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Part 1 Business Overview

1. Business Policy and Business Overview

Principal Capital Public Company Limited (“Company”) was originally incorporated in 2000 under the name “Metrostar Property Company Limited” to engage in residential property development business. Later, in 2005, the Company was listed on the Stock Exchange of Thailand. In 2013, following a change in the shareholding structure, the Company was renamed as Principal Capital Public Company Limited.

In 2017, the Company acquired shares of Principal Health Care Company Limited (originally Alliance Medical Asia Company Limited) which was operating a private hospital business, with four network hospitals in three provinces. Two large hospitals were acquired in 2018. One was Princ Hospital Suvarnabhumi (originally Piyamin Hospital - which was a large hospital in Samut Prakan Province. The acquisition helped to expand the Company’s hospital network, particularly in Bangkok and nearby provinces. The other was Princ Uthai Thani Hospital, of which operation had been suspended, and the acquisition was for renovation. Therefore, the number of hospitals in the Company network increased to six as at the end of 2018.

Following the acquisitions, the Company’s core business became operating and management of private hospitals, and its sector on the SET was changed from “Property Development” to “Healthcare Services”. The Company has been determined to expand the Princ Healthcare Group’s hospital network through building new hospitals, forming joint ventures with alliances, and acquiring existing businesses with good potential for renovation and development to upgrade them in order to offer medical treatment using modern medical technologies. Its aim is to expand the hospital network to cover all the regions of the country, focusing on provinces with no private hospitals but with the demand for medical services.

Three more hospitals were added to the network in 2019; namely, 1) Sirivej Lamphun Hospital, which the Company acquired and the business of which was accepted. In September 2019 the Company acquired a new land plot adjacent to Sirivej Lamphun Hospital to build a new hospital building under the name Princ Hospital Lamphun to provide medical service to the patients under Social Security System. The construction is expected to complete and is ready to provide medical services in 2021; 2) Princ Hospital Uttaradit in Uttaradit Province which was built entirely by the Company and 3) Princ Hospital Uthai Thani in Uthai Thani Province, of which renovation has been completed and has been in operation since November 2019. In addition, the network is being expanded to the Northeast through a joint venture formed with a local alliance. A new hospital, Princ Hospital Sisaket, is being constructed in Sisaket Province and is expected to be completed and to start offering services in 2021. Moreover, the hospital business of Virajsilp Hospital Co., Ltd., which operated a private hospital in Chumphon Province, was acquired. The business transfer was completed on March 2, 2020. In September 2020, the Company acquired and accepted business transfer of Sanphasitinter Hospital in Ubonratchathani

Province and renamed to Princ Hospital Ubonratchathani marking the increase of the Company's network hospitals to 11 in 10 provinces.

The Company keeps exploring opportunities in the healthcare industry. According to the National Statistical Office, elderly people constitute 16% of the population. Thailand is expected to become a completely aged society in 2021. Hence, the growth of the number of elderly people signifies a major target group and thus an important business opportunity. The Company has therefore formed a joint venture with the Nihon Keiei Group from Japan to engage in the elderly care business, expected to commence in 2021. Furthermore, the Company targets to open 20 new primary care clinics within 2021 to offer medical services to the patients under Universal Health Coverage system who were affected by the termination of service of 190 Clinics. This would generate supplemental revenues on top of medical treatment.

Apart from the private hospital and hospital management businesses, the Company is also engaged in property development business in the category of hi-end residences in prime business locations as well as in the fully integrated office building management business, sales services, procurement services, and accounting services. These are carried out by professionals, operating in a transparent and fair manner in all areas.

The current businesses of the Company and the subsidiaries fall into two categories as follows:

1. **Private hospital and private hospital management business** Presently, the Company's hospital network has 11 hospitals, located in four regions of Thailand, the North, the Central Region, the Northeast and the South. Six hospitals are in the Central; namely, Princ Hospital Suvarnabhumi in Samut Prakarn Province, Pitsanuvej Hospital in Phitsanulok Province, Pitsanuvej Phichit Hospital in Phichit Province, Princ Hospital Paknampho 1 and Princ Hospital Paknampho 2 in Nakhon Sawan Province, Princ Uthai Thani Hospital in Uthai Thani Province. Two hospitals in the North which are Pitsanuvej Uttaradit Hospital in Uttaradit Province, officially opened in March 2019 and Sirivej Lamphun Hospital in Lamphun Province.. There are two hospitals in the Northeast – Princ Hospital Sisaket (under construction, scheduled for completion in 2021) and Princ Hospital Ubonratchathani that the Company has just acquired and accepted the business transfer in September 2020 and one in the South - Virajsilp Hospital – in Chumphon Province.
2. **Property development for rent business:** hotels and serviced apartments, office buildings for rent

1.1 Vision

PRINC will become more healthcare focused, invest in healthcare property and be a trusted hospital management organization with emphasis on digitalization and efficiency, while fully utilize the properties we currently own, for the utmost benefits of all stakeholders.

1.2 Mission

- To take part in enhancing the health of the community through building hospitals in areas with shortages for the benefit of people in the community and society and creating a sustainable healthy society.
- To provide professional hospital management services, along with non-medical shared services, to our subsidiary hospitals as well as our partner hospitals.
- To efficiently operate the hospital, with the use of IT, to deliver the desired outcomes in every perspective including financial, service quality, and customer satisfaction.
- To strengthen our network of hospitals through partnership and new acquisitions.
- To develop viable health-related projects to serve potential markets both in our own properties and in new promising sites.
- To continually develop our human resources to be competent with up-to-date technology, enhanced with new capabilities, and adaptive to our fast-growing organizations and to instill giver’s consciousness among them so that they, in turn, deliver heartfelt service to the community and society.
- Determine to develop excellence in service providing of existing hotel and serviced apartment in order to build customer satisfaction.

1.3 Key Events and Major Developments

Principal Capital Public Company Limited’s change and major development is as follows:

Year	Event/development
2020	<ul style="list-style-type: none"> — In December 2020, the Company restructured business to pursue the Company’s expansion policy in Healthcare Business, via Partial Business Transfer (PBT), by transferring hotel and serviced apartment business namely the Marriott Executive Apartment Sathorn-Vista (“Marriott Hotel”), as well as all assets in relation to and used for such business, agreements, licenses, and all relevant personnel relating to such business to VMEA Co., Ltd., a newly established subsidiary company of which its 100% of shares shall be held by V Brilliant Group Holding Co., Ltd. — In December 2020, the Company and Bamrungrad Hospital established the Holistic Cancer Center under Bumrungrad Healthcare Network in Princ Hospital Ubonratchathani and Pitsanuvej

Year	Event/development
	<p data-bbox="384 253 1445 331">Hospital in Phitsanulok Province. It is expected to open for service within Q1/2021. Both Centers will be Cancer Center Hub for other hospitals in PRINC Hospital network.</p> <ul style="list-style-type: none"> <li data-bbox="339 360 1445 495">— In December 2020 Princ Investment Co., Ltd. was renamed Klai Baan Klai Jai Co., Ltd. to operate primary care clinics and provided medical services to the patients under Universal Health Coverage system (Gold Cardholders) and also increased its registered capital to Baht 20 million. <li data-bbox="339 524 1445 658">— In September 2020, the Company disposed assets of V Brilliant Group Holding Co., Ltd. (VB), a subsidiary of the Company to Ms. Satita Viddayakorn, concert party with a total consideration of not exceeding Baht 433.69 million. The details of asset disposition are as follows: <ul style="list-style-type: none"> <li data-bbox="395 674 1445 965">a) 28,124,998 ordinary shares of V 33 Co., Ltd. (“V33”) representing 99.99% of total issued and paid-up shares at par value of Baht 7.50 per share with Baht 6 paid-up per share which are held by VB, a subsidiary of the Company with a total consideration of not exceeding Baht 176.95 million or approximately not exceed Baht 6.29176 per share. The objective to sell V33’s ordinary shares is to sell a land plot owned by V33 and buildings located in Rim Tai Sub-district, Mae Rim District, Chiang Mai Province. <li data-bbox="395 987 1445 1066">b) Land plots with total area of 49-3-93 rai located in Muang Ang Thong District, Ang Thong Province at the price not exceed Baht 87.27 million. <li data-bbox="395 1088 1445 1167">c) Land plots with the total area of 10-0-00 rai and buildings located in Muak Lek Sub-district, Muak Lek District, Saraburi Province at the price not exceed Baht 32.08 million. <li data-bbox="395 1189 1445 1480">d) 12,899,998 ordinary shares of Udon Business District Company Limited (“UBD”) or approximately 99.99% of total issued and paid-up shares of UBD at par value of Baht 10 each which were held by VB, a subsidiary of the Company at the price not exceeding Baht 137.37 million or approximately Baht 10.64929 per share. The objective of share disposal is to sell the land owned by UBD with total area of 5-3-35.2 rai located in Muang Udon Thani District, Udon Thani Province. <p data-bbox="395 1503 1445 1998">In this connection, the disposal of the foregoing plots of land is considered the exercise of the Company’s rights as set out in the Sale and Purchase Agreement of VB’s shares entered into between Ms. Satita (as a seller) and the Company (as a purchaser) dated September 8, 2016 (the “SPA”). According to the Extraordinary Meeting of Shareholder (EGM) No.1/2016 held on September 28, 2016, according to the Right to Sell Back, in the event that the Company and/or its subsidiaries does not wish to develop any project on the foregoing land plots within 3 years from October 10, 2016, VB Share Sale and Purchase Agreement date, the Company and/or its subsidiaries have the right to sell either one or all land plots back to Ms. Satita at cost plus carrying cost (1.75% per annum) from share purchase date until the completion of registration of the ownership transfer on such land. Ms. Satita agreed to be solely responsible for the transfer</p>

Year	Event/development
	<p>fees, related fees, special business tax, other expenses related to the transfer of land and taxes incurred in respect of the Company and/or its subsidiaries in connection with the sale of the Assets.</p> <ul style="list-style-type: none"> — In July 2020 The Company set up a new subsidiary, which 99.99% shares held by Principal Healthcare Co., Ltd. (PRINH), namely Principal Healthcare Ubonratchathani Co., Ltd. (PUBN) with registered and paid-up capital of Baht 300 million divided into 30 million ordinary shares at par value of Baht 10 per share. This company was set up with an objective to operate private hospital business in Ubonratchathani Province by the acquisition of Ruamphaetsapphasit Co., Ltd., which operates Sunpasitinter Hospital and accepting the Entire Business Transfer (EBT) including assets, medical equipment, all licenses related to hospital business operations as well as land and buildings of the hospital and the employees wishing to work with PUBN by using its internal cash flow and loan from financial institutions to pay a total amount of not exceeding Baht 500 million. The Company signed the business transfer agreement on July 9, 2020 and the transfer was completed on September 1, 2020. — In June 2020 Principal Healthcare – Lamphun Co., Ltd. increased its issued and paid-up capital by Baht 100 million to Baht 300 million. — On March 2, 2020 the Entire Business of Virajsilp Hospital was completely transferred to Principal Healthcare – Chumphon Co., Ltd.
2019	<ul style="list-style-type: none"> — On December 18, 2019, the Company entered into a joint venture agreement with the Nihon Keiei Group (NKG) to engage in the elderly care business. A new subsidiary Principal NKG Company Limited was set up with a registered capital of Baht 10 million, divided into 100,000 shares, each with a par value of 100 Baht. Principal Capital Public Company Limited held 51 % of the shares and NKG held 49%. — In December 2019, the company set up a new subsidiary Principal Healthcare - Chumphon Company Limited with a registered and paid up capital of Baht 270 million, 99.99% of the shares were held by the Company through a subsidiary (PRINH). The objective of the new company was to engage in a private hospital business in Chumphon Province, through acquisition and acceptance of the Entire Business Transfer of a hospital of Virajsilp Hospital Company Limited. The transfer included assets, liabilities, licenses required for operating a hospital, as well as contractual rights and obligations of Virajsilp Hospital Company Limited as of the transfer date, including all of its employees wishing to work for PCPN. The consideration for the transfer and long-term lease of land totaling Baht 570 million was paid to the old shareholder group of the hospital, using the Group's internal cash flows and borrowings from financial institutions. The transfer agreement was made on December 18, 2019.

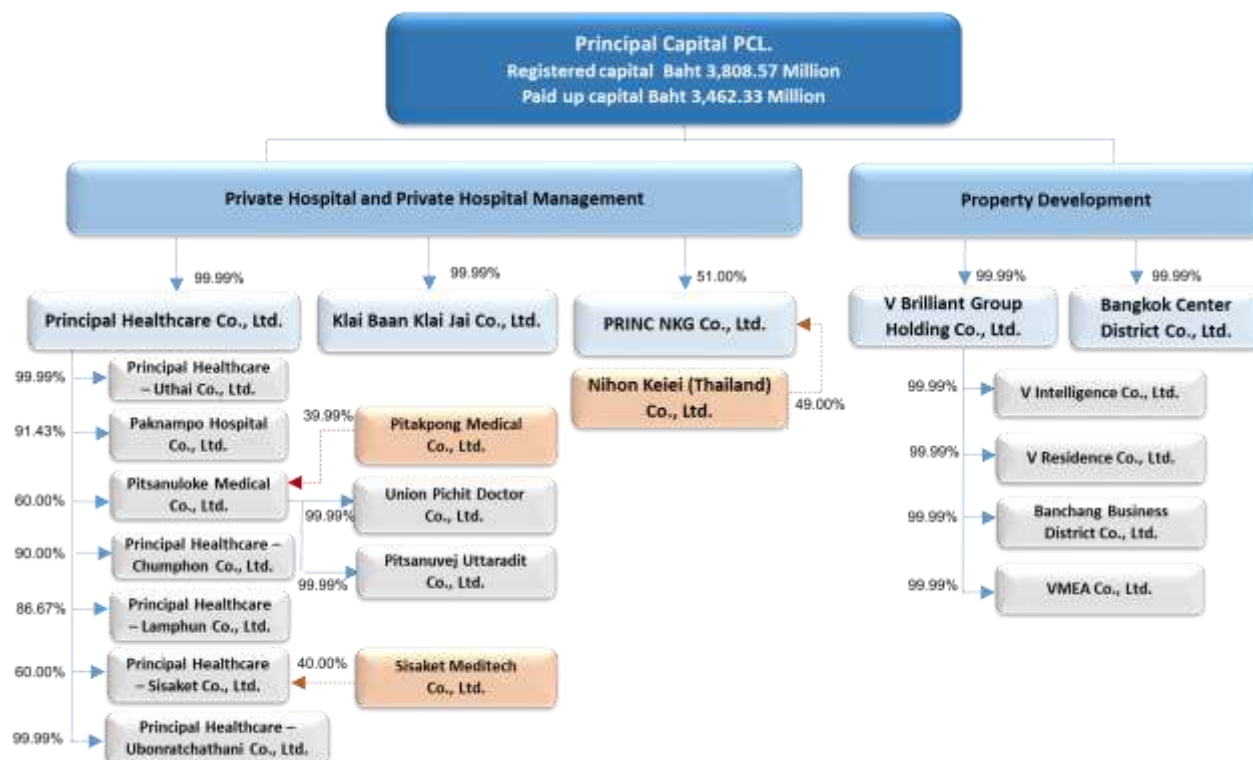
Year	Event/development
	<ul style="list-style-type: none"> <li data-bbox="336 259 1445 546">— In December 2019, the Company signed an agreement with Bumrungrad Health Network Co., Ltd., which is under management of Bumrungrad Hospital Public Company Limited, to launch a new business model - “Bumrungrad Health Network – Growing Together”, whereby medical excellence centers are to be set up to offer access to standard quality medical treatment. As part of the first phase, a Spine and Joint Center is to be opened at Princ Hospital Suvarnabhumi, to offer spine and joint medical treatment as a prototype of the model. <li data-bbox="336 568 1214 600">— On December 2, 2019, Princ Hospital Suvarnabhumi was officially opened. <li data-bbox="336 622 1445 860">— In November, 2019, a new subsidiary Principal Healthcare - Sisaket Company Limited – with a registered capital of Baht 250 million, was incorporated to engage in a 60-bed private hospital business in Sisaket Province. 60% of the shares are held by Principal Health Care Company Limited (a subsidiary of the Company). This joint venture has been formed with Sisaket Meditech Company Limited. The Agreement was made on November 14, 2019. <li data-bbox="336 882 1445 1070">— In November 2019, Princ Paknampo Hospital in Nakhon Sawan Province, was certified for having achieved Stage 7 – the highest level - on the HIMSS Analytics Electronic Medical Records Adoption Model (EMRAM). It is the first hospital in Thailand and the second in Southeast Asia to have achieved this level. <li data-bbox="336 1093 1445 1227">— In November 2019, the Company sold Convergence Systems Co., Ltd. to the third party as the business was no longer necessary. Resources related to development of hospital systems, including personnel, were transferred to PRINH. <li data-bbox="336 1249 1445 2002">— In November 2019, the Company issued and allocated new shares in a maximum amount of Baht 222,249,300 , with a par value of Baht 100 per share, at an offer price of Baht 4.09 per share, with 1.20% discount of the market price, the market price refers to the weighted-average price of the Company’s shares traded on the SET during the period of 15 consecutive business days prior to the date of determination of the offering price by the Board of Directors which from November 4, 2019 to November 22, 2019, which was equivalent to Baht 4.14 per share (information from SETSMART at www.setsmart.com) in a private placement to one buyer, the International Finance Corporation (“IFC”), an institutional investor in the World Bank Group. The IFC is in a strong financial position and has genuine investment capability, having knowledge and experience in the healthcare business. It can share information useful for the Company business and can connect the Company with international corporations for business networking. This presents an opportunity to generate revenues and profits for the Company’s sustainable growth. Proceeds of Baht 909 million will be used in implementing the Company’s plan for expansion of the Company’s hospital and other linkage businesses, including increasing the number of hospitals in the network and finding business alliances for joint investment in more network hospitals. The registered

