

On 17 December 2019, the Company’s Board of Directors Meeting No.6/2012 passed a solution to approve an investment in Mind AI (Artificial Intelligence) of USD 0.5 million.

31. Financial instruments

31.1 Financial risk management

The Group’s financial instruments, as defined under Thai Accounting Standard No.107 “Financial Instruments: Disclosure and Presentations”, principally comprise cash and cash equivalents, trade accounts receivable, short-term investments and investments. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade and other receivables. The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Group does not have high concentrations of credit risk since it has a large customer base and the major customers are almost financial institutes, state enterprises and government unit. The maximum exposure to credit risk is limited to the carrying amounts of receivables and other receivables as stated in the statement of financial position.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its cash at banks. However, since most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

Significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2019

	Fixed interest rates within 1 year	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
Financial assets					
Cash and cash equivalent	151.31	61.47	25.23	238.01	0.10 - 1.45
Short-term investments	19.96	-	-	19.96	5
Trade and other receivables	-	-	115.87	115.87	-
Deposits at banks with restrictions	14.20	-	-	14.20	0.70 - 1.00
	<u>185.47</u>	<u>61.47</u>	<u>141.10</u>	<u>388.04</u>	
Financial liabilities					
Trade and other payables	-	-	143.63	143.63	-
	<u>-</u>	<u>-</u>	<u>143.63</u>	<u>143.63</u>	

(Unit: Million Baht)

Separate financial statements as at 31 December 2019

	Fixed interest rates within 1 year	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
Financial assets					
Cash and cash equivalent	151.31	30.15	22.02	203.48	0.10 - 1.45
Short-term investments	19.96	-	-	19.96	5
Trade and other receivables	-	-	107.58	107.58	-
Deposits at banks with restrictions	14.20	-	-	14.20	0.70 - 1.00
	<u>185.47</u>	<u>30.15</u>	<u>129.60</u>	<u>345.22</u>	
Financial liabilities					
Trade and other payables	-	-	127.80	127.80	-
	<u>-</u>	<u>-</u>	<u>127.80</u>	<u>127.80</u>	

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2018

	Fixed interest			Total	Effective interest rate (% per annum)
	rates within 1 year	Floating interest rate	Non- interest bearing		
Financial assets					
Cash and cash equivalent	140.01	79.61	4.52	224.14	0.10 - 1.45
Short-term investments	14.85	-	-	14.85	4.10
Trade and other receivables	-	-	223.91	223.91	-
Deposits at banks with restrictions	14.20	-	-	14.20	1.00
	<u>169.06</u>	<u>79.61</u>	<u>228.43</u>	<u>477.10</u>	
Financial liabilities					
Trade and other payables	-	-	124.01	124.01	-
	<u>-</u>	<u>-</u>	<u>124.01</u>	<u>124.01</u>	

(Unit: Million Baht)

Separate financial statements as at 31 December 2018

	Fixed interest			Total	Effective interest rate (% per annum)
	rates within 1 year	Floating interest rate	Non- interest bearing		
Financial assets					
Cash and cash equivalent	140.01	46.27	4.55	190.83	0.10 - 1.45
Short-term investments	14.85	-	-	14.85	4.10
Trade and other receivables	-	-	212.69	212.69	-
Deposits at banks with restrictions	14.20	-	-	14.20	1.00
	<u>169.06</u>	<u>46.27</u>	<u>217.24</u>	<u>432.57</u>	
Financial liabilities					
Trade and other payables	-	-	109.51	109.51	-
	<u>-</u>	<u>-</u>	<u>109.51</u>	<u>109.51</u>	

Foreign currency risk

The Group's exposure to foreign currency risk arises mainly from purchasing or rendering services transactions that are denominated in foreign currencies. The Group has not entered into any contract in order to protect such foreign currency risk.

The balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements				Average exchange rate	
	Financial assets as at 31 December		Financial liabilities as at 31 December		as at 31 December	
	<u>2019</u> (Million)	<u>2018</u> (Million)	<u>2019</u> (Million)	<u>2018</u> (Million)	<u>2019</u> (Baht per 1 foreign currency unit)	<u>2018</u>
US dollar	1.00	0.86	0.26	0.18	30.1540	32.4498

Foreign currency	Separated financial statements				Average exchange rate	
	Financial assets as at 31 December		Financial liabilities as at 31 December		as at 31 December	
	<u>2019</u> (Million)	<u>2018</u> (Million)	<u>2019</u> (Million)	<u>2018</u> (Million)	<u>2019</u> (Baht per 1 foreign currency unit)	<u>2018</u>
US dollar	0.01	-	0.14	0.01	30.1540	32.4498

31.2 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates closed to the market interest rates, their fair value is not expected to be materially different from the amounts presented in statement of financial position.

32. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2019, the Group's debt-to-equity ratio was 0.37:1 (2018: 0.37:1) and the Company's was 0.35:1 (2018: 0.35:1).

33. Events after the reporting period

On 20 February 2020, the meeting of the Company's Board of Directors approved to propose final dividend payment for 2019 of Baht 0.09 per share, totaling Baht 73.85 million. Thus, including the interim dividend of Baht 0.06 per share, the total dividend payment for 2019 amounted to Baht 0.15 per share. The Company will propose these matters for approval in the Annual General Meeting of the Company's shareholders.

34. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 20 February 2020.