

Business Online Public Company Limited  
and its subsidiaries  
Report and consolidated financial statements  
31 December 2018

## **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 2018, 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 2018, 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 for long-term contracts*

The Company has disclosed its policies on revenue recognition for services provided under long-term contracts, cost estimates for projects under long-term contracts and provision for project delay in Note 4 and Note 5 to the financial statements. I identified revenue recognition and estimation of project cost and relevant expenses to be areas of significant risk in audit. This is because these areas require management to exercise significant judgement to assess the percentage of completion, the probability of delay, and the measurement of possible project delay.

I examined the revenue recognition and provision for project delay under long-term contracts by randomly selecting contracts that the Company made with customers to test of the internal controls relating to the method that management used in estimating the percentage of completion, budget cost and estimated expenses to be incurred from the project delay and the recording of related transactions. I also read the contracts to consider the conditions relating to revenue recognition and inquired of management about the terms of and risks associated with these contracts. In addition, I evaluated the approach that the Company applied in estimating the percentage of completion, total costs throughout the project and provision for project delay by inquiry of the management and project manager on the progress of the project and examined other relevant documents.

### *Other long-term investment*

As discussed in Note 13 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 9 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: 14 February 2019

**Business Online Public Company Limited and its subsidiaries**

**Statement of financial position**

**As at 31 December 2018**

(Unit: Baht)

	Note	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	7	224,139,934	111,014,908	190,829,243	85,012,823
Short-term investments	8	14,854,878	107,892,841	14,854,878	107,892,841
Trade and other receivables	9	223,912,742	189,881,880	212,689,445	179,515,149
Other current assets		25,931,428	28,016,966	20,158,054	24,976,385
<b>Total current assets</b>		<b>488,838,982</b>	<b>436,806,595</b>	<b>438,531,620</b>	<b>397,397,198</b>
<b>Non-current assets</b>					
Restricted bank deposits	10	14,200,100	14,200,100	14,200,100	14,200,100
Investment in associated company	11	31,843,309	31,586,622	30,000,000	30,000,000
Investment in subsidiaries	12	-	-	30,999,860	15,999,860
Other long-term investments	13	92,555,488	92,555,488	92,555,488	92,555,488
Building improvement and equipment	14	20,335,189	19,323,904	19,714,754	18,652,804
Intangible assets	15	36,358,346	38,273,562	24,357,055	30,258,282
Deferred tax assets	23	7,084,871	6,629,387	7,039,056	6,596,227
Other non-current assets		1,679,763	1,682,763	1,534,191	1,537,191
<b>Total non-current assets</b>		<b>204,057,066</b>	<b>204,251,826</b>	<b>220,400,504</b>	<b>209,799,952</b>
<b>Total assets</b>		<b>692,896,048</b>	<b>641,058,421</b>	<b>658,932,124</b>	<b>607,197,150</b>

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 2018**

(Unit: Baht)

	Note	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Trade and other payables	16	109,860,997	103,442,716	97,085,308	87,330,890
Short-term provisions	17	26,200,000	25,000,000	26,200,000	25,000,000
Income tax payable		3,374,848	4,257,318	1,955,649	3,100,227
Information utilisation fee payable		15,907,959	14,758,847	15,907,959	14,758,847
Other current liabilities		19,506,454	13,356,300	17,459,309	12,106,177
<b>Total current liabilities</b>		<b>174,850,258</b>	<b>160,815,181</b>	<b>158,608,225</b>	<b>142,296,141</b>
<b>Non-current liabilities</b>					
Provision for long-term employee benefits	18	12,804,785	11,472,021	12,587,592	11,161,221
<b>Total non-current liabilities</b>		<b>12,804,785</b>	<b>11,472,021</b>	<b>12,587,592</b>	<b>11,161,221</b>
<b>Total liabilities</b>		<b>187,655,043</b>	<b>172,287,202</b>	<b>171,195,817</b>	<b>153,457,362</b>
<b>Shareholders' equity</b>					
Share capital	19				
Registered					
820,505,500 ordinary shares of Baht 0.10 each (2017: 826,000,000 ordinary shares of Baht 0.10 each)		82,050,550	82,600,000	82,050,550	82,600,000
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	19	139,271,186	139,271,186	139,271,186	139,271,186
Retained earnings					
Appropriated - statutory reserve	20	8,260,000	8,260,000	8,260,000	8,260,000
Unappropriated		275,659,269	239,189,483	258,154,571	224,158,052
<b>Total shareholders' equity</b>		<b>505,241,005</b>	<b>468,771,219</b>	<b>487,736,307</b>	<b>453,739,788</b>
<b>Total liabilities and shareholders' equity</b>		<b>692,896,048</b>	<b>641,058,421</b>	<b>658,932,124</b>	<b>607,197,150</b>

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

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Directors

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**Business Online Public Company Limited and its subsidiaries**

**Statement of comprehensive income**

**For the year ended 31 December 2018**

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
<b>Profit or loss:</b>					
<b>Revenues</b>					
Service income	21	458,906,877	414,225,599	398,393,952	354,346,482
Other income		28,578,532	22,291,477	26,335,340	22,257,973
<b>Total revenues</b>		<b>487,485,409</b>	<b>436,517,076</b>	<b>424,729,292</b>	<b>376,604,455</b>
<b>Expenses</b>					
Costs of services	22	214,992,814	213,427,701	181,559,480	174,732,017
Administrative expenses		155,185,783	133,858,611	130,830,624	119,477,021
<b>Total expenses</b>		<b>370,178,597</b>	<b>347,286,312</b>	<b>312,390,104</b>	<b>294,209,038</b>
<b>Profit before share of profit from investment in associate and income tax expenses</b>					
Share of profit from investment in associate	11	256,687	185,443	-	-
<b>Profit before income tax expenses</b>		<b>117,563,499</b>	<b>89,416,207</b>	<b>112,339,188</b>	<b>82,395,417</b>
Income tax expenses	23	(13,476,684)	(12,802,155)	(10,702,243)	(10,586,128)
<b>Profit for the year</b>		<b>104,086,815</b>	<b>76,614,052</b>	<b>101,636,945</b>	<b>71,809,289</b>
<b>Other comprehensive income:</b>					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial loss	18	(2,470,737)	(238,689)	(2,499,983)	(233,960)
Less: Income tax effect	23	494,148	47,738	499,997	46,792
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		(1,976,589)	(190,951)	(1,999,986)	(187,168)
<b>Other comprehensive income for the year</b>		<b>(1,976,589)</b>	<b>(190,951)</b>	<b>(1,999,986)</b>	<b>(187,168)</b>
<b>Total comprehensive income for the year</b>		<b>102,110,226</b>	<b>76,423,101</b>	<b>99,636,959</b>	<b>71,622,121</b>