Year	Event/development
	<p>capital has been increased from 3,240,087,520 to 3,462,336,820 Baht, with a par value of 100 Baht per share since November 28, 2019.</p> <ul style="list-style-type: none"> – On November 15, 2019, Princ Hospital Uthai Thani was officially opened. – In September, 2019, the Extraordinary Meeting of Shareholders, Session 1/2019, approved the disposition of 9,985,998 ordinary shares of Bangkok Management Co., Ltd. (“BG”), representing 99.99 % of its issued and outstanding shares, each with a par value of Baht 100 per share, held by V Brilliant Group Holding Co., Ltd. (“VB”), a subsidiary of the Company, to VMS Development Co., Ltd. (“VMSD”), a connected person of the Company, at Baht 133.08632 per share. The selling amount totaled approximately Baht 1,328.99 million. Proceeds from the disposition will be used as working capital and in expanding the hospital and health care businesses in accordance with the Company’s business policy. – On March 29, 2019, Pitsanuvej Uttaradit Hospital was officially opened. – On March 1, 2019, Principal Healthcare – Lamphun Company Limited completed the acceptance of the Entire Business Transfer (EBT) of Sirivej Lamphun Hospital. – In February, 2019, the Stock Exchange of Thailand approved reclassification of the Company’s Industry Group from “Property Development and Construction” under the “Property Development” Sector to “Services” under the “Healthcare Service” Sector.
2018	<ul style="list-style-type: none"> – In November 2018, the Company was certified to the ISO 9001:2015 standard. – In October 2018, Principal Healthcare Co., Ltd., a subsidiary of the Company, set up Principal Healthcare – Lamphun Co., Ltd. (PLPN) with a registered capital of 200 million Baht to operate a private hospital business. The Company’s Board of Directors passed a resolution approving Principal Healthcare – Lamphun Co., Ltd.’s acceptance of the Entire Business Transfer (EBT) of Sirivej Lamphun Hospital in Lamphun Province, consisting of land and buildings, medical equipment and the licenses to operate the 59-bed hospital. – On June 7, 2018, the Company was certified as a member of the “Thailand’s Private Sector Collective Action Coalition against Corruption” (CAC) for its anti-corruption position. – In May 2018, Principal Healthcare Co., Ltd., a subsidiary of the Company, set up Principal Healthcare – Uthai Co., Ltd. (PUTH) to operate a private hospital business with a registered capital of Baht 50 million. Principal Healthcare – Uthai Co., Ltd. (PUTH) acquired a suspended hospital, a non-performing asset from a financial institution. The transaction included acquisition of land with an area of 12-1-79.5 rai and 10 buildings (under renovation) in Bangprakru Sub-district, Nakhon Luang District, Uthai Thani Province. The buildings were renovated into a 59-bed hospital.

Year	Event/development
	<ul style="list-style-type: none"> <li data-bbox="336 255 1445 443">— In March 2018, V Brilliant Group Holding Co., Ltd. (VB), a PRINC’s subsidiary set up two new companies: Ban Chang Business District Co., Ltd. (BBD) and Udon Business District Co., Ltd., (UBD) with a registered capital of Baht 121 million and Baht 129 million, respectively, to engage in property development. <li data-bbox="336 465 1445 1218">— On February 27, 2018, the Company purchased and accepted the business transfer of Thai Health Management Organization Co., Ltd. (“THM”), a company operating a private hospital business under the name “Piyamin Hospital” (subsequently renamed to “Princ Hospital Suvarnabhumi”), located in Samut Prakan Province, and three medical clinics in Bangkok. Under the terms of the Agreement, the Company would accept the transfer of the hospital business of THM, including its assets, liabilities, licenses necessary for its hospital business operation, all of the employees wishing to continue working for the Company, as well as the contractual rights and obligations existing as of the transfer date, pursuant to the terms and conditions of the Business Transfer Agreement between the Company and THM. The Company was obliged to pay a consideration not exceeding Baht 900 million to THM upon fulfillment of the conditions precedent of the Agreement. The acquisition of THM’s hospital business was expected to result in expansion of the Group’s hospital network, particularly in Bangkok and its perimeter, given the hospitals currently operated by the Group were located only in the provinces. It would create a hub-and-spoke system for the Group’s hospital business, which would enhance growth and competitiveness. Acceptance of the transfer has been completed. <li data-bbox="336 1240 1445 1330">— On January 25, 2018, Alliance Medical Asia Co., Ltd. was renamed to Principal Healthcare Co., Ltd.
2017	<ul style="list-style-type: none"> <li data-bbox="336 1366 1445 2020">— In November 2017, the Company acquired the business of Alliance Medical Asia Co., Ltd (“AMA”) Group of Companies through the purchase of 268,374,998 shares, representing approximately 99.99% of AMA’s total issued and paid-up shares from the existing shareholders who were connected persons; namely, Miss. Satita Viddhayakorn (“Miss Satita”), Vantage Point Management Limited (“Vantage Point”) and Mr. Sirichai Towiriyawate (“Mr. Sirichai”), at approximately Baht 7.4523 per share, totaling not more than Baht 2,000 million. This deal effectively resulted in the Company acquiring six subsidiaries, of which shares had been held, directly or indirectly, by AMA, as well as their businesses. The subsidiaries were 1) Phitsanuloke Medical Co., Ltd. 2) Paknampo Hospital Co., Ltd.3) Union Pichit Doctors Co., Ltd. 4) Pitsanuvej Uttradit Co., Ltd. 5) Pitsanuvej Pattana Co., Ltd. and 6) P.N.P. Hospital Co., Ltd. (collectively referred to as “subsidiaries”). According to the Agreement, the payment for such shares would be made in cash to Khun Satita, Vantage Point and Khun Sirichai at 50% of the total purchase price on the Share Purchase Date and the remaining half of the total consideration would be paid

Year	Event/development
	<p>within 12 months from the Share Sale and Purchase Agreement Date. In the event the Company paid the remaining portion to Ms. Satita, Vantage Point and/or Mr. Sirichai after the end of 6 months from the Share Sale and Purchase Agreement Date, the Company would have to pay monthly interest to Ms. Satita, Vantage Point or Mr. Sirichai at Bangkok Bank Plc.'s MLR minus 2% (MLR-2%), starting from the day immediately after the end of 6 months, until the full repayment was made (with no compound interest).</p> <ul style="list-style-type: none"> — In May 2017, Bangkok Management Co., Ltd, the Company's subsidiary ("Subsidiary" or "the Seller") sold 2 land plots with title deeds nos. 3582 and 3962, with a total area of 2-2-34.3 rai with a 34-storey building and parking as well as construction permit no. 42/2016, to Carlton Bangkok Investment Pte., Ltd. ("the Buyer"), at Baht 2,400 million, plus Baht 100 million for taxes and other expenses related to the transfer of the land and the building. The total purchase price was Baht 2,500 million. With consent of the buyer, Carlton Hotel Bangkok Co., Ltd., the Buyer's subsidiary, was the transferee. — The Company amended its objectives and Memorandum of Association to accommodate the hospital business operation.
2016	<ul style="list-style-type: none"> — The Company increased its paid-up capital, due to the conversion of 442,172,887 warrants amounting to Baht 442,172,887, to Baht 1,400,149,087. — The Company entered into a transaction, buying 99.99% of common shares and preferred shares of V Brilliant Group Holding Co., Ltd, which was engaged in property development business and investing in four subsidiaries operating property development business; namely, 1) V Intelligence Co., Ltd. 2) V Residence Co., Ltd.3) Bangkok Management Co., Ltd. and 4) V 33 Co., Ltd., from Ms.Satita Viddayakorn and Peak Development Holdings Ltd. The investment enabled the Company to obtain ownership in land and buildings in nine locations: four property projects located in the heart of Bangkok and five vacant land plots in the provinces. The total value of VB Group was Baht 5,791.13 million. The Company issued 1,839,938,433 new common shares, at the offer price of Baht 2.87 per share to Ms. Satita Viddayakorn and Peaks Development Holdings Ltd. and also issued promissory notes amounting to 510,509,850 Baht to Ms. Satita as consideration for the acquisition of V Brilliant Group Holding Co., Ltd., resulting in an increase in the registered capital to Baht 3,240,683,433 Baht.

1.4 PRINC's Group Structure (As of December 31, 2020)



The details of shareholding of the Company and its subsidiaries are as follows:

Company name	Business Type	Description of business	Percentage of shares held by the Company
Principal Capital PCL. (PRINC)	Private hospital business and investment in property development business	Operating a private hospital under the name of Princ Hospital Suvarnabhumi Invest in property development business via V Brilliant Group Holding Co., Ltd., its subsidiary	-
Private Hospital and Hospital Management			
Principal Healthcare Co., Ltd. (PRINH) ^{1/}	Holding company	Holding company and provision of shared services to the hospitals in the group	99.99
Phitsanuloke Medical Co., Ltd. ^{2/} (PSV)	Private Hospital	Operating Pitsanuvej Hospital	60.00
Union Pichit Doctors Co., Ltd. ^{2/} (PPCH)	Private Hospital	Operating Pitsanuvej Pichit Hospital	60.00
Pitsanuvej Uttaradit Hospital Co., Ltd. ^{2/} (PUTD)	Private Hospital	Operating Pitsanuvej Uttaradit Hospital	60.00
Paknampo Hospital Co., Ltd. ^{3/} (PPNP)	Private Hospital	Operating Princ Hospita Paknampo 1 and Princ Hospital Paknampo 2	91.43

Company name	Business Type	Description of business	Percentage of shares held by the Company
Principal Healthcare – Uthai Co., Ltd. ^{4/} (PUH)	Private Hospital	Operating Princ Hospital Uthai Thani	99.99
Principal Healthcare – Lamphun Co., Ltd. ^{4/} (PLPN)	Private Hospital	Operating Sirivej Lamphun Hospital	86.67
Principal Healthcare – Sisaket Co., Ltd. ^{4/} (PSSK)	Private Hospital	Operating Princ Hospital Sisaket	60.00
Principal Healthcare – Chumphon Co., Ltd. ^{4/} (PCPN)	Private Hospital	Operating Virajsilp Hospital	90.00
Principal Healthcare – Ubonratchathani Co., Ltd. ^{4/} (PUBN)	Private Hospital	Operating Princ Hospital Ubonratchathani	99.99
Klai Baan Klai Jai Co., Ltd.	Primary care clinic	Primary care clinic for patients under Universal Health Coverage System	99.99
Joint Venture Company			
Principal NKG Co., Ltd. ^{5/}	Elderly care center	Operating elderly care center	99.99
Property Development Business			
Bangkok Center District Co., Ltd. (BCD)	Property Development	Property development of Siam Square Block L	99.99
V Brilliant Group Holding Co., Ltd. (VB)	Property development and investing in other companies	Hold shares of property development companies in the group	99.99
V Intelligence Co., Ltd. ^{6/} (VI)	Building and offices for rent	Office space rental at Bangkok Business Center Building located on Ekamai Road	99.99
V Residence Co., Ltd. ^{6/} (VR)	Hotel and serviced apartments	Serviced apartment under the Somerset Ekamai Project	99.99
Banchang Business District Co., Ltd. ^{6/} (BBD)	Property development	Currently owning vacant land in Rayong Province, under project feasibility study.	99.99
VMEA Co., Ltd. ^{6/} (VMEA)	Property development	Serviced apartment under Marriott Executive Service Apartment Sathorn Vista - Bangkok	99.99

Remark: 1/ Previous name is Alliance Medical Asia Co., Ltd.

2/ The Company held shares via Principal Healthcare Co., Ltd. which own 60% stake in Phitsanuloke Medical Co., Ltd.

3/ The Company held shares via Principal Healthcare Co., Ltd. which own 91.43% stake in Paknampo Hospital Co., Ltd.

4/ The Company held shares via Principal Healthcare Co., Ltd.

5/ Joint venture between Principal Capital PCL. and Nihon Keiei Group (NK Group) whereby 49% shares held by Nihon Keiei (Thailand) Co., Ltd

6/ The Company held shares via V Brilliant Group Holding Co., Ltd.

1.5 Award and Recognition

- The Company obtained the Certificate in relation to “Thailand’s Private Sector Collective Action Coalition against Corruption (CAC)” on June 7, 2018.

Private Hospital Business and Private Hospital Management

Princ Hospital Suvarnabhumi

- Awarded a certificate from the Healthcare Accreditation Institute (Public Organization) for following the Step 2 Path towards HA.
- In October 2020, Princ Hospital Suvarnabhumi was certified to have achieved HIMSS Analytics Stage 6 as designated by HIMSS Analytics using the Electronic Medical Record Adoption Model.
- In November 2020, Princ Hospital Suvarnabhumi was certified as a hospital in compliance to Global Healthcare Accreditation COVID-19 Guideline.

Pitsanuvej Hospital

- In January 2020, Pitsanuvej Hospital received Best Practice Awards 2020 in the field of medicine and public health and Dr. Athiwat Noiprasit, M.D. was awarded as a Person of The Year 2020 by the For Thai Social Foundation.
- In February 2020, Pitsanuvej Hospital received Muang Thai Life Assurance Hospital Awards 2019 outstanding in term of caretaking from Muang Thai Life Assurance Co., Ltd.
- In July 2020, Pitsanuvej Hospital received a certificate of Honor (Gold Level) 2020 was awarded under the Zero Accident Campaign by the Thailand Institute of Occupational Safety and Health (Public Organization).
- In November 2020, Pitsanuvej Hospital was awarded as a Model Business Establishment for Safety, Occupational Health and Workplace Environment (Diamond Level) in the 5th year by the Department of Labour Protection and Welfare, Ministry of Labour.
- In November 2020, Pitsanuvej Hospital was awarded as a Model Business Establishment for Labor Relations and Welfare for ten consecutive years (2011-2019) by the Department of Labour Protection and Welfare, Ministry of Labour.

Pitsanuvej Phichit Hospital

- In August 2020, Pitsanuvej Phichit Hospital was awarded Organization of the Year 2020 by For Thai Social Foundation
- In September 2020, Pitsanuvej Phichit Hospital received an award regarding to Good Corporate Governance and certified the standard of corporate governance from Department of Business Development, Ministry of Commerce.
- Pitsanuvej Phichit Hospital was awarded a certificate from the Healthcare Accreditation Institute (Public Organization) for following the Step 2 Path towards HA, which serves as an important basis for quality improvement for patients' safety.

Princ Hospital Paknampo

- Princ Hospital Paknampo 1 & 2 received a Certificate of Honor Excellence Level for the support of health in the workplace with 10 packages from Nakhon Sawan Province Public Health Office.
- Princ Hospital Paknampo 1 & 2 received a Certificate of Honor for National-Level Distinguished Business Establishment in Labor Relations and Welfare for 2020 from the Ministry of Labour.
- Certificates from the Healthcare Accreditation Institute (Public Organization) was presented to Princ Hospital Paknampo 2 to certify hospital's contribution in Patient and Personnel Safety Hospital : 2P Safety Hospital

Pitsanuvej Uttaradit Hospital

- In January 2020, Pitsanuvej Uttaradit Hospital received Best Practice Awards 2020 in the field of medicine and public health by For Thai Social Foundation

Sirivej Lamphun Hospital

- In January 2020, Sirivej Lamphun received an Innovation Award from Pisanuvej Hospoital.

Virajsilp Hospital

- Virajsilp Hospital was certified to have achieved ISO 9001:2015 and also achieved hospital and healthcare standard as certified by The Healthcare Accreditation Institute.
- In September 2020, Virajsilp Hospital received a Certificates of 2P Safety Hospital from the Ministry of Health
- In December 2020, Virajsilp Hospital was awarded a certificate from the Healthcare Accreditation Institute (Public Organization) for following the Step 3 Path towards HA.

Property Development

Marriott Executive Apartment Sathorn Vista Bangkok received awards from several agencies, as follows:

- Travelers' Choice Best of the Best 2020 from TripAdvisor.com
- Momo Café received a certificate of TripAdvisor Travelers' Choice 2020
- Love by Guests Award Winner 2019 from Hotel.com (9.1 out of 10)

1.6 Medical Co-operation

In 2020 the Company co-operated with Bumrungrad Hospital to set up the Absolute Spine care and Joint Surgery Center under Bumrungrad Health Network Model at Princ Suvarnabhumi Hospital to offer special medical services to those who have spine and joint problem or the disease related to muscle and office syndrome.

Furthermore, Holistic Cancer Center under Bumrungrad Health Network Model has been set up at Pisanuvej Hospital in Phitsanulok Province and Princ Ubonratchathani Hospital. Both centers will be Cancer Center Hub for other hospitals in Princ Hospital network in the northeastern and northern region and also being a center to accept the transfer of the serious Cancer case for treatment from other hospitals before discharging to the departed hospital when the patients are in better condition.

Bumrungrad Health Network is the co-operation and sharing between Bumrungrad Hospital and the allied hospital in term of cost, revenue, medical team, equipment. The training will be provided to the allied hospital to upgrade the knowledge and capability for medical treatment. The treatment will be provided based on Bumrungrad Hospital by medical specialist team from Bumrungrad Hospital with the utilization of medical services and infrastructure of the allied hospital. This business model will provide an opportunity for the patients to access treatment and care of quality standards at the affordable price for the target group of the allied hospital. This model will enhance the sustainable growth for the hospital business and upgrade the medical services in Thailand by providing access treatment and care of quality standards to the patients in other regional area.

2. Business Overview

Presently, the Company's core businesses are private hospitals and private hospital management. The Company sees tremendous opportunities and growth potential in the healthcare business. In 2017, it acquired shares of Principal Healthcare Co., Ltd. (originally Alliance Medical Asia Co., Ltd.), which was operating a private hospital business, having four hospitals in three provinces in the Central of Thailand – Pitsanuvej Phichit Hospital (originally Sahavej Hospital) in Phichit Province, Princ Paknampo Hospital 1 (originally Paknampo Hospital) and Princ Paknampo Hospital 2 (originally Paknampo Hospital 2) in Nakhon Sawan Province and Pitsanuvej Hospital in Phitsanulok Province.

The Company's aim is to be a leading healthcare service provider to medium-income customers in Thailand by expanding its hospital network and strengthening the revenue generating potential by constructing its own hospitals, acquisition of hospitals and offering hospital management services. Hospital Information Systems (HIS) are introduced for efficient cost management.

In 2018, the Company acquired another hospital, Princ Hospital Suvarnabhumi (originally Piyamin Hospital), a large hospital in Samut Prakan Province. This helped expand the Group's hospital network to cover Bangkok and peripheral areas. Previously, the hospitals in the group had been in the provinces. Acquisition of this new hospital has created a hub and spoke system for the hospital business, thus enhancing growth and competitiveness. As a result of the acquisition, revenues from healthcare services have become the main revenue of the Company. It therefore requested the SET to change the business sector from Property Development to Health Care Services and approval for the reclassification was granted in February 2019.

Later, in March 2019, the Company acquired and received the transfer of the business of Sirivej Lamphun Hospital in Lamphun Province. In addition, the Company built a new hospital, Pitsanuvej Uttaradit Hospital, in Uttaradit Province which has been in operation in March 2019 and also acquired a hospital in Uthai Thani Province which was classified as non-performing assets (NPA) from a financial institution and renovated it to Princ Uthai Thani Hospital, which has been in operation since November 2019. Seeing business opportunities in the Northeast, the Company founded Principal Healthcare - Sisaket Company Limited, which is a joint venture formed with Sisaket Meditech Company Limited in order to build a private hospital in Sisaket Province. Furthermore, the Company successfully expanded to the South, having established another subsidiary, Principal Healthcare - Chumphon Company Limited, for its business operation in Chumphon Province. It acquired and accepted the transfer of a hospital business, including all assets, liabilities, and necessary licenses of Virajsilp Hospital Company Limited, which had been operating Virajsilp Hospital in Chumphon Province. The transfer was completed on March 2, 2020. In September 2020, the Company acquired

and accepted business transfer of Sanphasitinter Hospital in Ubonratchathani Province and renamed to Princ Hospital Ubonratchathani marking the increase of the Company's network hospitals to 11 in 10 provinces.

To further strengthen the hospital network, the Company cooperates with a leading ally, Bumrungrad Health Network Co., Ltd., to open a Spine and Joint Center at Princ Hospital Suvarnabhumi in November 2019. The excellence of the Center lies in the standard of the medical team from Bumrungrad Hospital and state-of-the-art technologies in treating patients both in Bangkok and from upcountry areas. The concept has been planned for future replication at other hospitals as well. Toward the end of 2020, the Holistic Cancer Center under Bumrungrad Health Network was set up in the northeastern and northern region at Princ Ubonratchathani Hospital and Pitsanuvej Hospital in Phitsanulok Province to be opened for services within Q1/2021. Both centers will be Cancer Center Hub for other hospitals in PRINC hospital network.

New businesses have been initiated by forming a new JV company namely PRINC NKG Co., Ltd., a joint venture between PRINC Healthcare Co., Ltd and the Japanese-based Nihon Keiei Group from Japan which has over 50 years of experience in the elderly care business, to engage in the elderly care business in Thailand. This is in line with the government's policy, Healthcare 4.0, of which aim is to make Thailand a medical hub and a center of health tourism. A subsidiary of the Company will form a joint venture – Principal NKG Co., Ltd.—to set up an elderly care center focusing on rehabilitation and caring for elderly people and make them physically and mentally strong and as self-reliant as possible so that they can resume their living with their families. The first center is expected to be set up at Princ Hospital Suvarnabhumi within 2021.

As for the property development business, the Company still operates the property for rent business in the form of hotel/serviced apartments and full-service office building rental. However, the Company has discontinued expanding the property development for sale business and has no plan to develop additional property. In 2020 the Company restructured the business to pursue the Company's expansion policy in Healthcare Business, through Partial Business Transfer (PBT), by transferring hotel and serviced apartment business namely the Marriott Executive Apartment Sathorn-Vista ("Marriott Hotel"), as well as all assets in relation to and used for such business, agreements, licenses, and all relevant personnel relating to such business to VMEA Co., Ltd., a newly established subsidiary company of which its 100% of shares shall be held by V Brilliant Group Holding Co., Ltd. and sell shares of subsidiaries which owned the land plots in provincial area (Chiang Mai, Udon Thani, Ang Thong and Saraburi) to Ms. Satita Viddayakorn pursuant to the rights as set out in the Sale and Purchase Agreement of V Brilliant Group Holdings Co., Ltd.'s shares.

Revenue structure

Type of revenue	Operated by	2020		2019		2018	
		Million Baht	%	Million Baht	%	Million Baht	%
Hospital business	PSV, PPCH, PLPN, PSUV, PLPN, PUTH, PUTD, PPNP, PCPN	2,290.3	86.4	2,296.2	80.0	2,084.6	78.4
Property development for rent	VMEA, VI, VR	360.4	13.6	575.3	20.0	574.2	21.6
Total revenue		2,650.7	100.00	2,871.5	100.00	2,658.8	100.0

Remarks:	PSV	-	Pitsanuvej Hospital	PSUV	-	PRINC Hospital Suvarnabhumi
	PPCH	-	Pitsanuvej Pichit Hospital	PCPN	-	Virajsilp Hospital
	PLPN	-	Sirivej Lamphun Hospital	VI	-	V Intelligence Co., Ltd.
	PUTH	-	Princ Hospital Uthaihani	VR	-	V Residence Co., Ltd.
	PUTD	-	Pitsanuvej Uttaradit Hospital	VMEA	-	VMEA Co., Ltd.
	PPNP	-	Princ Hospital Paknampo 1 and Princ Hospital Paknampo 2			

2.1 Products and services

The products and services of the Company and its subsidiaries are categorized by business type as follows:

a) Private Hospital Business and Private Hospital Management

- **Private Hospital in Bangkok and peripheral areas**

Princ Hospital Suvarnabhumi

Princ Suvarnabhumi Hospital is located in Samut Prakarn Province. It has been opened for 3 years, providing secondary care services and is operated by Principal Capital PCL. It is open around the clock to both outpatients and inpatients with the certification from the Healthcare Accreditation Institute (Public Organization) for following the Step 2 Path towards HA. There is specialist clinics as follows:

- Internal Medicine Clinic
- Obstetrics and Gynecology Clinic
- Pediatrics Clinic
- Rehabilitation Medicine Center
- Eye Clinic
- Cancer Center
- Surgery Clinic
- Orthopedic Clinic
- Intensive Care Unit
- Otolaryngology Clinic
- Heart Center
- Hemodialysis Center

- Prima Aesthetica Center
- Health Check-up Center
- Child Development Clinic
- Chinese Medicine Center
- Psychiatric Clinic
- X-ray and Computer Center

The Company and Bamrungrad Health Network Co., Ltd. jointly launched the Spine and Joint Center at Princ Hospital Suvarnabhumi, offering excellent services and treatment standards by a specialist team from Bamrungrad Hospital. Modern technologies are applied in the treatment by the Center, depending on the patients' symptoms.

- **Private hospitals in the provinces**

The Company operates private hospitals in the provinces via Principal Healthcare Co., Ltd. (PRINH), a subsidiary of which 99.99% of the shares are held by the Company. PRINH invested in the group of companies operating private hospitals, with details as follows:

1. Pitsanuvej Hospital

This 150-bed hospital is located in Phitsanulok Province, providing higher-level secondary care service, and is operated by Phitsanuloke Medical Co., Ltd. The JCI (Joint Commission International) accredited hospital and also obtain Laboratory Accreditation (LA) and ISO 15189 provides 24-hour medical services to both outpatients and inpatients, with specialist clinics as follows:

- Internal Medicine Clinic
- Obstetrics and Gynecology Clinic
- Health Check-up Center
- Child and Adolescent Development Clinic
- Emergency Center
- Hemodialysis Center
- Gastrointestinal and Liver Center
- Diagnostic Radiology Center
- Dental Center
- Pediatrics Clinic
- Surgery Clinic
- Psychiatric Clinic
- Eye Clinic
- OtolaryngologyClinic
- Vaccine Center
- Child Development Clinic
- Rehabilitation and Physical Therapy Center
- Heart Center

2. Pitsanuvej Pichit Hospital

This hospital is operated by Union Pichit Doctors Co., Ltd. It is a 90-bed hospital which has been in operation since October 15, 1990, and is located in Pichit Province. It provides 24-hour medical services to both outpatients and inpatients with the certification from the Healthcare Accreditation Institute (Public Organization)

for following the Step 2 Path towards HA for the quality development and safety of the patients. The hospital has specialist clinics as follows:

- | | |
|---------------------------------------|------------------------------|
| — Orthopedics Clinic | — Child Psychiatric Clinic |
| — Obstetrics and Gynecology Clinic | — Heart Clinic |
| — Plastic Surgery Clinic | — Hematology Medicine Clinic |
| — Internal Medicine Clinic | — General Surgery Clinic |
| — Neurosurgery Clinic | — Neurology Clinic |
| — Pain Rehabilitation Clinic | — Pediatrics Center |
| — Endocrinology and Metabolism Clinic | — Urinary Clinic |

3. *Princ Paknampo Hospital 1 and Princ Paknampo Hospital 2*

Both hospitals are located in Muang District, Nakhorn Sawan Province and are operated by Paknampo Hospital Co., Ltd. (former name: Ten M.D. Nakhon Sawan Co., Ltd.). Each is a 100-bed hospital accredited by the Healthcare Accreditation Institute (Public Organization). The two high-level secondary hospitals offer 24 hours services to in-patients and out-patients, having specialists and using modern technologies for medical excellence with the focus in patient treatment. With a multidisciplinary team, patients can rest assured of professional specific treatment of their illness. The success award received were achievement of HIMSS Analytics stage 7 – the first hospital in Thailand to have achieved this stage and was accredited for Step 2 Hospital Accreditation (HA) of Thailand. The hospitals feature the following Centers and Clinics.