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 2018

(Unit: Baht)

		<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>Note</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Earnings per share</b>	<b>24</b>				
Basic earnings per share					
Profit attributable to equity holders of the Company		<u>0.13</u>	<u>0.10</u>	<u>0.12</u>	<u>0.09</u>
Weighted average number of ordinary shares (shares)		<u>820,505,500</u>	<u>797,302,029</u>	<u>820,505,500</u>	<u>797,302,029</u>
Diluted earnings per share					
Profit attributable to equity holders of the Company		<u>0.13</u>	<u>0.10</u>	<u>0.12</u>	<u>0.09</u>
Weighted average number of ordinary shares (shares)		<u>820,505,500</u>	<u>802,001,232</u>	<u>820,505,500</u>	<u>802,001,232</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 2018**

(Unit: Baht)

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Cash flows from operating activities</b>				
Profit before tax	117,563,499	89,416,207	112,339,188	82,395,417
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Gain on changes in value of investments	-	(128,904)	-	(128,904)
Allowance for doubtful accounts	1,727,921	10,772,079	1,727,921	10,772,079
Depreciation and amortisation	25,624,175	25,426,496	22,080,758	23,871,018
Allowance for impairment of equipment	1,861,493	-	1,849,601	-
Share of profit from investment in associated company	(256,687)	(185,443)	-	-
Expenses for share-based payment transactions	-	672,207	-	672,207
Provision for employee benefits	1,700,237	1,737,964	1,764,598	1,563,192
Unrealised loss (gain) on exchange	(106,210)	168,952	2,368	-
Provisions	1,200,000	1,834,832	1,200,000	1,834,832
Loss on diminution in value of withholding tax refundable	-	3,049,784	-	3,049,784
Gain on sales of equipment	(2,177,027)	(69,007)	(2,176,873)	(73,004)
Write off computer software	97,562	-	97,562	-
Dividend income	(21,437,500)	(19,600,000)	(21,437,500)	(19,600,000)
Interest income	(2,280,906)	(1,531,450)	(2,236,591)	(1,497,946)
Profit from operating activities before changes in operating assets and liabilities	123,516,557	111,563,717	115,211,032	102,858,675
Decrease (increase) in operating assets:				
Trade and other receivables	(35,981,367)	(8,300,511)	(35,197,583)	(7,853,735)
Other current assets	2,085,538	10,664,918	4,818,331	12,229,591
Other non-current assets	3,000	(4,655)	3,000	63,475
Increase (decrease) in operating liabilities:				
Trade and other payables	6,513,373	(11,095,255)	9,771,182	(15,596,164)
Information utilisation fee payable	1,149,112	17,208	1,149,112	17,208
Other current liabilities	6,091,036	197,284	5,294,014	(240,940)
Cash flows from operating activities	103,377,249	103,042,706	101,049,088	91,478,110
Cash paid for employee benefits	(2,838,210)	-	(2,838,210)	-
Cash paid for corporate income tax	(14,320,490)	(10,518,258)	(11,789,653)	(7,554,559)
<b>Net cash from operating activities</b>	<b>86,218,549</b>	<b>92,524,448</b>	<b>86,421,225</b>	<b>83,923,551</b>

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 2018**

(Unit: Baht)

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Cash flows from investing activities</b>				
Decrease in restricted banks deposits	-	3,000,000	-	3,000,000
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	93,145,122	(67,268,517)	93,145,122	(67,268,517)
Cash paid for investment in subsidiary	-	-	(15,000,000)	(14,999,930)
Cash paid for other long-term investment	-	(11,750,200)	-	(11,750,200)
Cash paid for purchase of building improvement and equipment	(16,302,508)	(8,022,516)	(15,827,803)	(7,370,783)
Cash received from sales of equipment	2,178,093	120,749	2,177,653	119,346
Cash paid for purchase of computer software	(10,439,521)	(6,869,970)	(3,380,753)	(2,390,435)
Dividend received	21,437,500	19,600,000	21,437,500	19,600,000
Interest received	2,469,113	591,611	2,424,798	558,107
<b>Net cash from (used) in investing activities</b>	<u>92,487,799</u>	<u>(70,598,843)</u>	<u>84,976,517</u>	<u>(80,502,412)</u>
<b>Cash flows from financing activities</b>				
Cash received from exercised warrants	-	44,232,563	-	44,232,563
Dividend paid	(65,581,322)	(55,636,452)	(65,581,322)	(55,636,452)
<b>Net cash used in financing activities</b>	<u>(65,581,322)</u>	<u>(11,403,889)</u>	<u>(65,581,322)</u>	<u>(11,403,889)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	113,125,026	10,521,716	105,816,420	(7,982,750)
Cash and cash equivalents at beginning of year	111,014,908	100,493,192	85,012,823	92,995,573
<b>Cash and cash equivalents at end of year</b>	<u>224,139,934</u>	<u>111,014,908</u>	<u>190,829,243</u>	<u>85,012,823</u>
<b>Supplemental cash flow information:</b>				
Non-cash related transactions				
Payables for purchase of assets	162,689	2,138,498	162,689	2,026,148
Payables for purchase of intangible assets	1,914,145	-	1,844,327	-
Increase in dividend payable	59,118	29,631	59,118	29,631

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 2018**

(Unit: Baht)