- | | |
|-------------------------------------|---|
| — Emergency Center | — Pediatrics Clinic |
| — Dental Clinic | — Diagnostic Radiology Center |
| — Gastrointestinal and Liver Clinic | — Cardiovascular Clinic |
| — Intensive Care Unit | — Infectious Disease Clinic |
| — Internal Medicine Clinic | — Laboratories |
| — Neurology Clinic | — Orthopedic Clinic |
| — Physical Therapy Department | — Surgery Clinic |
| — Urinary Center | — Obstetrics and Gynecology Center |
| — Medical Check-up Center | — Otolaryngology Clinic |
| — Eye Clinic | — Diabetes, Thyroid, and Endocrine Center |
| — Nephrology Clinic | — Chinese Medicine Center |

4. *Pittsanuvej Uttaradit Hospital*

Pittsanuvej Uttaradit Hospital, the only private hospital in Uttaradit Province, is operated by Pittsanuvej Uttaradit Hospital Co., Ltd. is a 57-bed secondary care hospital located on Phitsanulok-Denchai Highway,

Muang District, Uttaradit Province. It was officially opened in March 2019. It features 50 patient rooms, seven individual rooms in the ICU with equipment and ventilators, international standard operation rooms and modern medical equipment, including a high-speed CT scanner, a mammography device, a 4D ultrasound machine, cardiac stress test equipment and echocardiography equipment. Emergency services are also available and are provided by emergency medicine physicians, ready to take care of patients in the locality and nearby provinces such as Sukhothai, Phrae, Nan, as well as neighboring Lao PDR. It has the capability to transfer patients to another network hospital and has medical specialists and clinics as follows:

- Internal Medicine Clinic
- Obstetrics and Gynecology Clinic
- Rehabilitation Medicine Center
- Otolaryngology Clinic
- Surgery Clinic
- Pediatrics Clinic
- Health Check-up Center
- Emergency and accident Center

5. *Sirivej Lamphun Hospital*

Sirivej Lamphun Hospital is a 59-bed hospital located in Lamphun Province. It has been opened for 23 years, providing secondary care services and is operated by Principal Healthcare – Lamphun Co., Ltd. It offers 24 hours medical treatment for both in-patients and out-patients with certification of Step 2 Hospital Accreditation from Hospital Accreditation (HA) of Thailand, having specialists and clinics as follows:

- Obstetrics and Gynecology Clinic
- Internal Medicine Department
- Emergency and Accident Center
- Eye Clinic
- Otolaryngology Clinic
- Surgery Center
- Health Check-up Center
- Dental Center
- Pediatrics Clinic

6. *Princ Uthai Thani Hospital*

Princ Uthai Thani Hospital is a 59-bed hospital and has been opened for 1 year, providing secondary care service. It is located on Uthai Thani – Paholyotin Road, Uthai Thani Province and is operated by Principal Healthcare – Uthai Thani Co., Ltd. It offers medical services with the focus on taking care of trauma patients by its Emergency Center, which is staffed with emergency medicine physicians and specialists. It is fully equipped and accommodates people in Uthai Thani and nearby provinces, such as Chai Nat and Nakhon Sawan Provinces. It also provides consultations and 24-hour transfers to a network hospital, such as Princ Paknam Hospital in Nakhon Sawan Province. The hospital features the following specialists and clinics:

- Internal Medicine Department
- Orthopedics Department
- Pediatrics Department
- Emergency and Accident Center
- Surgery Department
- ICU Department

- Obstetrics and Gynecology Clinic
- Laboratories
- Health Check Up Center
- Diagnostic Radiology Department
- Delivery Room and Nursery Department
- Physical Therapy Department

7. Virajsilp Hospital

Virajsilp Hospital is 100-bed hospital located in Muang Chumphon District, Chumphon province. It has been opened for 43 years, providing secondary care services and is operated by Principal Healthcare – Chumphon Co., Ltd.. It determined to provide excellent healthcare with safe, standard and modern medical equipment. It offers 24 hours medical treatment for both in-patients and out-patients with the certification of Setp 3 Hospital Accreditation and ISO 9001: 2015, having specialists and clinics as follows:

- Internal Medicine Department
- Obstetrics and Gynecology Clinic
- Dental Clinic
- Surgery Clinic
- Emergency Center
- Health Check Up Center
- Pediatrics Department
- Psychiatric Clinic
- Neurology Center
- Otolaryngology Department
- Orthopedics Department
- Hemodialysis Center

Medical Service Capacity

The capacity to serve Out-Patient group (OPD) was evaluated from the availability of room while the capacity to serve In-Patient was evaluated from availability of beds. As of December 31, 2020 the capacity of the hospitals in the Group was as follows:

Hospital	Number of Bed	No. of outpatient/day	
		2020	2019
Princ Hospital Suvarnabhumi	200	1,405 persons/day	1,297 persons/day
Pitsanuvej Hospital	150		
Pitsanuvej Phichit Hospital	90		
Princ Hospital Paknampo 1	100		
Princ Hospital Paknampo 2	100		
Sirivej Lamphun Hospital	59		
Pitsanuvej Uttaradit Hospital ^{1/}	57		
Princ Hospital Uthaithani ^{2/}	59		
Virajsilp Hospital ^{3/}	100		
Princ Hospital Ubonratchathani ^{4/}	59		

Remark : 1/ Opened for service in March 2019

2/ Opened for service in November 2019

3/ Accepted the business transfer in March 2020

4/ Accepted business transfer in September 2020

Project of which transfer has just been accepted

The Company set up a subsidiary, Principal Healthcare – Ubonratchathani Co., Ltd., (“PUBN”) to invest in and operate a hospital business in Ubon Ratchathani Province. The subsidiary acquired and accepted the transfer of the hospital business of Ruamphaetsanpasit Company Limited (Ruamphaetsanpasit), which had been operating a 59-bed private hospital – Sanpasitinter Hospital - located in Ubon Ratchathani Province. PUBN accepted the transfer of the hospital Ruamphaetsanpasit including its assets, licenses necessary for operating the hospital on the transfer date, and employees wishing to work for PUBN. The acquisition of Ruamphaetsanpasit Hospital effectively expanded the Company’s hospital network to cover the Northeastern region of Thailand, thus enhancing growth potential and competitiveness, as well as future revenues. The transfer was completed on September 1, 2020.

Project under construction

Principal Health Care Company Limited, a subsidiary of the Company, entered into a Joint Venture Agreement with Sisaket Meditech Company Limited which 60% shares in a new subsidiary are held by PRINC Group, to form a Principal Healthcare - Sisaket Company Limited., in order to engage in a private hospital business in Sisaket Province. The hospital, to be named Princ Sisaket Hospital, will be the first 59-bed private hospital in the province. The project is currently under construction and is expected to be available for services in Q2/2021.

In September 2019 the Company acquired a land plot in Lamphun province to build a new hospital under the name Princ Hospital Lamphun, a 59-bed hospital to provide medical services to the patients under Social Security System. Currently the project is under construction and it is expected to be ready to offer service in Q2/2021.

b) Property Development for Rent

- **Hotel/ Serviced Apartment**

1. Marriott Executive Apartment Sathorn Vista, Bangkok is a five-star hotel and serviced apartments with 187units under management of the Marriott Group. Fully-equipped with facilities and amenities, it provides accommodation services to foreign customers working and traveling in Thailand for short- and long-terms. The property is located in a Central Business District on Sathorn Road near Silom, with an efficient security system.

Marriott Executive Apartment Sathorn Vista, Bangkok													
Business category	One five-star hotel and serviced apartment building												
Location	Sathorn Soi 3 (Suan Plu), S Sathon Rd, Thung Maha Mek, Sathon, Bangkok												
Room types	<table border="1"> <thead> <tr> <th>Type</th> <th>Number of rooms</th> </tr> </thead> <tbody> <tr> <td>1 Bedroom Suite</td> <td>55</td> </tr> <tr> <td>1 Bedroom Executive Suite</td> <td>50</td> </tr> <tr> <td>2 Bedroom Suite</td> <td>58</td> </tr> <tr> <td>3 Bedroom Suite</td> <td>11</td> </tr> <tr> <td>3 Bedroom Executive Suite</td> <td>10</td> </tr> </tbody> </table>	Type	Number of rooms	1 Bedroom Suite	55	1 Bedroom Executive Suite	50	2 Bedroom Suite	58	3 Bedroom Suite	11	3 Bedroom Executive Suite	10
Type	Number of rooms												
1 Bedroom Suite	55												
1 Bedroom Executive Suite	50												
2 Bedroom Suite	58												
3 Bedroom Suite	11												
3 Bedroom Executive Suite	10												
Dining	<u>Name/type of food</u> Momo Café (Thai and international cuisines) Pool Bar												
Banquet and meeting room	<u>Room name</u> Board Room												
Other services	-												
Operation commencement date	March 2009												

2. Somerset Ekamai Bangkok is a serviced apartment operated by V Residence Co., Ltd., the subsidiary of the Company. This serviced apartment is managed by the executives from Ascott Group who has reputation and international hotel management experience. This project provides long-term accommodation service to foreigners who come to work in Thailand and foreign visitors, providing full amenities inside the rooms. The project is located in Business area of Sukhumvit and Ekamai.

Somerset Ekamai Bangkok Project							
Business type	5-star hotel and serviced apartment under the management of Ascott Group totalling 3 buildings (Aim, Balance, Cheer Tower) consisting of a 15-storey hotel building, a 14-storey apartment building and a 19-storey apartment building.						
Location	Soi Ekamai 2 Sukhumvit 63 road (Ekamai), North Prakhong, Wattana, Bangkok						
Room Type	<table border="1"> <thead> <tr> <th>Room type</th> <th>Number of rooms</th> </tr> </thead> <tbody> <tr> <td>1. Studio Executive</td> <td>26</td> </tr> <tr> <td>2. Studio Executive Twin</td> <td>13</td> </tr> </tbody> </table>	Room type	Number of rooms	1. Studio Executive	26	2. Studio Executive Twin	13
Room type	Number of rooms						
1. Studio Executive	26						
2. Studio Executive Twin	13						

Somerset Ekamai Bangkok Project		
	3. 1-Bedroom Classic	13
	4. 1-Bedroom Executive	13
	5. 1-Bedroom Premier	39
	6. 2-Bedroom Executive	13
	7. 2-Bedroom Premier	13
	8. 1-Bedroom Deluxe	12
	9. 2-Bedroom Deluxe	13
	10. 3-Bedroom Executive	26
	11. 3-Bedroom Deluxe	20
	12. 3-Bedroom Premier	10
	13. Studio Standard	9
	14. Studio Deluxe	42
Banquet/Meeting Room	1 auditorium room and 5 meeting room	
Commercial Operation Date	Quarter 4, 2016	

- **Office space for rent business**

V Intelligence Co., Ltd., a subsidiary, is engaged in the renting of space in Bangkok Business Center Building to medium-sized and large companies, both Thai and foreign. The building is in Ekamai area, which is in a CBD with complete public utilities and telecommunications.

Bangkok Business Center Building	
Location	Ekamai Road (Soi Sukhumvit 63), Klongton Nua, Wattana, Bangkok
Area	1-3-9 rai (709 square wah)
Building area	37,770.61 Square meters
Project details	30-story building with one basement floor
Highlights	Grade A Office building in Ekamai area. Modern decoration. Common facilities. A food court. Seven standard meeting rooms. A 50-seat training/seminar room. A plaza and shops.
Number of units for rent	93 units
Target customers	Thai and foreign medium-sized to large companies looking for office space in Sukhumvit-Ekamai area, within a distance of 100-900 meters.

Currently the Company has one land plot in Rayong Province owned by Banchang Business District Co., Ltd., a subsidiary in V Brilliant Group Holding Co., Ltd. Such land plot has potential for development into a hospital. Presently, it is under project feasibility study.

2.2 Market and competition

Thailand Economic Outlook

Thai economy in 2020 was forecasted to shrink by -6.5% improving from the forecast in October at -7.7% with the support from the favorable measures to control the spread of COVID-19 and government measures to stimulate the economic recovery in the second half of 2020. The export value also increased from the faster economic recovery of the trading partners than expected after many countries relief the measures controlling the spreading of COVID-19.

The Ministry of Finance forecasted that Thailand's economy in 2021 expects to grow at 2.8% per year due to the COVID-19 outbreaks in many countries including Thailand. This affects economic activities, international traveling, and the number of inbound tourists. The lower number of international visitors in 2021 is foreseeable. However, there is a positive signal from the vaccine injection to the people in various countries. In addition, the government continuously uses fiscal policy to support and stimulate the recovery of the Thai economy such as the 50-50 Co-Payment Project, We Win Project and also exploit monetary policy via Specialised Financial Institutions to support and remedy the impact from COVID-19 outbreaks. In addition the borrowing of the remaining loan to solve the problem, help revive the economy and society affected by the spread of COVID-19 is expected to be made by the Ministry of Finance. This would help stimulate consumption and increase employment. Private consumption and investment are expected to grow at 2.5% and 3.4% per year. Meanwhile, public consumption and investment is anticipated to expand at 6.1% and 12.1% per year. The export value of Thai products expects to grow at 6.2% per year with the continued recovery trend in line with the economic recovery of the key trading partner countries. The Ministry of Finance forecasted that the Thai economy in 2022 will gradually recover in line with the world economic recovery supporting by the progress of vaccine and economic stimulus package in various countries.

Source: Thai Economic Forecast Report in 2020 and 2021 by Fiscal Policy Office in January 2021

Overview of Healthcare Business in Thailand

The medical service business has been growing by leaps and bounds because medical services are one of the necessities in life.

The Thai healthcare system

The government provides healthcare schemes to all Thai people through the health security system. The main healthcare schemes are as follows:

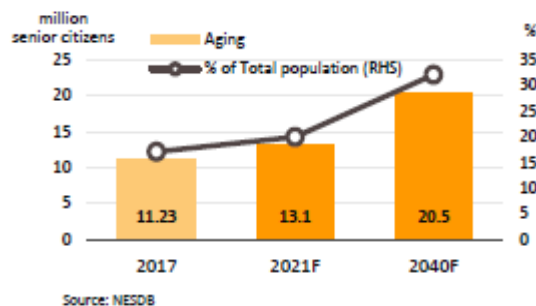
- The Universal Coverage Scheme: provision of medical and healthcare service to those who do not have any other healthcare coverage, especially low-income earners. This scheme is known as the

“30 Baht Scheme”, mainly covering general illnesses, and is under the supervision of the National Health Security Office.

- The Social Security Scheme: provision of medical and healthcare services to private companies’ employees. This scheme covers illnesses and disabilities, including child delivery, child care, senility, and unemployment. This scheme is under the supervision of the Social Security Office.
- Medical benefit schemes for government officials and state enterprise employees: provision of medical and healthcare services to government officials and state enterprise employees, their spouse, parents, and children under legal age. These schemes are under the supervision of the Comptroller General Department, Ministry of Finance.

Positive factors for the private hospital business

- **Becoming an aged society** This will lead to increasing demands for more sophisticated medical services requiring higher technologies. The NESDB forecast that Thailand will become an Aged Society in 2021. The population over 60 years represents 20% of the total population and will increase to 32% in 2040. 60% of elderly people generally have health problems. The Ministry of Public Health forecast the increase of healthcare expenditure for the elderly from Baht 63 billion (2.1% of the GDP) in 1990 to Baht 228 billion (2.8% of the GDP) in 2022 (From the Twelfth National Health Development Plan, 2017-2021).

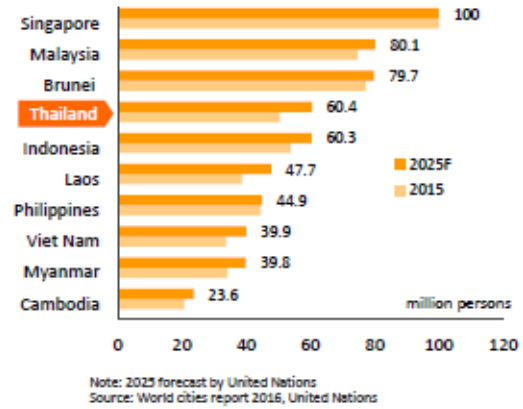


Population over 60 years of age in Thailand

- **Urbanization** The United Nations expects Thailand’s degree of urbanization to increase from 50.4% in 2015 to 60.4% in 2025. The governments’ several initiatives, such as those related to investments in infrastructure, establishment of Special Economic Zones and the Eastern Economic Corridor (EEC), offer greater opportunities for businesses to expand healthcare services to the provinces to accommodate patients and expatriates working in Thailand.



Proportion of middle-income earners in some ASEAN countries



Urbanization in Thailand and other ASEAN countries

- Promoting Thailand as an international healthcare hub:** This strategy is aligned with rising interest worldwide in medical tourism. From now to 2024, The Tourism Authority of Thailand will promote the country as the 'medical and wellness resort of the world'. They are trying to achieve this through several programs: (i) Telemedicine for overseas Thais, which aims to help Thais living overseas receive medical and beauty treatment in Thailand. This is expected to generate THB80,000 per person; (ii) global health insurance companies, to increase uptake of Thai healthcare services by civil servants in Myanmar, Lao PDR, Cambodia and the Middle East; (iii) online health, which focuses on visitors seeking healthcare and beauty treatments arriving from Myanmar, China and the Middle East; the services are promoted on the online marketplace; (iv) hotelistic (a portmanteau of hotel and holistic), which promotes health services such as health checks and checking for toxins in patients and removing these in-situ at tourist hotels or wellness centers; and (v) agent/media outreach, which aims to establish Thailand as a global 'top of mind destination' for medical and wellness tourism. Rising interest in personal health and wellbeing is also prompting hospitals to venture into the wellness industry. These include the BDMS Wellness Clinic (Bangkok Hospital), Vitalife Wellness Center (Bumrungrad Hospital, expected to open this year), and Medical City (Thonburi Hospital). Combined, these measures will support the ongoing growth of the medical tourism industry in Thailand over the long term
- Designating Thailand's medical industry and 'medical hub' status as 'new S-curve' industries:** The government has offered a range of incentives (including generous tax breaks) to attract overseas players to invest in Thailand. That includes setting up facilities for the research and development of medical innovation and pharmaceutical products. This could help private hospitals to cut costs, increase their competitiveness against overseas players, and strengthen related industries in the area of medical tourism. In April this year, the government responded to the anticipated new demand for medical equipment created by the Covid-19 pandemic by introducing more investment support measures.

As a result, in 1H/2020, there received 52 applications (+174% YoY) for investment support for projects related to the medical industry with a combined value of Baht 13 billion (+123% YoY). Within the EEC, the government has also given the green light to Thammasat University's new EECmd project in Pattaya, which will be home to medical innovation and an important part of the medical hub strategy. Several parties have expressed interest in investing in the project, including Japan's Mizuho Bank, which will offer loans to customers who invest in the healthcare industry in the area, Chinese players looking to establish a center for research into traditional Chinese medicine in the ASEAN zone, and a Taiwanese clinic for the elderly. Beyond this, there will also be an international health center that specializes in medical genomics, and there is support for private-sector investment in the construction of a new hospital to meet the rising demand for healthcare services from those working in industrial estates in the area.

Negative factors potentially affecting the growth of the healthcare business

- **Intense competition from domestic and foreign competitors**

Apart from continued investments of the existing hospital business operators, large investors in other industries have adjusted their business model and entered the hospital business; e.g., Pruksa Holding (operator of Vimutti International Hospital - expected to open in 2020), RSU Group (RSU International Hospital, also to open in 2020), other groups such as Charoen Pokphand Group (CP Group) and Thai Charoen Corporation (TCC Group). This causes an increase in the number of hospitals and beds, resulting in more intense competition among Thai hospital business operators in terms of pricing and services, as well as medical personnel poaching. In addition, private hospitals also have to compete with after-hour clinics of public hospitals and its spoke hospitals as well as medical schools (such as Siriraj Piyamaharajkarun Hospital, spoke hospital of Siriraj hospital and Somdech Phra Debaratana Medical Center of Ramathibodi Hospital) which have competitive advantages in terms of reputation, medical technology and medical specialists.

In the medium to long term, the private hospital business would be faced with competition from advancement to this business of foreign investors exploiting benefits from the opening of the AEC, allowing foreign investors to hold up to 70% shares in Thai hospitals, particularly those from Singapore and Malaysia who have experience in acquiring this business in other countries. In addition, there are also foreign hospital competitors. Some countries in Asia, such as Singapore, Malaysia and India, also position themselves as International Medical Hubs and have the same target as Thailand. Middle East countries that are major customers of leading Thai hospitals, such as Qatar, opened a Medical City with 559 beds worth Baht 23,000 million at the end of 2017. Kuwait opened a Hospital Complex with 1,166 beds worth Baht 35,000 million. The United Arab Emirates changed the health insurance policy to focus on undergoing domestic medical treatment instead of going abroad for medical services. These factors put pressure on the financial

performance and profitability of private hospitals, and medium-sized and small-sized hospitals with no spoke hospitals would have lower profits.

- **Lack of doctor and medical personnel:** World Health Organization set the number of doctors and nurses to the population at 2.8 per 1000 while such ratio in Thailand is 0.4 per 1000 which is lower than the major competitors like Singapore at 1.92 per 1000 and Malaysia at 1.2 per 1000. The increase in the number of private hospitals will cause a shortage of doctor and medical personnel thus, increase cost to the business.

- **Government policy to control the prices of medicines, medical supplies and medical services**

The adding of medicines, medical supplies and medical services to the price control list according to the Prices of Goods and Services Act, B.E. 2542 (1999). Such inclusion of goods such as medicines and medical supplies and services may affect the service charge adjustment and operating results of private hospitals, particularly medium-sized and small ones without a network. The medium-sized hospital often relies on the revenue from service under the Social Security Fund. The change in the health care policy of the Social Security Fund will affect the performance of the business.

Source: 2020-2022 Business/Industrial forecast “Private Hospital Business”, Krungsri Research Center

Marketing Strategy

1. To expand the hospital network by increasing the number of hospitals in secondary provinces through self-investment in provinces with good potential and no private hospitals. For example in Uthai Thani Province that the investment has been made in Princ Uthaitani Hospital which has officially started to offer the services since 2019. In addition, the Company also has a policy to partner with the existing medium-sized and small-sized hospitals through joint ventures or acquisition, with priority given to established and reputable hospitals in operation for longer than 10 years. Of late, in 2020, the Company expanded the network to the Northeast and the South by forming a joint venture with a local operator and acquisition of a hospital with good potential. As a result, the Company’s network now has 11 hospitals.
2. Penetrating the middle-income group, the majority of the population, employing a focus strategy through pricing at lower levels than leading chain hospitals.
3. Provision of hospital management service to private and public hospitals, especially private hospitals in the provinces which have been in operation for more than 10-25 years. The operators of these hospitals neither want to sell their business nor to find a new partner but have incurred losses from the operation. The Company will manage its business and take care of cost management, guaranteeing revenue and profit growth.

4. Using technology to drive the business, attaching importance to modern medical technologies to provide greater efficiency of services to patients; for example, automatic medicine dispensing machines, dispensing medicine using a system with high accuracy, having modern medical equipment, and reviewing x-ray images via a computer. This is done in parallel with the development of the Hospital Information System to establish network hospital management; promotion of resource sharing and working collaboration, e.g. procurement, finance, information technology, strategic work, accounting, as well as the new human resources system, Workday, which will provide an overview of human resources of the hospitals in the network and enable efficient management of human resources. Besides that, the Company develops the Mobile Application namely “PRINC Health” to allow the patient to access the medical service via mobile linked to the hospital system of PRINC Hospital network. The patient can see his medical record and make an appointment to see the doctor and to receive news from the hospital.

Princ hospital network has provided New Normal service since the beginning of 2020 as a result of COVID-19 outbreak by launching “Dr. PRINC” Kind doctor fight with COVID-19 via 3 medical services.

1. Dr. PRINC Telehealth – provides health consultation service by doctors of PRINC Hospital network via Line Official Account:@Dr.PRINC. The patient can see the doctors and receive consultation online 24 hours free of charge.
2. Dr.PRINC Drive Thru – provides drive-thru service at the service point outside the building including screening for COVID-19 service, injecting vaccine to those who are older than 15 years of age and get the medicine without getting off the car.
3. Dr.PRINC@Home – provides medical services at home to the patients including vaccine injection, blood test, dress and clean the wound, medicine delivery.

Such service will reduce the traveling to the hospital of the patient and also reduce the risk for medical personnel.

Competition

The hospitals of the subsidiaries are located in Samut Prakan Province and six provinces in the North; namely, Phichit Province, Phitsanulok Province, Nakorn Sawan Province, Uthai Thani Province, Uttaradit Province and Lamphun Province. According to the plan, the network will be extended to the Northeast and the South in Ubonratchathani and Chumphon Provinces in 2020 and in Sisaket Province in 2021 respectively. There are enormous opportunities to grow in the hospital business in these provinces because of their large populations. The hospitals in the group are considered leading hospitals in their respective areas in terms of medical teams, the number of beds, and the reputation of the hospitals in the network.

The hospitals in the group have to compete with nearby private hospitals. The competitors in each area are as follows:

Group hospital	Nearby private hospital	Location
Princ Hospital Suvannabhumi	Chularat Hospital 3	Samut Prakan Province
	Central Park Hospital	Samut Prakan Province
	Bangna Hospital 5	Samut Prakan Province
	Paolo Memorial Hospital	Samut Prakan Province
	Muang Samut Paknam Hospital	Samut Prakan Province
	Samrong General Hospital	Samut Prakan Province
Pitsanuvej Phichit Hospital	Chai Arun Vejchakarn Hospital	Phichit
	Srisukho Hospital	Phichit
Pitsanuvej Hospital	Bangkok Hospital Phitsanulok	Phitsanulok
	Ruamphat Phitsanulok Hospital	Phitsanulok
	Phitsanulok Hospital	Phitsanulok
Princ Hospital Paknampo 1	Srisawan Hospital	Nakhon Sawan
and Princ Hospital Paknampo 2	Romchat Hospital	Nakhon Sawan
	Ruamphat Hospital	Nakhon Sawan
Pitsanuvej Hospital Uttaradit	No private hospitals Uttaradit Province	
Sirivej Lamphun Hospital	Lamphun Hospital	Lamphun
	Hariphunchai Memorial Hospital	Lamphun
Princ Hospital Uthai Thani	No private hospitals in Uthai Thani Province	
Virajsilp Hospital	Thonburi-Chumphon Hospital	Chumphon
Princ Hospital Ubonratchathani	Rajavej Ubonratchathani Hospital	Ubon Ratchathani
	Ubonrak Thonburi Hospital	Ubon Ratchathani

The advantages of the private hospitals of the Group over competitors are as follows:

Princ Hospital Suvannabhumi is in a good location near Suvannabhumi Airport and Megabangna Shopping Centre, There are capable doctors and specialists in various fields such as Gynecology, Surgery, Internal Medicine, Pediatrics, Orthopedics Surgery together with the investment in modern medical equipment like CT 128 slice MRI 3 tesla. It has efficient management systems leading to effective cost control. Furthermore, the medical fees are charged at reasonable rates suitable for the target customers.

Pitsanuvej Phichit Hospital is the first private hospital in Phichit Province. It has been in operation for 27 years. The establishment has competitive advantages in various aspects, including the certification of Hospital quality from Hospital Accreditation in 2020 with competent specialists, heavy investment in modern medical equipment, modern information technology system, and efficient management systems leading to effective cost control. Furthermore, the medical fees are charged at reasonable rates suitable for the target customers. In addition, the hospitals in the group have high capabilities, which build confidence in case of transfers.

Pitsanuvej Hospital is accredited by the Joint Commission International (JCI). The international standard, the hospital has modern medical equipment and offers advanced medical services. It also features an advanced technology Radiology Center. Moreover, the management team has over 40 years of experience in hospital management. Its medical personnel includes multidisciplinary professionals in all areas, ready to deliver professional services.

Princ Hospital Paknampo 1 and Princ Hospital Paknampo 2 are both model hospitals when it comes to the application of information technology, such as HIS that use Centrix Program to record patients' information, which enable to provide speedy service to the patients. It has been certified for having achieved HIMSS Analytics EMRAM Stage 7 (the first in Thailand to have achieved this level). It has network hospitals staffed with experienced medical personnel and specialists in various areas. Furthermore, it has efficient management systems leading to effective cost control. As such, the medical fees are charged at reasonable rates suitable for the target customers.

Pitsanuvej Uttaradit Hospital is a new hospital situated in Muang District of Uttaradit Province. It is the first and only private hospital in the province, with international standard operation rooms and modern medical equipment, such as a high-speed CT scanner and a mammography device. It is staffed with physicians specializing in many areas.

Srivej Lamphun Hospital is located in the city center, easy to access. It is well-recognized by people in Lamphun Province because it has been in operation for 23 years. Medical doctors are specializing in the treatment of cataracts and osteoarthritis and modern medical equipment as well as efficient management systems leading to effective cost control. As such, the medical fees are charged at reasonable rates suitable for the target customers.

Princ Hospital Uthai Thani is a new hospital situated in Muang District of Uthai Thani Province. This first private hospital in the Province offers international standard medical services with modern equipment and has experienced medical personnel, ready to deliver professional services. The medical fees are charged at reasonable rates suitable for the target customers.

Virajsilp Hospital is located in Muang District of Chumphon Province. The patients can travel to the Hospital easily. It is a private hospital offering complete medical service and has been in operation for over 40 years. It provides speedy and efficient examination and treatment, using modern medical equipment. Its Operation Center has a computerized analysis system which is efficient and fast. In addition, it is the only private hospital in Chumphon that was certified the quality standard Step 3 Hospital Accreditation from Hospital Accreditation Thailand. Virajsilp Hospital is classified as a large hospital with a low medical fee.

Princ Hospital Ubonratchathani is a small private hospital located in Muang District, providing medical services, rehabilitation, disease protection, aesthetic surgery clinic by experienced doctors. It has specialized clinics providing service by experienced medical personnel and specialists in various areas with the professional standards.

In addition, the Company has introduced the Hospital Information System (HIS) for use in the hospital network. All the databases have been uploaded to cloud and patients' records are digitally linked, thus increasing efficiency in treatment and significantly reducing server costs, maintenance costs and personnel costs. The system can accommodate rapid expansion of the business and network operation as users can access information of each hospital from everywhere and anytime according to the assigned authority. Also, the HIS can support the Electronic Medical Record (EMR) system and can accommodate all steps in the hospital process, from registration to completion of the treatment and the discharge. Principal Healthcare is the first hospital network to have uploaded all the databases to the cloud. In addition, as it recognizes the importance of human resources development, it has installed the Workday Human Capital Management (HCM), a Workday cloud technology in order to increase operational efficiency and upgrade the health service experience in Thailand and ASEAN.

The Company's selection of the HCM signified it's being the first healthcare business to have turned to cloud technology for the management of human capital. This is part of the digital transformation strategy. Through the use of an application, employee time attendance can be managed with greater flexibility. This also applies to making leave requests, shift change requests, and announcements, as well as performance appraisal.

Customer characteristics

Customers of the hospitals of companies in the Principal Healthcare Group can be classified into two categories as follows:

1. Cash customers - These customers pay their hospital bills out of their own pocket. The target customers in this category are those living or working near the respective hospitals.
2. Contract customers - These are customers undergoing treatment under the contracts made with their organizations, which will assume responsibility for the expenses incurred, or holders of health insurance policies whose expenses will be reimbursed by the hospital from the organizations or the insurers, or the Social Security Office.

Target customers

Target customers are middle to high-income earners in each locality, including those holding life and health insurance, customers suffering from road accidents and foreigners.

Pricing policy

The Group's policy is to set prices at the level suitable for the symptoms and treatment methods. The prices are comparable to local competitors of the same level and are competitive, based on market prices of reference hospitals in the same or nearby locations.

Overview of the tourism industry

Year 2020 is the difficult year for Thailand's tourism industry. Based on the statistics of Tourism Authority of Thailand, there were 6.7 million international visitors visiting Thailand during the 11 months of 2020 decreasing by 83% YoY, generating tourism receipts of approximately Baht 332.01 billion, dropped by 82% from last year. The traveling situation of international visitors to Thailand from the end of 2020 to 2021 is still versatile from the unstable internal and external factors especially the outbreak of COVID-19 in many countries still do not reach its peak level. For example, the number of new infected person increased continuously while many countries experienced new wave of outbreaks such as Japan, South Korea, Indonesia, Philippines, Australia and Europe. The new wave of outbreaks tends to be more severe than previous on at the beginning of 2020 forced many countries to impose lockdown measures again. World Health Organization warned every country to prepare to cope with the new wave of outbreaks in winter at the end of 2020 to the beginning of 2021. Tourism Authority of Thailand forecasts that the economic in many countries would not be recovered to normal within 2021. K-Research predicted that the situation will be back to normal as pre-COVID in 2023. However, the good news about the 90% progress of vaccine development will support the faster recovery of tourism industry than expected period. In the meantime, the business has to rely on the domestic travelers. The domestic traveling situation is favorable but the recovery is limited in some area and in some provinces only.

Based on the uncertainty of internal and external factor in 2021, Tourism Authority of Thailand forecasts that the number of international visitors to Thailand will be around 6-15.5 million and generate tourism receipts of around Baht 300-740 billion.