Consolidated financial statements							
Equity attributable to owner of the Company							
	Note	Issued and paid up share capital	Share premium	Capital reserve for share-based payment transactions	Retained earnings		Total shareholders' equity
					Appropriated - Statutory reserve	Unappropriated	
<b>Balance as at 1 January 2017</b>		79,522,975	91,095,699	5,798,292	8,260,000	218,432,465	403,109,431
Profit for the year		-	-	-	-	76,614,052	76,614,052
Other comprehensive income for the year		-	-	-	-	(190,951)	(190,951)
Total comprehensive income for the year		-	-	-	-	76,423,101	76,423,101
Ordinary share issued from exercised warrants	19	2,527,575	48,175,487	(6,470,499)	-	-	44,232,563
Recognition of expenses against capital reserve for share-based payment transactions	19	-	-	672,207	-	-	672,207
Dividend paid	28	-	-	-	-	(55,666,083)	(55,666,083)
<b>Balance as at 31 December 2017</b>		<u>82,050,550</u>	<u>139,271,186</u>	<u>-</u>	<u>8,260,000</u>	<u>239,189,483</u>	<u>468,771,219</u>
<b>Balance as at 1 January 2018</b>		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	28	-	-	-	-	(65,640,440)	(65,640,440)
<b>Balance as at 31 December 2018</b>		<u>82,050,550</u>	<u>139,271,186</u>	<u>-</u>	<u>8,260,000</u>	<u>275,659,269</u>	<u>505,241,005</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 2018**

(Unit: Baht)

		Separate financial statements					
		Issued and paid up share capital	Share premium	Capital reserve for share-based payment transactions	Retained earnings		Total shareholders' equity
Note					Appropriated - Statutory reserve	Unappropriated	
	<b>Balance as at 1 January 2017</b>	79,522,975	91,095,699	5,798,292	8,260,000	208,202,014	392,878,980
	Profit for the year	-	-	-	-	71,809,289	71,809,289
	Other comprehensive income for the year	-	-	-	-	(187,168)	(187,168)
	Total comprehensive income for the year	-	-	-	-	71,622,121	71,622,121
	Ordinary share issued from exercised warrants	2,527,575	48,175,487	(6,470,499)	-	-	44,232,563
	Recognition of expenses against capital reserve for share-based payment transactions	-	-	672,207	-	-	672,207
	Dividend paid	-	-	-	-	(55,666,083)	(55,666,083)
	<b>Balance as at 31 December 2017</b>	<u>82,050,550</u>	<u>139,271,186</u>	<u>-</u>	<u>8,260,000</u>	<u>224,158,052</u>	<u>453,739,788</u>
	<b>Balance as at 1 January 2018</b>	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
	Dividend paid	-	-	-	-	(65,640,440)	(65,640,440)
	<b>Balance as at 31 December 2018</b>	<u>82,050,550</u>	<u>139,271,186</u>	<u>-</u>	<u>8,260,000</u>	<u>258,154,571</u>	<u>487,736,307</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 2018

#### 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 900/8-10 SVOA Tower, Rama III Road, Kwang Bangpongpan, 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	
			2018 Percent	2017 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 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 Company and its subsidiaries have adopted the revised financial reporting standards and interpretations (revised 2017) and new accounting treatment guidance which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarifications directed towards disclosures in the notes to financial statements. The adoption of these financial reporting standards does not have any significant impact on the Company and its subsidiaries' financial statements.

#### **(b) Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2019**

The Federation of Accounting Professions issued a number of revised and new financial reporting standards and interpretations (revised 2018) including new accounting treatment guidance, 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 management of the Company and its subsidiaries believe that most of the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied. However, the new standard involves changes to key principles, as summarised below.

## **TFRS 15 Revenue from Contracts with Customers**

TFRS 15 supersedes the accounting standards, together with related interpretations as follows:

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.

The management of the Company and its subsidiaries is currently evaluating the impact of this standard to the financial statements in the year when it is adopted.

### **(c) Financial reporting standards related to financial instruments that will become effective for fiscal years beginning on or after 1 January 2020**

During the current year, the Federation of Accounting Professions issued a set of TFRSs related to financial instruments, which 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
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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 Company and its subsidiaries is currently evaluating the impact of these standards to the financial statements in the year when they are adopted.

#### **4. Significant accounting policies**

##### **4.1 Revenue recognition**

###### *Rendering of services*

Revenues from purchases of limited numbers of hours of access to the Company's information services by customers, granting users access to information on juristic persons and business news, are generally recognised on a straight-line basis over the period of usage stipulated in the agreement. This method is used because such revenues are derived from sales made direct to customers rather than through distribution agents and because several types of service are provided to customers simultaneously over a period which has a fixed termination date. The Company therefore believes that there is no material difference between recognising revenue based on a straight-line basis and recognising it on hours actually used.

Service income under long-term contracts is recognised on the basis of percentage of completion. The percentage of completion is determined based on services performed to date as a percentage of total services to be performed.

###### *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 associates are accounted for in the consolidated financial statements using the equity method.
- c) Investments in subsidiaries 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 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:

Useful lives

Computer software	3, 5 and 10 years
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#### **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 Company and its subsidiaries perform 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 Company 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 Equity-settled share-based payment transactions**

The Company recognises share-based payment transactions when services from employees are rendered, based on the fair value of the share options on the grant date. The expenses are recorded over the vesting period, in accordance with the conditions regarding length of service rendered by employees stipulated in the share-based payment plan, together with a corresponding increase in "Capital reserve for share-based payment transactions" in shareholders' equity.

#### **4.12 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 Company recognizes restructuring-related costs.

### **4.13 Provisions**

Provisions are recognised when the Company and its subsidiaries have 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.

### **4.14 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 Company and its subsidiaries recognise 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 Company and its subsidiaries review and reduce 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 Company and its subsidiaries record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

### **4.15 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 Company and its subsidiaries apply 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 Company and its subsidiaries measure 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 Company and its subsidiaries determine 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 Company recognised 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 Company 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 Company 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.

**Equity-settled share-based payment transactions**

In estimation fair value for share-based payment transactions, the management is required to exercise judgement and to apply various assumptions, including the expected life of the share options, share price volatility and dividend yield.