Source: Tourism Authority of Thailand

<https://www.buesinesstoday.co/business/16/11/2020/54240/>

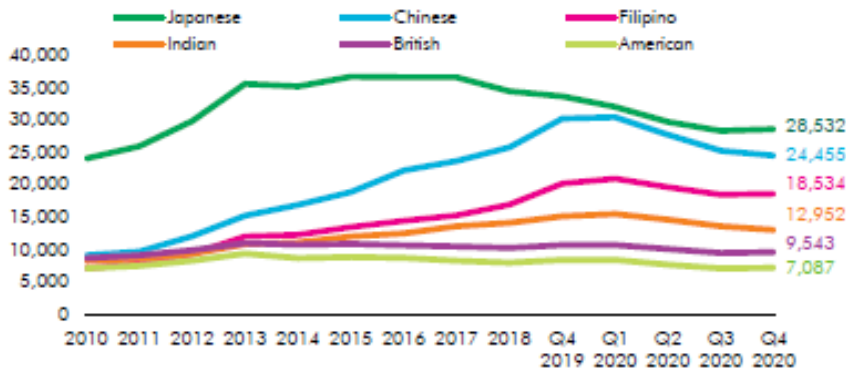
<https://www.thaihotelbusiness.com/hot-issue/>

Overview of the Bangkok serviced apartment market

Thailand's hospitality industry has been hit hard by the COVID-19 pandemic and Bangkok's serviced apartments are no exception. However, a recent study by JLL, showed serviced apartments generally are far better than hotels in current and past times of distress. JLL expects the pandemic to boost the growing trend of mixed-use format offering hotel rooms and serviced apartments in a single development.

JLL’s study monitored international grade hotels and serviced apartments across Bangkok between January and April 2020. The findings from the study show that over 80% of the city’s serviced apartments remained open at the end of April, with the average occupancy rates declining by 30% year-on-year. During the same period, as of Q3/2020 the occupancy rate was at 53% and majority of hotels across the city was shut down and those that remained operational saw occupancies drop by nearly 50% year on year and the occupancy rate of many hotels was lower than 10% of total rooms. Whilst the ongoing tourism market slump has forced the majority of hotels across Thailand to close their doors in order to lower their fixed costs, most of the Bangkok’s serviced apartments have remained open to serve long-stay guests. Tourists or short-stay guests represent a smaller demand source in Bangkok’s serviced apartment sector. Though we have seen serviced apartments shifting their guest acquisition strategies by increasing the portion of short-stay guests in recent years, long-stay guests, most of whom are expatriates, have remained their top source of demand. This explains why the serviced apartment sector has felt relatively smaller impact from the COVID-19 pandemic than hotels that rely more on short-stay demand from tourists. However, the competition in serviced apartment business tends to increase. Japanese expatriates, the key market feeder of the long-term rental market to serviced apartments in Bangkok, has continued to decline from cost-cutting policy of many companies and relocation to other emerging market like Vietnam as the management roles are now replaced with Thais which has lower costs. At the same time, the number of new expatriates coming in will be limited in 2021.

While the supply in serviced apartment market continue to increase, as serviced apartments in Bangkok also operates in daily rental and compete directly with hotels , the competition is also coming from the future hotel supply of over 9,000 keys in the next three years.



Source: Serviced apartments weathering the storm by Jones Lang Lasalle Co., Ltd. (JLL)
2021 Thailand Real Estate Market Outlook Report by CBRE

Competition situation

Competition in the serviced apartment business is quite intense. Apart from competing with other serviced apartment operators, there is also competition with hotel operators as most serviced apartments in Bangkok also offer short-term rentals. Many operators price their daily room rate close to the rates of hotels at more or less the same level. Moreover, there are a larger number of new three- to four-star hotels emerging.

There is also pressure from the Thai Hotels Association for the government to require serviced apartment to obtain a hotel license as well. Another factor is modification of some luxurious condominiums into serviced apartments, with lower rental rates. Both factors make it more and more difficult to adjust serviced apartment rental rates.

Marketing strategies

The Company employs the following strategies for the serviced apartment business.

1. Ensure that services delivered match the rates charged to impress customers so that they come back again.
2. Have in place a reservation system which is efficient and is of international standard, both on the website and online.
3. Conduct sales promotion together with allies in the tourist industry and give a discount to foreign conglomerates.
4. Maintain the existing customer base and find new customer bases.

Target customer groups

1. Expatriates working in Thailand
2. Tourists

Pricing policy

Pricing of rooms in the hotel and serviced apartment businesses are subject to a number of factors; seasonality, prices of competitors at the same level, and operation cost. However, as the majority of the Company's customers are Thai and expatriate businessmen/businesswomen staying long-term, seasonality does not have much effect on the Company.

Distribution channels

The Company uses a variety of distribution channels, as follows:

- Direct sales through the Company's sales persons who submit a rate proposal directly to the customer to maintain their relationship.
- Sales through travel agents and booking websites, such as Agoda.com, Booking.com, Hotels.com and Expedia.com.
- Sales through Internet booking on the website www.marriott.com. This channel has become more and more popular among foreigners.

2) Overview of the office building for rent business

As of the end of Q4 2020, the total office space in Bangkok continued to rise to 9.063 million sq.m., from the new launches of 3 office buildings. The overall occupancy rate in Q4 2020 stood at 93.6%, decreased by approximately 0.9% q-o-q. The Sukhumvit CBD area remained the location with the highest occupancy rate at 94.7% in Q4 2020, despite a slight decline. Tenants have been affected by the Covid-19 outbreak and economic slowdown and have often considered or actioned downsizing their rental spaces, as well as applying for a temporary reduction in rent, or changing their rental spaces to a Co-Working space instead. New demand generally came from industries such as e-commerce, logistics and technology companies expanding their businesses as well as from start-up business.

Rents declined across the city in Q4/2020, with the overall average rental price of all levels falling by about 0.13% to about Baht 742 per sq.m. It was found that in the CBD area, rents decreased by about 0.18% from Baht 1,110 to Baht 1,108. It was found that many office buildings had slightly reduced their rents to help support their tenants during the COVID-19 outbreak.

The supply of new buildings remains reasonably high. Most developments still follow their schedules. Key examples of buildings that we expect to see continue pre-leasing programs in 2021 include Vanessa Building (22,000 sq.m.), located in the CBD area and is expected to be completed in Q1 2021. Future 2021 supply in the CBD area also includes The Kronos Tower (22,481 sq.m.), O-NES Tower (46,000 sq.m.) and 140 Wireless (25,784 sq.m.).

Colliers expects the downward pressure on rents to remain in the short term while businesses focus on operational cost savings. The decline in rent rates are expected to stabilise once businesses fully recover from the COVID-19 situation.

Sources: Bangkok Office Market, Q4 2020, Colliers International

Marketing strategy

- The Company's office buildings for rent are located in business districts, allowing convenient commuting
- The company has in place standardized security systems, with experienced and skillful technician teams overseeing the buildings and the systems.
- The Company has professional and experienced teams for management of office buildings for rent.

Target customers

Target customers are Thai and foreign medium-sized to large firms wanting office space in Sukhumvit - Ekamai area.

Pricing policy

The Company's policy is to set prices at appropriate and competitive levels.

Distribution channels

The Company and its subsidiaries conduct sales through agents as they have their network and customer base. In addition, customers may contact sales officials stationed in the building area for space rental.

2.3 Sourcing of products and services

Private hospital and private hospital management businesses

- **Medical Personnel**

As medical personnel – physicians, nurses and nurse aides - are key to the private hospital operation, the Company's policy is to find physicians specializing in specific areas in order to render quality services to patients. Physicians and nurses are selected from reputable medical and nurse colleges. In addition, physicians and nurses are further trained to develop and update their knowledge.

- **Sourcing of medicines and medical supplies**

The Company's policy is to procure medicines and medical supplies from several manufacturers and distributors to prevent risks from shortages. It plans to adopt a centralized procurement system for all the network hospitals. Procurement will collect purchasing orders from all the hospitals in the Groups and place orders with distributors from time to time.

- **Medical equipment**

Recognizing the importance of procurement of medical equipment as it is an important factor in patient treatment, the Company selects and purchases good quality medical equipment from reliable manufacturers and distributors providing good after sales services.

- **The environment and safety**

In operating the business, the Company recognizes the importance of buildings as well as the workplace and work safety. It also attaches importance to conservation of the environment and natural resources, including proper disposal of garbage and waste from the operation without affecting the environment.

Property for rent business

To maintain the standards of services rendered to high-end customers, the Company made a management contract with the Marriott group, which is a world-famous hotel group, for management of the Company's residential building - Marriott Executive Apartments Sathorn Vista – Bangkok. A contract has also been made with the Ascott Group, also an internationally recognized hotel group, for management of the Somerset Ekamai Project.

2.4 Work Pending

-None-

3. Risk Factors

3.1 Business operation risks

3.1.1 Private hospital business

Risks from increasing competition

Despite its favorable growth potential, the hospital business is faced with intense competition both from public hospitals which now offer healthcare services of the same standard as private hospitals and from international operators under the health care liberalization policy. Foreign competitors have competitive edge in more advanced technologies, large hospital networks and a world class image.

Thai private hospitals will still confront fierce competition triggered by the increasing investment in the hospital business in Thailand over the past period, resulting in growing numbers of hospitals and hospital beds. Hence, there will likely be more intense competition among private hospitals with respect to pricing, promotion packages and special programs, and poaching of medical personnel. Competition also comes from after-hours clinic services offered by state hospitals and from medical colleges (such as Siriraj Piyamaharajkarun Hospital of Siriraj Hospital and Somdech Phra Debaratana Medical Center of Ramathibodi Hospital), which have competitive advantages in terms of reputation, medical technology and specialized physicians. Such competitive environment may crucially affect private hospitals' performance.

However, the Company focuses on providing services to middle- income customers who need international standard medical services in a private hospital. Charges of the Princ Healthcare's hospitals are lower than top tier hospitals. Also, the Hospital Information System has helped managing costs down and increased competitiveness.

Risk from COVID-19 outbreak

The outbreak of COVID-19 from 2020 to the beginning of 2021 affected private hospital business especially the loss of medical tourists so the hospitals with large revenue contribution from foreign patients were hardly hit. The hospitals with domestic patients especially under the Social Security System would have lower effect.

The target customers of Princ Hospital network are medium-income earners. During the COVID-19 outbreaks, number of patients dropped resulting in the lower revenue from hospital business in 2020. To reduce such risk, each hospital in PRINH network has adjusted the business strategy and find the business alliance and delay large amount of investment and bring in the digital platform to enhance business efficiency, cut cost and improve service for the patients and exploit the technology to link between doctors and patients for example, Telemedicine via Mobile Application and Dr.PRINC (Line Official Account) in Line Application to provide online medical advice to the patients. The hospitals also provide medicine and medical products delivery services and

also provide other services like blood drawing, wound cleaning and vaccine injection at the patients' home. Furthermore, the Company also diversified risk with the plan to open medical clinics in 2021 to provide medical services to the patients who are under Universal Coverage Scheme and Social Security System and also join with Nihon Keiei Group from Japan to operate elderly care business in order to be a new source of income in addition to existing income from hospital business.

Risks associated with hospital business expansion

Principal Healthcare Co., Ltd., which is a subsidiary, formed a joint venture with Sisaket Meditech Company Limited in order to set up a 59-bed hospital in Sisaket Province as a move to expand into the Northeast. The Company may be exposed to risks of construction behind schedule, costs becoming higher than the estimates, or any other developments which interrupt the construction, causing damage, and the operating result of the hospital may not be as planned. However, as far as construction is concerned, the Company has hired experienced contractors and consultants to ensure that construction proceeds as planned. In addition, the contract signed with the main contractor has a condition clause, allowing a delay penalty enabling the subsidiary to claim from the main contractor in the event the construction is not completed on agreed schedule.

The Company's policy is to expand the private hospital business by building new hospitals and acquiring hospitals in operation, of which potential can be improved for future better performance. Investment in these two forms helps reducing risks as newly built hospitals need time to generate revenues and profits whereas acquired hospitals can deliver a stream of revenues and minimize impacts on the Company's overall operating result.

Risk from shortages of medical personnel

Medical personnel, consisting of physicians, nurses and specialists in various fields, are crucial to hospital business operation. Currently, the production of human resources for healthcare is still limited in quantity and famous physicians mostly work with public hospitals. Thus, it is costly to recruit these physicians, whether part time or full time. Consequently, there is possibility for competition for medical personnel. In addition, expansion of the private hospitals in preparation for an aging society and for future business expansion has led to an increasing demand for experienced and quality medical staff. Since the development of skills, knowledge and capability of these medical personnel takes an extended period of time, the business may be affected by shortages of medical staff in various fields in the future.

Nonetheless, the hospitals in PRINH Group are located close to state universities which offer the relevant fields of studies, such as Medicine, Nursing, Pharmaceutical Science, and Medical Science (Naresuan University, Phitsanulok Province). At the same time, PSV has collaborated with several nursing colleges in nurse production and personnel development. Apart from medical staff preparation, PSV has continuously developed its own existing resources.

Risks from changing technology for medical equipment

The greater complexity and severity of diseases result in the need for state-of-the-art medical equipment. Giving top priority to the quality of diagnosis and treatment of patients, PRINH Group has consistently invested in modern medical tools and equipment. However, the current fast-changing medical technology may lead to frequent changes in technology for some medical equipment which may involve a high maintenance cost, thus likely affecting investment worthiness. PRINH Group, however, has a policy to analyze the qualification, benefit and worthiness of medical equipment in the long run before making an investment decision to ensure cost effectiveness and maximum benefits for the hospital.

Risks of facing lawsuits for damage claims arising from medical services

The hospital business is faced with a threat of legal actions taken by patients or their related persons due to dissatisfaction with the treatment or the results of treatment by physicians or specialists which fail to meet their expectation.

PRINH Group has developed service quality and applied modern treatment technologies. Moreover, it has Medical Malpractice Liability Insurance coverage against claims by patients who find the treatment results not meeting their expectation. The insurance covers not only the liability for unintentional treatment errors but also the litigation expenses. With long experience of its physicians, the assessment of service quality, treatment results and customer satisfaction, and the acquaintance with local people it serves, the Company is confident that it is able to bring about customer satisfaction.

Risks from regulatory changes

The Company's business operation is regulated by the Ministry of Public Health and other relevant government agencies. Regulatory changes may affect its operation. As an example, the cabinet approved the addition of medicines and medical supplies, as well as medical treatment and services, to the list of goods and services subject to control under the Price of Goods and Services Act, B.E. 2542. Acknowledging the policy, the Company is ready to comply to the measures to be taken for the price control; e.g., notification of purchase and sale prices of medicines and medical supplies as well as services, including medical services and other services of the hospitals, and notifying the Central Committee on the Price of Goods and Services prior to price adjustment. Nevertheless, the Company's policy is to render medical services at appropriate prices. The government policy does not have any significant impact on the Company's performance.

3.1.2 Property Development Business

Risks from intense competition

At present, competition in the serviced apartment business is relatively intense. As it also offers short-term stay services, it has to compete also with hotel operators. Moreover, several high-end condominium owners have converted some of their units to serviced apartments with lower rental rates. These make it more difficult for serviced apartment rental rates to be increased.

Risk from the change of policies towards land and building taxes

The Ministry of Finance has introduced a Land and Building Tax Act which has been endorsed by the cabinet and will come into force in 2020. The changes in the land and building policies may affect the Company and the subsidiaries in terms of increasing land tax expenses as a result of owning several parcels of land and buildings with values exceeding 50 million baht. The Act has a provisional clause alleviating the tax burden in the first two years (2020-2021). Owners of the property are required to pay taxes based on the value as appraised by the Treasury Department at the starting rate of 0.3 % for property worth less than 50 million Baht and the highest rate of 0.7% for property worth more than 5,000 million Baht. The rates are to go up by 0.3% every three years but the full rate shall not exceed 3% of the appraised value of the land and the buildings. The Company's land and buildings are located in a business district and used to be subject to Building and Land Tax at the rate of 12.5% of rental revenues. The policy change will result in the Company having to pay taxes based on the values of land and buildings instead, which may be higher.

Risks related to credit extension

The Company is exposed to risks from extending credit related to account receivables and manages the risks by setting policies and procedures for appropriate credit control. Therefore, the Company does not expect to suffer significant damage from extending credit. Besides, the trade credit granted by the Company is not concentrated because of the diversity and large number of customers. The maximum loss from credit extension is the book value of the account receivables shown in the financial statements.

3.2 Financial Risks

Risk of capital structure and liquidity

In 2020, the Company had an additional borrowing of 454 million Baht from financial institutions for construction of Princ Hospital Sisaket and acquired Virajsilp Hospital from Virajsilp Hospital Co., Ltd. As of December 31, 2020, the Company had loans from financial institutions totaling Baht 3,679.94 million for the healthcare business. There was no loan from directors. At the end of 2019, the debt to equity ratio was low, 0.73 time, hence the financial risk is still low. Due to the COVID-19 outbreak situation, the Company managed

cash cautiously and participated in the bank's policy to help relief the debt burden in order to maintain highest liquidity.

3.3 Managerial risks

Risks arising from the major shareholders has influence over determination of managerial policy

As of February 25, 2020, the major shareholder, Viddayakorn Group, held 2,811,552,743 shares, representing 81.20% of the total outstanding shares. As a result, the Group can control and has influence over every matter requiring approval by the Shareholder's Meeting, be it appointment of Directors, or any other matters requiring a majority vote from the Shareholder's Meeting, except for matters required by law or the Company's Articles of Association to be passed by three-fourths of the votes of the Shareholder's Meeting. Therefore, the small shareholders are at risk from not being able to obtain the necessary votes for checks and balances in matters which the major shareholder proposes for consideration by the Shareholder's Meeting.

However, the Company has appointed three outsiders to be Independent Directors and the Audit Committee Members, out of the nine Directors for management checks and balances the management to a certain degree. Moreover, in case of a transaction related to the directors, the major shareholder and the controlling party including those with conflict of interest do not have the right to vote for approval in that matter.

4. Major Assets in Business Operation
4.1 Major Assets of the Company

As of December 31, 2020, the Company's main assets including land and building were as follows:

4.1.1 Hospital Business

a) Main Assets of Hospital Business

No.	Property Type/Location	Net Book Value As of Dec. 31, 2020 (Million Baht)	Ownership	Obligation
1.	Phitsanuloke Medical Co., Ltd. (Pitsanuvej)			
	-Land 1-1- 45.5 rai Muang Phitsanuloke District, Phitsanuloke Province	263.69	Owned	None
	-Land 8-0-57.5 rai Muang Phitsanuloke District, Phitsanuloke Province		Owned	Bank of Ayudhaya PCL.
	-Land 28-1-78.1 Rai Muang Uttaradit District, Uttaradit Province		Owned	Thai Military Bank PCL.
	-Land 2-0-9 Rai Muang Phitsanulok, Phitsanulok Province		Owned	None
	Building	237.89	Owned	Bank of Ayudhaya PCL.
	Medical Tool and Equipment	94.21	Owned	Bank of Ayudhaya PCL.(partial)
2.	Union Pichit Doctors Co., Ltd. (Pitsanuvej Pichit Hospital)			
	-Land 6-1- 72 rai Muang Pichit District, Pichit Province	15.39	Owned	Bank of Ayudhaya PCL.
	-Land 1-0-97 rai Muang Pichit District, Pichit Province	33.21	Owned	None
	Building	86.39	Owned	Thai Military Bank PCL
	Medical Tool and Equipment	32.55	Owned	Bank of Ayudhaya PCL.(partial)
3.	Paknampo Hospital Co., Ltd. (Princ Hospital Paknampo 1, Princ Hospital Paknampo 2)			
	-Land 13-0- 98.4 rai Muang Nakhon Sawan District, Nakhon Sawan Province	348.80	Owned	Thanachart Bank PCL.
	Building	992.93	Owned	Thanachart Bank PCL.
	Work in Progress	8.22	Owned	Thanachart Bank PCL.

No.	Property Type/Location	Net Book Value As of Dec. 31, 2020 (Million Baht)	Ownership	Obligation
	Medical Tool and Equipment	128.67	Owned	None
	Land and 3 Shop Houses	41.00	Owned	Thanachart Bank PCL.
	2-Storey Town House	0.38	Owned	None
	Land 1-1-93.2 rai Muang Nakhon Sawan District, Nakhon Sawan Province	72.00	Owned	None
	O2 Condominium Unit No. Jor76/108	4.37	Owned	Bangkok Bank PCL.
4.	Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanuvej Uttaradit Hospital)			
	Building	491.00	Owned	Thai Military Bank PCL.
	Medical Tool and Equipment	45.14	Owned	None
5.	Principal Healthcare – Uthai Co., Ltd. (Princ Hospital Uthaithani)			
	Land 12-1-79.5 rai Nakorn Luang District, Uthaithani Province.	31.20	Owned	Thanachart Bank PCL.
	Building	338.14	Owned	Thanachart Bank PCL.
	Medical Tool and Equipment	21.72	Owned	None
6.	Principal Healthcare – Lamphun Co., Ltd. (Sirivej Lamphun Hospital)			
	Land 10-3-98.5 rai Muang Lamphun District, Lamphun Province	35.25	Owned	Thanachart Bank PCL.
	Land 1-1-37.2 rai Muang Lamphun District, Lamphun Province	4.05	Owned	Thanachart Bank PCL.
	Land 0-0-56 rai Muang Lamphun District, Lamphun Province	0.49	Owned	Thanachart Bank PCL.
	Land 0-0-59.3 rai Muang Lamphun District, Lamphun Province	0.48	Owned	Thanachart Bank PCL.
	Land 1-1-73.2 rai Muang Lamphun District, Lamphun Province	4.38	Owned	Thanachart Bank PCL.
	Land 2-2-25.7 rai Muang Lamphun District, Lamphun Province	6.26	Owned	Thanachart Bank PCL.
	Land 2-2-24.5 rai Muang Lamphun District, Lamphun Province	6.48	Owned	Thanachart Bank PCL.
	Building and Improvement	58.85	Owned	Thanachart Bank PCL.
	Medical Tool and Equipment	26.19	Owned	None

No.	Property Type/Location	Net Book Value As of Dec. 31, 2020 (Million Baht)	Ownership	Obligation
7.	Principal Capital Co., Ltd. (PCL) Princ Hospital Suvarnabhumi			
	Land 0-1-31 rai Bang Phli District, Samut Prakan Province	368.47	Owned	Bank of Ayudhaya PCL.
	Land 2-2-41.7 rai Bang Phli District, Samut Prakan Province		Owned	Bank of Ayudhaya PCL.
	Land 3-2-53.3 rai Bang Phli District, Samut Prakan Province		Owned	Bank of Ayudhaya PCL. Kasikornthai Bank PCL. (partial)
	Building and Improvement	1,370.73	Owned	Bank of Ayudhaya PCL..
	Medical Tool and Equipment	107.25	Owned	Bank of Ayudhaya PCL. Kasikornbank PCL. (partial)
8.	Principal Healthcare – Sisaket Co., Ltd. (Princ Hospital Sisaket)			
	Land 12-1-40.5 rai Muang Sisaket District, Sisaket Province	74.21	Owned	Bangkok Bank PCL.
	Work in progress	281.03	Owned	Bangkok Bank PCL.
9.	Principal Healthcare – Ubonratchathani Co., Ltd. (Princ Hospital Ubonratchathani)			
	Land 1-3-27.1 rai Muang Ubonratchathani, Ubonratchathani Province	152.66	Owned	None
	Land 94.7 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 98.9 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 83.1 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 97.6 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 99.6 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 2-0-85 rai Muang Ubonratchathani, Ubonratchathani Province			
	Land 1-0-68.3 rai Muang Ubonratchathani, Ubonratchathani Province			
	Land 49.5 sq.wah Muang Ubonratchathani, Ubonratchathani Province			

No.	Property Type/Location	Net Book Value As of Dec. 31, 2020 (Million Baht)	Ownership	Obligation
	Land 40.2 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 88 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 86.4 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Land 26 sq.wah Muang Ubonratchathani, Ubonratchathani Province			
	Buildings	336.92	Owned	None
	Medical tools and equipment	35.44	Owned	None
10.	Principal Healthcare – Chumphon Co., Ltd. (Virajsilp Hospital)			
	Building	174.64	Owned	None
	Medical tools and equipment	36.82	Owned	None

4.1.2 Hotel/Service Apartment Business

Project name and location	Project Type	Area (Rai-Ngan-Sq.wa)	Book Value As of Dec. 31, 2020 (Million Baht)	Owner	Obligation
Marriott Executive Service Apartments Sathorn Vista- Bangkok Tungmahamek, Sathorn Bangkok	Service Apartment	2-0-34.3	1,956.56	VMEA Co., Ltd.	None
Somerset Service Apartment Soi Ekamai 2, Ekamai Road, Bangkok	Service Apartment	5-1-94	2,132.40	V Residence Co., Ltd.	Mortgage as collateral for bank

4.1.3 Office area for lease Business

Project name and location	Project Type	Area (Rai-Ngan-Sq.wa)	Book Value As of Dec. 31, 2020 (Million Baht)	Owner	Obligation
Bangkok Business Center Sukhumvit 63 Road (Ekamai Road) Bangkok	Office area for lease	1-3-9	466.57	V Intelligence Co., Ltd.	Mortgage as collateral for bank

4.1.5 Vacant land for project development

No.	Asset/ Location	Book Value As of Dec. 31, 2020 (Million Baht)	Owner	Obligation
1	Vacant land with a total area of 40-0-58.90 rais, located in Ban Chang District, Rayong Province	120.50	Banchang Business District Co., Ltd.	None

4.2 Investment policy in subsidiary company

The Company has a policy to invest in the business that has potential to generate revenue, feasible with good return and acceptable risk. Such business must support the main business of the Company. To set subsidiary company's business direction in line with the Company's business plan, the Company has a policy to send those who have suitable experience approved by the Company's directors to be a director in the subsidiaries. There would be a meeting to follow up the operating performance every quarter. In addition, there is third party responsible for the internal audit and submits the audit report to the Board of Directors of the Company. Moreover, the Company informs the subsidiaries an important policy including good corporate governance policy, risk management policy and anti-corruption, related transaction policy and whistle blowing for acknowledgement and putting those policies into practice.

The shareholding proportion in subsidiaries can be summarized as follows:

Company Name	Business Type	Shareholding (%)	
		2019	2020
Private Hospital and Private Hospital Management			
Principal Healthcare Co., Ltd. ^{1/} (PRINH)	Holding Company and shared serviced to other hospital in the group	99.99	99.99
Pisanuloke Medical Co., Ltd. ^{2/} (PSV)	Private hospital	60.00	60.00
Union Pichit Doctor Co., Ltd. ^{2/} (PPCH)	Private hospital	60.00	60.00

Company Name	Business Type	Shareholding (%)	
		2019	2020
Pitsanuvej Uttaradit Co., Ltd. ^{2/} (PUTD)	Private hospital	60.00	60.00
Paknampo Hospital Co., Ltd. ^{3/} (PPNP)	Private hospital	91.43	91.43
Principal Healthcare – Lamphun Co., Ltd. ^{4/} (PLPN)	Private hospital	80.00	80.00
Principal Healthcare – Uthai Co., Ltd. ^{5/} (PUTH)	Private hospital	99.99	99.99
Principal Healthcare – Sisaket Co., Ltd. ^{5/} (PSSK)	Private hospital	60.00	60.00
Principal Healthcare – Chumphon Co., Ltd. ^{5/} (PCPN)	Private hospital	99.99	99.99
Principal Healthcare – Ubonratchathani Co., Ltd. ^{5/} (PCPN)	Private hospital	-	99.99
Klai Baan Klai Jai Co., Ltd.	Medical clinic	99.99	99.99
Property Business			
Bangkok Center District Co., Ltd. (BCD)	Property development	99.99	99.99
V Brilliant Group Holding Co., Ltd. (VB)	Property development and investment in subsidiaries	99.99	99.99
V Intelligence Co., Ltd. ^{6/} (VI)	Office area for lease	99.99	99.99
V 33 Co., Ltd. ^{6/} (V33)	Property development	99.99	99.99
V Residence Co., Ltd. ^{6/} (VR)	Hotel and serviced apartment	99.99	99.99
Ban Chang Business District Co., Ltd. ^{6/} (BBD)	Property development	99.99	99.99
VMEA Co., Ltd. (VMEA)	Hotel and serviced apartmen	-	99.99

Remark : 1/ Previous name is Alliance Medical Asia Co., Ltd.

2/ The Company has indirect shareholding via Principal Healthcare Co., Ltd. who owns 60% stake in Phitsanuloke Medical Co., Ltd.

3/ The Company has indirect shareholding via Principal Healthcare Co., Ltd. who owns 91.43% stake in Paknampo Hospital Co., Ltd.

4/ The Company has indirect shareholding via Principal Healthcare Co., Ltd and on March 1, 2019 the shareholding specifically Principal Healthcare – Lamphun Co., Ltd. portion was reduced to 80%.

5/ The Company has indirect shareholding via Principal Healthcare Co., Ltd.

6/ Principal Investment Co., Ltd. was renamed to Klai Baan Klai Jai Co., Ltd. in November 2020

7/ The Company has indirect shareholding via V Brilliant Group Holding Co., Ltd.

5. Legal Disputes

No legal dispute

6. General Information and Other Key Information**6.1 General Information of Listed Company****1) Principal Capital Public Company Limited**

Listed company	Principal Capital Public Company Limited Formerly named Metrostar Property Public Company Limited
SET symbol	PRINC
Business type	Hospital Business and Private Hospital Management Business and Property development.
Head office location	23th Floor Bangkok Business Center Building 29 Sukhumvit 63, Klongtan Nua, Wattana, Bangkok 10110
Branch locater	1) 1 Soi Suan Plu, Sathorn Road, Thungmahamek, Sathorn Bangkok 10120 2) 35/2 Moo 12 Bangna-Trad Road, Bangkaew, Bangplee, SamutPrakan 10540
Business Registration Number	0107547000869 (formerly 0107574700864)
Registered capital	Baht 3,808,570,502.00 consisting of 3,808,570,502.00 common shares at par value of Baht 1 per share
Paid up capital	Baht 3,462,336,820.00 consisting of 3,462,336,820 common shares at par value of Baht 1 each
Website	http://www.principalcapital.co.th
Telephone	02-714-2171-3
Fax	02-714-2185

6.2 General Information of the subsidiaries with more than 50% shareholding

Company name	Business type	Registration number	Address	Registered capital (Million Baht)	Paid up capital (Million Baht)	Contact number
Principal Healthcare Co., Ltd.	Holding company and shared service to hospital in the group	0125557004113	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	2,683.75	2,683.75	Tel : 02-714-2173 Fax : 02-714-2185
Phitsanuloke Medical Co., Ltd.	Private hospital and invest in other companies	0655524000033	211 Khun Phirenthorathep Road, Nai Muang Sub-district, Muang Phitsanulok District, Phitsanulok Province 65000	500.00	500.00	Tel : 055-909-000 Fax : 055-909-005
Union Pichit Doctors Co., Ltd.	Private hospital	0665532000039	2/158 Srimala Road, Nai Muang Sub-district, Muang Phichit District, Phichit Province 66000	220.00	200.00	Tel : 056-612-791-2 Fax : 056-612-794-5
Pitsanuvej Uttaradit Co., Ltd.	Private hospital	0655560001044	888 Moo 5 Pasao Sub-district, Muang Uttaradit District, Uttaradit Province 53000	300.00	300.00	Tel : 055-409-000 Fax : -
Paknampo Hospital Co., Ltd.	Private hospital	0605530000155	96/12 Moo 9 Asian Highway, Nakhon Sawan Tok, Muang Nakhon Sawan District, Nakhon Sawan Province 60000	354.166	354.166	Tel : 056-000-111 Fax : 056-225-505
Principal Healthcare – Lamphun Co., Ltd.	Private hospital	0515561001324	7 Moo 5 Wiengyong Sub-district, Muang Lamphun District, Lamphun Province 51000	300.00	300.00	Tel : 053-096-440 Fax : 053-537-776
Principal Healthcare – Uthai Co., Ltd.	Private hospital	0105561066977	256 Moo 2 Sakae Krang District, Muang Uthai Thani, Uthai Thani 61000	200.00	200.00	Tel : 056-049-899 Fax : 056-049-898
Principal Healthcare – Chumphon Co., Ltd.	Private hospital	0105562205951	18/22 Paraminmanka Road, Tha Taphao District, Muang Chumphon, Chumphon 86000	270.00	270.00	Tel : 077-542-555 Fax : 077-542-570
Principal Healthcare – Sisaket Co., Ltd.	Private hospital	0335562001362	0885/15 Palat Monthon Road, Muang Tai District, Muang Sisaket, Si Sa Ket 33000	250.00	250.00	Tel : 02-714-2173 Fax : 02-714-2185