**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>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	
<u>Transactions with subsidiaries</u>					
(eliminated from the consolidated financial statements)					
Service income	-	-	11	10	Market price, Mutually agreed prices as stipulated in the agreements
Cost of services	-	-	3	-	Market price, Mutually agreed prices as stipulated in the agreements
<u>Transactions with related parties</u>					
Service income	44	22	44	22	Market price, Cost plus margin, Mutually agreed prices as stipulated in the agreements
Service fee expenses	9	10	8	8	Market price, Mutually agreed prices as stipulated in the agreements
Cost of services	5	15	4	9	Market price, Mutually agreed prices as stipulated in the agreements
Purchase of equipment	2	2	2	2	Market price

As at 31 December 2018 and 2017, the balances of accounts between the Company and those related companies are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Trade and other receivables - related parties (Note 9)</b>				
Subsidiaries	-	-	6,045	5,659
Related companies (Common shareholders and/or directors)	8,404	6,714	4,390	4,964
<b>Total trade and other receivables - related parties</b>	<b>8,404</b>	<b>6,714</b>	<b>10,435</b>	<b>10,623</b>

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Trade and other payables - related parties (Note 16)</b>				
Parent company	552	629	552	629
Related companies (Common shareholders and/or directors)	<u>6,783</u>	<u>6,891</u>	<u>6,771</u>	<u>3,917</u>
<b>Total trade and other payables - related parties</b>	<u><u>7,335</u></u>	<u><u>7,520</u></u>	<u><u>7,323</u></u>	<u><u>4,546</u></u>

#### Short-term loans to subsidiary

During the year ended 31 December 2018, movements in short-term loans to subsidiary are as follows:

	(Unit: Thousand Baht)			
	Separate financial statements			
	Balance as at	During the year		Balance as at
	31 December	Increase	Decrease	31 December
	<u>2017</u>	<u>2018</u>	<u>2018</u>	<u>2018</u>
<b>Short-term loans to subsidiary company</b>				
BOL Digital Co., Ltd.	-	2,000	(2,000)	-
<b>Total short-term loans to subsidiary company</b>	<u><u>-</u></u>	<u><u>2,000</u></u>	<u><u>(2,000)</u></u>	<u><u>-</u></u>

#### Directors and management's benefits

During the years ended 31 December 2018 and 2017, 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>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Short-term employee benefits	21.5	20.3	21.5	20.3
Post-employment benefits	0.3	0.3	0.3	0.3
Share-based payment	-	0.3	-	0.3
<b>Total</b>	<u><u>21.8</u></u>	<u><u>20.9</u></u>	<u><u>21.8</u></u>	<u><u>20.9</u></u>

## 7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Cash	168	133	133	103
Bank deposits	223,972	110,882	190,696	84,910
Total	<u>224,140</u>	<u>111,015</u>	<u>190,829</u>	<u>85,013</u>

As at 31 December 2018, bank deposits carried interests between 0.10 and 1.45 percent per annum (2017: between 0.10 and 1.10 percent per annum).

## 8. Short-term investments

As at 31 December 2018 and 2017, short-term investments consisted of the following:

	(Unit: Thousand Baht)	
	Consolidated/Separate	
	financial statements	
	<u>2018</u>	<u>2017</u>
Bill of exchange	14,855	14,893
Fixed deposits with financial institution	-	93,000
Total short-term investments	<u>14,855</u>	<u>107,893</u>

As at 31 December 2018, the Company had investment in bill of exchange which carried interest at 4.1 percent per annum and due for redemption within March 2019 (2017: Bill of exchange carried interest at 4.6 percent per annum, and investment in 6 months and 12 months fixed deposits carried interest between 0.9 and 1.4 percent per annum).

## 9. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Not yet due	3,409	3,271	5,442	3,532
Past due				
Up to 3 months	3,164	1,764	3,164	1,764
Total trade receivables - related parties	6,573	5,035	8,606	5,296
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	29,906	21,772	25,827	17,305
Past due				
Up to 3 months	43,320	4,669	42,488	4373
3 - 6 months	2,242	643	2,242	643
6 - 12 months	-	826	-	826
Total trade receivables - unrelated parties	75,468	27,910	70,557	23,147
Less: Allowance for doubtful debts	-	(772)	-	(772)
Total trade receivables - unrelated parties	75,468	27,138	70,557	22,375
Total trade receivables - net	82,041	32,173	79,163	27,671
<u>Other receivables</u>				
Other receivables - related parties	-	-	-	3,495
Other receivables - unrelated parties	1,051	1,293	1,051	1,293
Accrued income - related parties	691	1,525	829	1,678
Accrued income - unrelated parties	137,836	149,475	132,859	147,029
Prepaid expense - related parties	1,140	154	1,000	154
Prepaid expense - unrelated parties	13,654	15,262	10,287	8,195
Total other receivables	154,372	167,709	146,026	161,844
Less: Allowance for doubtful debts	(12,500)	(10,000)	(12,500)	(10,000)
Total other receivables - net	141,872	157,709	133,526	151,844
Total trade and other receivables - net	223,913	189,882	212,689	179,515



### 11.3 Summarised financial information about material associate

#### Summarised information about financial position

	(Unit: Thousand Baht)	
	Abiks Development Co., Ltd.	
	<u>2018</u>	<u>2017</u>
Current assets	42,557	41,204
Non-current assets	116,847	116,864
Current liabilities	(187)	(134)
<b>Net assets</b>	<b>159,217</b>	<b>157,934</b>
Shareholding percentage	20%	20%
<b>Share of net assets</b>	<b>31,843</b>	<b>31,587</b>
Elimination entries	-	-
<b>Carrying amounts of associate based on equity method</b>	<b><u>31,843</u></b>	<b><u>31,587</u></b>

#### Summarised information about comprehensive income

	(Unit: Thousand Baht)	
	For the years ended	
	31 December	
	<u>2018</u>	<u>2017</u>
Revenue	2,299	1,889
Profit	1,283	988

## 12. Investment in subsidiaries

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

Company's name	Paid-up capital		Shareholding percentage		Cost		Dividend received during the years	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
			(%)	(%)				
D&B (Thailand) Co., Ltd.	1,000	1,000	99.99	99.99	1,000	1,000	-	-
BOL Digital Co., Ltd.	30,000	15,000	99.99	99.99	30,000	15,000	-	-
					<u>31,000</u>	<u>16,000</u>	<u>-</u>	<u>-</u>

## BOL Digital Company Limited

On 10 November 2016, the Company's Board of Director's Meeting No. 4/2016 passed a resolution to approve the establishment of a new subsidiary name "BOL Digital Co., Ltd." with registered share capital of Baht 5 million in which the Company holds 99.99 percent interest. The subsidiary is principally engaged in providing specialised social business platform the connects and match business to enhance business opportunity for SMEs and large enterprises domestically and internationally. Moreover, the platform will connect with financial institutions as a funding channels for SMEs seeking to raise their capital. The Company registered the establishment of such new subsidiary with the Ministry of Commerce on 5 January 2017.

On 8 August 2017, the Company's Board of Director's Meeting No. 3/2017 passed a resolution to approve an increase in the registered share capital of BOL Digital Company Limited ("the subsidiary") from Baht 5 million (500,000 ordinary shares of Baht 10) to Baht 15 million (1,500,000 ordinary shares of Baht 10) through the issuance of 1,000,000 new ordinary shares of Baht 10 each in which the Company holds 99.99 percent shareholding interest in BOL Digital Company Limited. The subsidiary registered the share capital increase with the Ministry of Commerce on 8 September 2017.

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.

### 13. 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>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</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	21,438	19,600
Ecartstudio Co., Ltd.	Designing, developing, consulting for Web-Based Applications	Direct holding	14,612	12,942	12.08	13.64	52,941	52,941	-	-
Peer Power Co., Ltd.	Fintech business	Direct holding	14,000	9,440	10.00	10.00	11,750	11,750	-	-
							<u>92,555</u>	<u>92,555</u>	<u>21,438</u>	<u>19,600</u>

### **Ecartstudio Co., Ltd.**

On 10 October 2017, 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 11.76 million (1,176,473 ordinary shares of Baht 10 each) to Baht 12.58 million (1,258,263 ordinary shares of Baht 10 each) through the issuance of 81,790 new ordinary shares of Baht 10 each. Subsequently on 17 November 2017, 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 12.58 million to Baht 12.94 million (1,294,223 ordinary shares of Baht 10 each) through the issuance of 35,960 new ordinary shares of Baht 10 each. 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 15.00 percent to 13.64 percent.

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 2018, 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 9 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 8 August 2017, the Company's Board of Directors Meeting No.3/2018 passed a resolution to approve an investment in 10 percent of shareholding in Peer Power Company Limited. This investment is anticipated to support the Company's business expansion in Fintech business in the future and it is a long-term investment.

Subsequently on 7 September 2017, the Company entered into the investment agreement with the existing shareholders of that company to purchase 140,000 newly issued ordinary shares, totaling Baht 11.75 million. On 21 September 2017, the Company fully paid the share subscription.

## 14. Building improvement and equipment

(Unit: Thousand Baht)

<b>Consolidated financial statements</b>						
	Building improvement	Office equipment	Computer and equipment	Vehicle	Assets under installation	Total
<b>Cost:</b>						
1 January 2017	20,376	10,998	106,197	14,641	342	152,554
Additions	231	771	5,636	-	3,078	9,716
Disposals	-	(497)	(14,755)	-	-	(15,252)
Transfer in (out)	-	3,420	-	-	(3,420)	-
31 December 2017	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
<b>Accumulated depreciation:</b>						
1 January 2017	19,419	9,108	93,393	9,476	-	131,396
Depreciation for the year	676	1,238	7,950	1,634	-	11,498
Depreciation on disposals	-	(450)	(14,750)	-	-	(15,200)
31 December 2017	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
<b>Allowance for impairment loss:</b>						
31 December 2017	-	-	-	-	-	-
Increase during the year	-	1,815	46	-	-	1,861
31 December 2018	-	1,815	46	-	-	1,861
<b>Net book value:</b>						
31 December 2017	512	4,796	10,485	3,531	-	19,324
31 December 2018	255	2,297	6,418	11,019	346	20,335
<b>Depreciation for the year</b>						
2017 (Baht 8.0 million included in services cost, and the remaining balance in administrative expenses)						11,498
2018 (Baht 7.2 million included in services cost, and the remaining balance in administrative expenses)						11,453

(Unit: Thousand Baht)

<b>Separate financial statements</b>						
	Building improvement	Office equipment	Computer and equipment	Vehicle	Assets under installation	Total
<b>Cost:</b>						
1 January 2017	20,303	10,735	103,173	14,641	342	149,194
Additions	231	695	4,948	-	3,078	8,952
Disposals	-	(496)	(14,747)	-	-	(15,243)
Transfer in (out)	-	3,420	-	-	(3,420)	-
31 December 2017	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
<b>Accumulated depreciation:</b>						
1 January 2017	19,346	8,919	90,478	9,476	-	128,219
Depreciation for the year	676	1,207	7,711	1,634	-	11,228
Depreciation on disposals	-	(450)	(14,747)	-	-	(15,197)
31 December 2017	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
<b>Allowance for impairment loss:</b>						
31 December 2017	-	-	-	-	-	-
Increase during the year	-	1,806	44	-	-	1,850
31 December 2018	-	1,806	44	-	-	1,850
<b>Net book value:</b>						
31 December 2017	512	4,678	9,932	3,531	-	18,653
31 December 2018	255	2,147	6,004	11,019	290	19,715
<b>Depreciation for the year</b>						
2017 (Baht 7.7 million included in services cost, and the remaining balance in administrative expenses)						11,228
2018 (Baht 6.8 million included in services cost, and the remaining balance in administrative expenses)						11,053

As at 31 December 2018, 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 109.04 million (the Company only: Baht 109.00 million) (2017: Baht 103.63 million and the Company only: Baht 103.50 million).

## 15. Intangible assets

The net book value of intangible assets as at 31 December 2018 and 2017 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 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>
31 December 2017						
Cost	121,152	4,508	125,660	115,725	97	115,822
Less: Accumulated amortisation	(87,386)	-	(87,386)	(85,564)	-	(85,564)
Net book value	<u>33,766</u>	<u>4,508</u>	<u>38,274</u>	<u>30,161</u>	<u>97</u>	<u>30,258</u>

A reconciliation of the net book value of intangible assets for the years 2018 and 2017 is presented below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
Net book value at beginning of year	38,274	45,332	30,258	40,511
Acquisition of computer software	10,765	2,459	3,980	2,390
Acquisition of computer software under development	1,588	4,411	1,245	-
Write-off - net book value	(98)	-	(98)	-
Amortisation charged for the year	(14,171)	(13,928)	(11,028)	(12,643)
Net book value at end of year	<u>36,358</u>	<u>38,274</u>	<u>24,357</u>	<u>30,258</u>

## 16. Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Trade payables - related parties	2,702	496	2,760	228
Trade payables - unrelated parties	9,162	4,016	3,155	1,808
Accrued cost - related parties	691	3,293	691	293
Accrued cost - unrelated parties	14,812	16,499	13,920	13,432
Accrued expenses - related parties	-	539	-	487
Accrued expenses - unrelated parties	35,513	4,650	35,056	3,993
Other payables - related parties	70	2,183	-	1,598
Other payables - unrelated parties	262	4,393	498	3,786
Deferred income - related parties	3,872	1,009	3,872	1,940
Deferred income - unrelated parties	42,777	66,365	37,133	59,766
<b>Total trade and other payables</b>	<b>109,861</b>	<b>103,443</b>	<b>97,085</b>	<b>87,331</b>

## 17. Short-term provisions

(Unit: Thousand Baht)

	Consolidated/ Separate financial statements		
	Provision for penalty delay	Decommissioning	Total
1 January 2017	23,165	-	23,165
Increase during the year	1,835	-	1,835
31 December 2017	25,000	-	25,000
Increase during the year	-	1,200	1,200
31 December 2018	25,000	1,200	26,200

## 18. 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>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Provision for long-term employee</b>				
<b>benefits at beginning of year</b>	11,472	9,495	11,161	9,364
Included in profit or loss:				
Current service cost	1,430	1,506	1,498	1,335
Interest cost	270	232	267	228
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	(1,314)	239	(1,285)	234
Financial assumptions changes	72	-	72	-
Experience adjustments	3,713	-	3,713	-
Benefits paid during the year	(2,838)	-	(2,838)	-
<b>Provision for long-term employee</b>				
<b>benefits at end of year</b>	<u>12,805</u>	<u>11,472</u>	<u>12,588</u>	<u>11,161</u>

Line items in profit or loss under which long-term employee benefit expenses are recognised are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Cost of services	120	387	120	387
Administrative expenses	1,580	1,351	1,645	1,176
Total expenses recognised in profit or loss	<u>1,700</u>	<u>1,738</u>	<u>1,765</u>	<u>1,563</u>

As at 31 December 2018, the Company and its subsidiaries expect not to pay the long-term employee benefits during the next year (2017: Nil).

As at 31 December 2018, the weighted average duration of the liabilities for long-term employee benefit of the Company and its subsidiaries is 10 years (the Company only: 10 years) (2017: 12 years and the Company only: 12 years).

Significant actuarial assumptions are summarised below.

	(Unit: percent per annum)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Discount rate	2.68	2.44	2.68	2.44
Salary increase rate	4.0 - 7.5	3.5 - 6.0	4.0 - 7.5	3.5 - 6.0

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2018 and 2017 are summarised below.

	(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)

	(Unit: Thousand Baht)			
	As at 31 December 2017			
	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	(1,089)	1,251	(1,061)	1,217
Salary increase rate	1,180	(1,337)	1,150	(1,301)

On 13 December 2018, The National Legislative Assembly passed a resolution approving the draft of a new Labour Protection Act, which is in the process being published in the Royal Gazette. The new Labour Protection Act stipulates additional legal severance pay rates for employees who have worked for an uninterrupted period of twenty years or more. Such employees are entitled to receive compensation of not less than that of the last 400 days, based on the final wage rate. This change is considered a post-employment benefits plan amendment and the Company and its subsidiaries have additional liabilities for long-term employee benefits of Baht 3.5 million (The Company only: Baht 3.4 million). The Company and its subsidiaries will reflect the effect of the change by recognising past services costs as expenses in the profit or loss of the period in which the law is effective.

## 19. Share capital and warrants

On 27 March 2014, the Annual General Meeting of the shareholders passed a resolution to approve the issuance of warrants of not exceeding 38,500,000 units or 5 percent of paid-up capital to the directors and/or employees of the Company (ESOP Scheme) at free-of-charge. However, no one received more than 5 percent of allotted the ESOP warrants. The warrants are exercisable in a ratio of 1 warrant to 1 new ordinary share and the exercise price is Baht 1.75 per share. The Annual General Meeting of the shareholders approved the increase in the Company's registered share capital of Baht 3,850,000 from Baht 78,750,000 (787,500,000 ordinary shares of Baht 0.1 each) to Baht 82,600,000 (826,000,000 ordinary shares of Baht 0.1 each) to reserve for the exercise of the warrants of ESOP Scheme.

On 9 April 2014, the Company registered such share capital with the Ministry of Commerce, resulting in share capital increase to Baht 82,600,000.

On 19 May 2014, the Company allocated and issued 38,500,000 warrants to the directors and/or employees of the Company at free-of-charge. The exercise period is within 4 years, commencing on the allocation date. The exercise ratio is 1 warrant per 1 new ordinary share, and the exercise price is Baht 1.75 per share. The first exercise date is 31 May 2015 and the following exercise dates fall on the last working days of May and November. The last exercise date is 30 November 2017.

Warrant holders may exercise their warrants under the following conditions.

- Not exceeding 30 percent of all allotted warrants of each warrant holder are exercisable after 12 months but not later than 24 months after the allotted date.
- Additional 30 percent of all allotted warrants of each warrant holders are exercisable after 24 months but not later than 36 months after the allotted date.
- Additional 40 percent of all allotted warrants of each warrant holders are exercisable after 36 months from the allotted date until the warrants expire.

Any remaining unexercised warrants of each exercise period can be carried forward to the subsequent exercise periods throughout the term of the warrants.

However, the exercise price and/or ratio may be adjusted according to the stipulated right adjustment conditions. If directors or employees of the Company resign, are removed from their position, or are otherwise no longer directors or employees of the Company, the Company can re-allot the warrants to other directors and employees of the Company.

The estimated fair value of each share option granted is Baht 0.18 - 0.29, which was calculated by applying the Black-Scholes-Merton formula. The model inputs were the share price at price determination date of Baht 1.56 and Baht 1.70, exercise price of Baht 1.75, expected volatility of 30.61% - 43.33%, expected dividend yield of 5.79%, contractual life of 1 - 4 years, and a risk-free interest rate of 2.14% - 2.80% per annum.

Movements in the issued and paid-up ordinary share during the year ended 31 December 2017 are summarised as below.

Description	Paid-up share capital		Premium on ordinary shares			Registration date with the Ministry of Commerce
	Number of shares	Amount	Premium from exercise of warrants	Adjustment of capital reserve for share-based payment transaction	Total	
	(Thousand shares)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)	(Thousand Baht)	
<b>1 January 2017</b>	795,230	79,523	89,904	1,192	91,096	
Exercise of warrants						
ESOP No. 5	684	68	1,129	115	1,244	8 June 2017
Exercise of warrants						
ESOP No. 6	24,592	2,459	40,576	6,355	46,931	7 December 2017
<b>31 December 2017</b>	<b>820,506</b>	<b>82,050</b>	<b>131,609</b>	<b>7,662</b>	<b>139,271</b>	

During the year ended 31 December 2017, the Company recorded expenses of Baht 0.67 million related to the ESOP scheme as personnel expenses, together with a corresponding increase in “Capital reserve for share-based payment transactions” in the shareholder’s equity.

Presented below is a summary of movements in the number of the Company's warrants.

	(Unit: Thousand Units)
Warrants as at 1 January 2017	30,770
Less: Warrants exercised during the year	(25,276)
Number of expired warrant	<u>(5,494)</u>
Warrants as at 31 December 2017	<u><u>-</u></u>

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.

## 20. 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.

## 21. Service income

Service income of the Company and its subsidiaries classified by nature of services are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Service income from providing business information by online computer systems	194,836	181,300	198,150	184,485
Service income from providing/ utilising software under the BOI investment promotion privilege	83,445	72,191	83,445	72,191
Other service income	<u>180,626</u>	<u>160,735</u>	<u>116,799</u>	<u>97,670</u>
Total service income	<u><u>458,907</u></u>	<u><u>414,226</u></u>	<u><u>398,394</u></u>	<u><u>354,346</u></u>

## 22. Expenses by nature

Significant expenses by nature are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Costs of database management system	104,058	121,060	71,458	86,369
Cost of projects	51,532	33,271	51,532	33,271
Salaries and wages and other employee benefits	110,228	96,219	96,141	86,893
Directors' remuneration and consultant fee	13,761	13,050	13,761	13,050
Depreciation	11,453	11,498	11,053	11,228
Amortisation expenses	14,171	13,928	11,028	12,643
Rental expenses from operating lease agreements	10,406	8,623	10,415	7,747
Marketing expenses	17,211	7,530	14,722	4,079
Electricity charges	3,672	4,587	3,672	4,587

## 23. Income tax

Income tax expenses for the years ended 31 December 2018 and 2017 are made up as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Current income tax:</b>				
Current income tax charge	13,439	13,193	10,645	10,971
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	38	(391)	57	(385)
<b>Income tax expense reported in the profit or loss</b>	<u>13,477</u>	<u>12,802</u>	<u>10,702</u>	<u>10,586</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2018 and 2017 are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Deferred tax relating to actuarial loss	(494)	(48)	(500)	(47)

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Accounting profit before tax	117,563	89,416	112,339	82,395
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by applicable tax rate	23,513	17,883	22,468	16,479
Effects of:				
Promotional privileges (Note 25)	(8,086)	(5,171)	(8,086)	(5,171)
Unrecognised tax losses	1,912	917	-	-
Income not subject to tax	(4,288)	(3,920)	(4,288)	(3,920)
Non-deductible expenses	1,384	4,001	1,344	3,986
Additional expense deductions allowed	(899)	(723)	(810)	(673)
Others	(59)	(185)	74	(115)
Total	(10,036)	(5,081)	(11,766)	(5,893)
Income tax expenses reported in the profit or loss	13,477	12,802	10,702	10,586

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated financial statements		Separate financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
<b>Deferred tax assets</b>				
Allowance for share reduction of investment	4,152	4,003	4,152	4,003
Allowance for doubtful accounts	-	154	-	154
Accumulated amortisation - computer software	-	96	-	96
Allowance for impairment of equipment	372	-	370	-
Provision for long-term employee benefits	2,561	2,376	2,517	2,343
<b>Total</b>	<u>7,085</u>	<u>6,629</u>	<u>7,039</u>	<u>6,596</u>

As at 31 December 2018, a subsidiary has unused tax losses totaling Baht 14.14 million (2017: Baht 4.58 million), on which deferred tax assets have not been recognised.

#### 24. 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.

Diluted 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 plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

The following table sets forth the computation of basic and diluted earnings per share:

Consolidated financial statements					
Profit for the year		Weighted average number of ordinary shares		Earnings per share	
<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
<b>Basic earnings per share</b>					
Profit attributable to equity holders of the Company					
104,087	76,614	820,506	797,302	<u>0.13</u>	<u>0.10</u>
<b>Effect of dilutive potential ordinary shares</b>					
Warrants - ESOP					
-	-	-	4,699		
<b>Diluted earnings per share</b>					
Profit attributable to ordinary shareholders assuming the conversion of warrants to ordinary shares					
<u>104,087</u>	<u>76,614</u>	<u>820,506</u>	<u>802,001</u>	<u>0.13</u>	<u>0.10</u>
Separate financial statements					
Profit for the year		Weighted average number of ordinary shares		Earnings per share	
<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
<b>Basic earnings per share</b>					
Profit attributable to equity holders of the Company					
101,637	71,809	820,506	797,302	<u>0.12</u>	<u>0.09</u>
<b>Effect of dilutive potential ordinary shares</b>					
Warrants - ESOP					
-	-	-	4,699		
<b>Diluted earnings per share</b>					
Profit attributable to ordinary shareholders assuming the conversion of warrants to ordinary shares					
<u>101,637</u>	<u>71,809</u>	<u>820,506</u>	<u>802,001</u>	<u>0.12</u>	<u>0.09</u>

## 25. 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
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 2018 and 2017, dividend between promoted and non-promoted operations, are summarised below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Promoted operations	83,445	72,191	83,445	72,191
Non-promoted operations	375,462	342,035	314,949	282,155
Total service income	<u>458,907</u>	<u>414,226</u>	<u>398,394</u>	<u>354,346</u>

## 26. 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 2018 and 2017, the Company and its subsidiaries have no major customer with revenue of 10 percent or more of its consolidated revenue.

## 27. 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 2018 amounting to approximately Baht 2.2 million (the Company only: Baht 2.1 million) (2017: Baht 1.9 million and the Company only: Baht 1.8 million) were recognised as expenses.

## 28. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht per share)
Final dividends for 2016	Annual General Meeting of the shareholders on 29 March 2017	55.67	0.07
Total dividends paid in 2017		55.67	0.07
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

## 29. Commitments and contingent liabilities

As at 31 December 2018 and 2017, the Company and its subsidiaries have commitments and contingent liabilities other than these disclosed in other notes to financial statements as follows:

### 29.1 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 Company and its subsidiaries entered into service agreements related to cost of providing services with other companies.

As at 31 December 2018 and 2017, the future payments under these service agreements are due as follows:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2018</u>	<u>2017</u>	<u>2018</u>	<u>2017</u>
Payable:				
In up to 1 year	56.46	63.18	29.46	45.75
In over 1 and up to 5 years	88.84	111.37	65.98	77.09
In over 5 years	177.00	191.75	177.00	191.75

## 29.2 Capital expenditure agreement

As at 31 December 2017, the Company has outstanding commitments under the agreements for development of the computer system and has other capital expenditure of Baht 9.26 million (2018: Nil).

## 29.3 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.

## 29.4 Bank guarantees

The Company had outstanding bank guarantees of approximately Baht 40.66 million of certain performance bonds as required in the normal course of business to guarantee contractual performance (2017: Baht 36.25 million).

## 29.5 Other commitment

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. Financial instruments**

### **30.1 Financial risk management**

The Company and its subsidiaries' 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 Company and its subsidiaries are exposed to credit risk primarily with respect to trade and other receivables. The Company and its subsidiaries manage the risk by adopting appropriate credit control policies and procedures and therefore do not expect to incur material financial losses. In addition, the Company and its subsidiaries do not have high concentrations of credit risk since they have 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 Company's and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks. However, since most of the Company and its subsidiaries' 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 2018

	Fixed interest	Floating	Non- interest	Total	Effective
	rates within				interest rate
	1 year				(% per annum)
<b>Financial assets</b>					
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>	
<b>Financial liabilities</b>					
Trade and other payables	-	-	109.86	109.86	-
	<u>-</u>	<u>-</u>	<u>109.86</u>	<u>109.86</u>	

(Unit: Million Baht)

Separate financial statements as at 31 December 2018

	Fixed interest	Floating	Non- interest	Total	Effective
	rates within				interest rate
	1 year				(% per annum)
<b>Financial assets</b>					
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>	
<b>Financial liabilities</b>					
Trade and other payables	-	-	97.09	97.09	-
	<u>-</u>	<u>-</u>	<u>97.09</u>	<u>97.09</u>	

(Unit: Million Baht)

## Consolidated financial statements as at 31 December 2017

	Fixed interest			Total	Effective interest rate (% per annum)
	rates within 1 year	Floating interest rate	Non- interest bearing		
<b>Financial assets</b>					
Cash and cash equivalent	20.00	79.79	11.22	111.01	0.10 - 1.10
Short-term investments	107.89	-	-	107.89	0.90 - 4.60
Trade and other receivables	-	-	189.88	189.88	-
Deposits at banks with restrictions	14.20	-	-	14.20	1.00
	<u>142.09</u>	<u>79.79</u>	<u>201.10</u>	<u>422.98</u>	
<b>Financial liabilities</b>					
Trade and other payables	-	-	103.44	103.44	-
	<u>-</u>	<u>-</u>	<u>103.44</u>	<u>103.44</u>	

(Unit: Million Baht)

## Separate financial statements as at 31 December 2017

	Fixed interest			Total	Effective interest rate (% per annum)
	rates within 1 year	Floating interest rate	Non- interest bearing		
<b>Financial assets</b>					
Cash and cash equivalent	20.00	53.83	11.18	85.01	0.10 - 1.10
Short-term investments	107.89	-	-	107.89	0.90 - 4.60
Trade and other receivables	-	-	179.52	179.52	-
Deposits at banks with restrictions	14.20	-	-	14.20	1.00
	<u>142.09</u>	<u>53.83</u>	<u>190.70</u>	<u>386.62</u>	
<b>Financial liabilities</b>					
Trade and other payables	-	-	87.33	87.33	-
	<u>-</u>	<u>-</u>	<u>87.33</u>	<u>87.33</u>	

## Foreign currency risk

The Company and its subsidiaries' exposure to foreign currency risk arises mainly from purchasing or rendering services transactions that are denominated in foreign currencies. The Company and its subsidiaries have 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					
	Financial assets as at 31 December		Financial liabilities as at 31 December		Average exchange rate as at 31 December	
	<u>2018</u> (Million)	<u>2017</u> (Million)	<u>2018</u> (Million)	<u>2017</u> (Million)	<u>2018</u> (Baht per 1 foreign currency unit)	<u>2017</u>
US dollar	0.86	0.62	0.18	0.17	32.4498	32.6809

Foreign currency	Separated financial statements					
	Financial assets as at 31 December		Financial liabilities as at 31 December		Average exchange rate as at 31 December	
	<u>2018</u> (Million)	<u>2017</u> (Million)	<u>2018</u> (Million)	<u>2017</u> (Million)	<u>2018</u> (Baht per 1 foreign currency unit)	<u>2017</u>
US dollar	-	0.02	0.01	-	32.4498	32.6809

### 30.2 Fair values of financial instruments

Since the majority of the Company and its subsidiaries 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.

### 31. Capital management

The primary objective of the Company'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 2018, the Group's debt-to-equity ratio was 0.37:1 (2017: 0.37:1) and the Company's was 0.35:1 (2017: 0.34:1).

### 32. Events after the reporting period

#### 32.1 Proposed dividend of the Company

On 14 February 2019, the Board of Directors Meeting of the Company No. 1/2019 passed a resolution to propose of dividend payment at a rate of Baht 0.12 per share from the net profit of 2018, totaling of Baht 98.46 million. The Company will propose these matters for approval in the Annual General Meeting of the Company's shareholders.

### **32.2 Increase in the registered share capital of the subsidiary**

On 3 January 2019, the Extraordinary Meeting of the shareholders of D&B (Thailand) Company Limited (“the subsidiary”) passed a resolution to approve an increase in the registered share capital of the subsidiary from Baht 1 million (100,000 ordinary shares of Baht 10) to Baht 4 million (400,000 ordinary shares of Baht 10) through the issuance of 300,000 new ordinary shares of Baht 10 each in which the Company will hold 99.99 percent shareholding interest in D&B (Thailand) Company Limited. The subsidiary called up share capital at 25 percent totaling Baht 1 million and the Company paid for the share subscription on 7 January 2019. The subsidiary registered the share capital increase with the Ministry of Commerce on 8 January 2019.

### **33. Approval of financial statements**

These financial statements were authorised for issue by the Company’s Board of Directors on 14 February 2019.