6.2 General Information of the subsidiaries with more than 50% shareholding (continue)

Company name	Business type	Registration number	Address	Registered capital (Million Baht)	Paid up capital (Million Baht)	Contact number
Principal Healthcare – Ubon Ratchathani Co., Ltd.	Private hospital	0105563098191	139 Polpan Road, Nai Muang Sub District, Muang District, Ubonratchathani Province	300.00	300.00	Tel : 045-244-999
Klai Baan Klai Jai Co., Ltd.	Medical clinic	0105556119227	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	18.50	18.50	Tel : 02-714-2184 Fax : 02-714-2185
Bangkok Center District Co., Ltd.	Property Development	0105558144911	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	300.00	75.00	Tel : 02-714-2173 Fax : 02-714-2185
V Brilliant Group Holding Co., Ltd.	Property Development	0105556006937	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	6,330.90	6,330.90	Tel : 02-714-8239 Fax : 02-714-2185
V Intelligence Co., Ltd.	Office building for rent	0105556007003	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	200.00	200.00	Tel : 02-714-8239 Fax : 02-714-2185
V Residence Co., Ltd.	Hotel and Serviced Apartment	0105556015847	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	1,000.00	1000.00	Tel : 02-714-2171 Fax : 02-714-2185
Ban Chang Business District Co., Ltd.	Property Development	0105561042806	23rd Floor Bangkok Business Center Building 29 Soi Sukhumvit 63 (Ekamai) Sukhumvit Road, Khlongton Nua, Wattana, Bangkok 10110	121.00	121.00	Tel : 02-714-2173 Fax : 02-714-2185
VMEA Co., Ltd.	Hotel and Serviced Apartment	0105563122467	1 Soi Suanplu Tung Mahamek Sub-district Sathorn District Bangkok	2,000.00	2,000.00	Tel : 02-343-6789 Fax : 02-343-6790

6.3 Other References

1) Registrar

Thailand Securities Depository Company Limited

93 Ratchadapisek Road, Dindaeng, Bangkok 10400

Telephone : 66 2 009 9000

Fax : 66 2 009 9991

2) Auditor

Mr. Chanchai Chaiprasit CPA No. 3760

PricewaterhouseCoopers ABAS Company Limited

179/74-80 South Sathorn Road, Sathorn, Bangkok 10120

Tel. 66 2 344 1000 66 2 824 5000

Fax 66 2 286 5050

Part 2 Management and Corporate Governance

7. Securities information and shareholders

7.1 Number of registered capital and paid up capital

As of December 31, 2020 the Company had registered capital of Baht 3,808,570,502.00 and paid up capital of Baht 3,462,336,820 consisting of 3,462,336,820 common shares at par value of Baht 1 each.

7.2 Shareholders

List of shareholders and percentage of shareholding on the book closing date as of February 25, 2021 were as follows:

Shareholder Name	No. of Shares	% Shareholding
1. Viddayakorn Group	2,811,552,743	81.20
1.1 Ms. Satita Viddayakorn	1,760,115,114	50.84
1.2 Dr. Satit Viddayakorn	821,728,800	23.73
1.3 Peak Development Holdings Ltd. ^{1/}	157,737,029	4.56
1.4 Ms. Pallapa Viddayakorn	48,986,700	1.41
1.5 Ms. Tanatorn Viddayakorn	22,985,100	0.66
2. International Finance Corporation	222,249,300	6.42
3. Ms. Sirinya Apimonbutra	100,000,000	2.89
4. Mrs. Payao Chalacheep	14,000,600	0.40
5. Mr. Sueksit Phetchampai	13,743,100	0.40
6. Ms. Peechaya Krimwongrat	12,085,300	0.35
7. STATE STREET EUROPE LIMITED	10,206,000	0.29
8. Mrs. Achara Ratanaphunsri	9,920,000	0.29
9. Mr. Peerapol Prasertchaikul	7,102,500	0.21
10. Miss.Vanvimol Savetsomphob	7,057,200	0.20
Other shareholders	650,784,077	18.80
Total	3,462,336,820	100.00

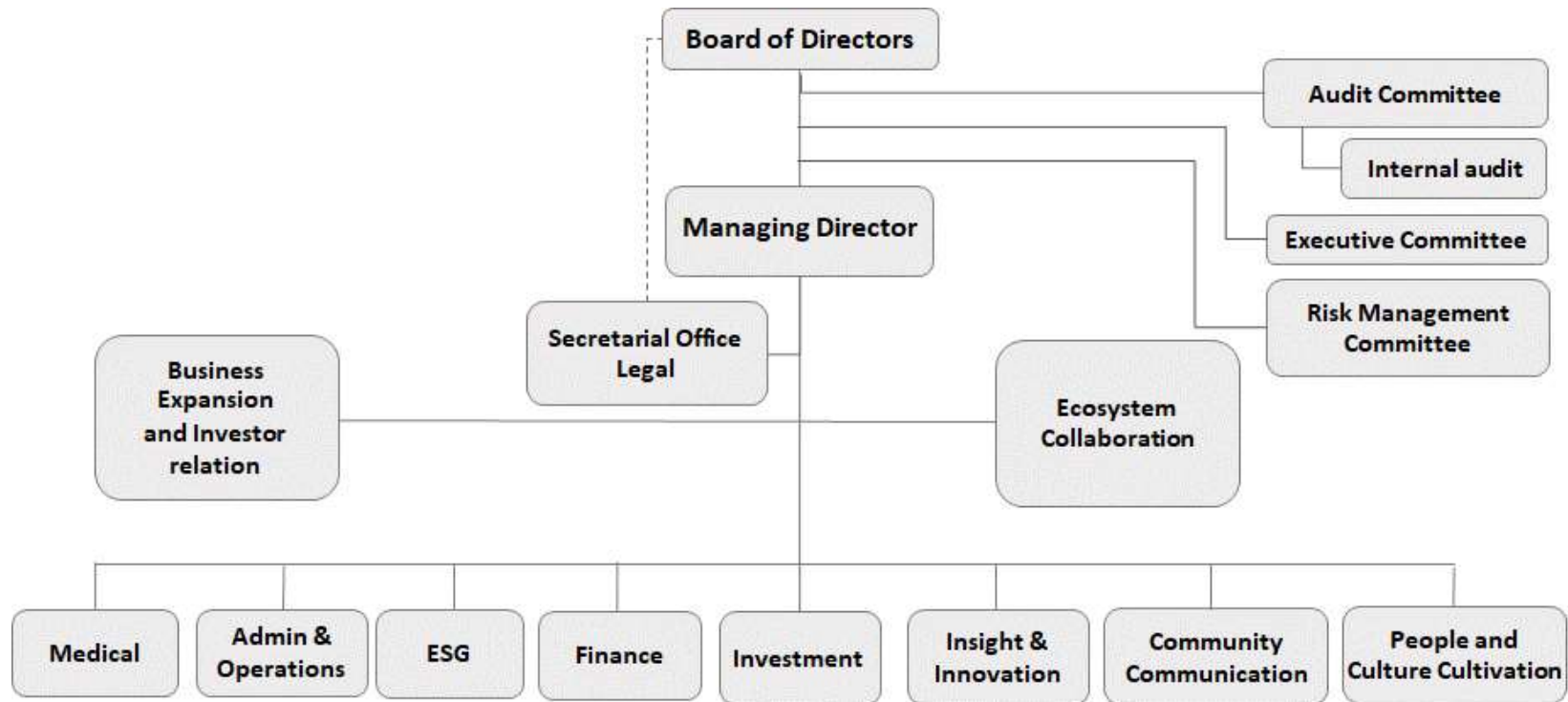
Remark: 1. Peak Development Holdings Ltd. is a company registered in British Virgin. The final beneficiary is Ms. Satita Viddayakorn

7.3 Dividend payment policy

The Company has the policy to pay dividend to the shareholders at a rate of no less than 40% of the Company's annual net profit after deducting corporate income tax, legal reserve and other reserves. For the past years, the Company has never paid the dividend and presently in the period of business expansion. Therefore, the dividend payment policy may be adjusted based on the Company's business operations performance, business expansion plan, liquidity condition, as well as other necessary and appropriate factors in the future, with the authority to approve by the Board of Directors. All decisions will be to maximize benefits for the shareholders.

8. Management Structure

Organization chart as of December 31, 2020



8.1 Board of Directors of Principal Capital Public Company Limited

As of December 31, 2020, the Board of Directors of Principal Capital Company Limited comprised 8 qualified, competent and experienced directors, as follows:

Name	Position	Join the meeting/Number of meeting		
		Board of Director Meeting	Shareholders' Meeting	Reason for Absent
1. Dr. Pongsak Viddayakorn, M.D. ^{1/}	Honorary Chairman Director	7/9	1/1	Leave
2. Mr. John Lee Kohshun ^{2/}	Chairman of the Board of Directors	8/9	1/1	Leave
3. Mr. Yarnsak Manomaiphiboon	Independent Director Chairman of the Audit Committee	9/9	1/1	-
4. Dr. Satit Viddayakorn, Ph.D.	Director Managing Director Chairman of Executive Committee Chairman of Risk Management Committee	9/9	1/1	-
5. Miss Aranya Chalernpornvarodom	Independent Director Audit Committee	9/9	1/1	-
6. Dr. Jutamas Ingpochai Ph. D	Independent Director Audit Committee	9/9	1/1	-
7. Mr. Veera Srichanachaichok	Director Executive Director Risk Management Committee Acting Chief Financial Officer	9/9	1/1	-
8. Dr. Soontorn Sritha, M.D.	Director Executive Director Acting Chief Investor Relation, Performance Coach	3/9	1/1	Please see remark 1
9. Miss Tanatorm Viddayakorn ^{3/}	Director	7/9	1/1	Please see remark 2
10. Mrs. Achara Rattanaphansri ^{3/}	- Director - Executive Director	1/9	-	Please see remark 3
11. Miss. Ritima Jirasuradate	Corporate Secretary	9/9	1/1	-

Remark : 1/ Dr. Soontorn Sritha resigned from the director position effective from May 14, 2020 onwards.

2/ Ms. Tanatorm Viddayakorn resigned from the director position effective from November 11, 2020 onwards.

3/ Mrs. Achara Ratanaphansri was appointed to be a director to replace Miss Tanatorm Viddayakorn who resigned from the company effective from November 11, 2020.

Authorities and responsibilities of the Board of Directors

According to the Company's Article of Association, the Board of Directors is empowered to carry out the Company's business operations in accordance with the law, the Company's objectives, the Articles of Association, and the resolutions of the shareholders' meetings. The Board of Directors shall adhere to the "Principles of Good Corporate Governance for Listed Companies" stipulated by the Stock Exchange of Thailand. The Board of Directors shall perform their duties with honesty and with due care for the best interests of the Company and shareholders. Therefore, the Company has established the duties and responsibilities of the Board of Directors for all levels of employees to be observed in performing their duties and for building trust among shareholders and investors as follows:

1. To carry out the Company's business operations and perform their duties in accordance with the law, the Company's objectives, the Articles of Association, and the resolutions of the shareholders' meetings with honesty and integrity (Duty of Loyalty), anti-corruption, circumspection and caution (Duty of Care), responsibility (Duty of Accountability), and ethics for the best interests of the Company, conforming to good corporate governance principles, and treating all shareholders equally.

2. To evaluate the performance of Chief Executive Officer on an annual basis and to determine the remuneration of the Chief Executive Officer.

3. To set the Company's vision, important policies and strategies, financial objectives, business plans, annual budget, risk and to monitor and supervise the management to ensure implementation of those policies and plans effectively and efficiently, and be responsible for the operating performance and executives' performance with best effort and carefulness.

4. To ensure that the accounting system, financial reports and accounting audit are accountable and ensure that the Company has procedures for assessing and monitoring the appropriateness, effectiveness and efficiency of internal control financial reports, and internal audit.

5. To monitor and resolve conflict of interests among stakeholders of the Company and set the guidelines on conducting transactions with conflict of interest so that the transactions are conducted for the best interests of the Company and all shareholders. Persons who have vested interests in a given transaction should not participate in decision-making process. The guidelines shall describe procedures and disclose information of transactions which may create a conflict of interest to ensure accuracy and completeness.

6. To establish risk management policy to cover all activities of the Company and assign management to implement the policy. The management shall report the result to the Board of Directors through the Audit Committee regularly on a quarterly basis. The Company shall review the effectiveness of risk management once a year and stay alert on early warning signs and unusual transactions.

7. To consider appointment of a person who possesses qualifications and does not possess any prohibited characteristics under the Public Company Act B.E. 2535 and the laws governing securities and

exchange and any relevant rules, regulations and/or notifications to be director in case there is a vacancy due to a cause other than retirement by rotation.

8. To consider appointment of independent directors by taking into consideration qualifications and prohibited characteristics under the laws governing securities and exchange, notifications of the Capital Market Supervisory Board, including relevant rules, regulations and/or notifications of Securities Exchange of Thailand or propose to a shareholders' meeting for appointment.

9. To consider appointment of Audit Committee members who have qualifications under the laws governing securities and exchange notifications of the Capital Market Supervisory Board, including rules, regulations and/or notifications of the Securities Exchange of Thailand.

10. To consider appointment of executive committee and assign authorities and responsibilities. The executive directors are entitled to receive rewards and pension prescribed by the Board of Directors. However, it does not affect the rights of the appointed executive directors to receive remuneration and other benefits as the Company's officers or employees as prescribed in the Company's Article of Association.

11. To ensure that a written code of business conduct be in place so that all directors, executives and employees understand business ethical standards of the Company. Compliance to the code of business conduct should be closely monitored by the Board of Directors.

12. To appoint the corporate secretary in accordance with the Securities and Exchange Act who is responsible for preparing and assembling documents and other tasks as prescribed by the Capital Market Supervisory Board. The corporate secretary shall be in charge of supervising activities of the Board of Directors and the Company, which are arranging the Board of Directors' meetings and shareholders' meeting, advising the directors and the Company on conducts and relevant laws and regulations that they must comply in business operation on regular basis, and disclosing the Company's information accurately, completely, and transparently.

13. To establish anti-corruption policy to cover all activities of the Company.

14. The corporate secretary shall report a summary of securities holding in the Company and affiliated companies by directors, their spouses, and minor child to the Board of Directors' meeting. A director shall notify the Company without delay, through the corporate secretary, in the following cases;

- Have direct or indirect interest in any contract which is made by the Company during an accounting year.

- There is a change in shareholding proportion in the Company and affiliated companies.

15. To attend the training course relevant to director's work organized by the Thai Institute of Directors Association (IOD) for at least 1 course to enhance skills necessary to perform their duties. Directors can choose to attend the following courses: Director Accreditation Program (DAP), or Director Certification Program (DCP) or other equivalent training courses.

16. Other duties of the directors prescribed in the notifications, regulations, or any other laws of the governing agencies.

17. To evaluate the implementation of corporate governance policy of the Company and review the policy on a regular basis.

18. The Board of Directors can appoint and change the names of the authorized signatory director.

19. The Board of Directors is responsible for checking and certifying the Company's financial reports to ensure that it complies with the law, accounting standard with transparency.

8.2 Subsidiary Companies' Board of Director

- **Hospital Business**

1) Principal Healthcare Co., Ltd. ("PRINH")

List of PRINH's 5 Board of Directors as of August 23, 2020 was as follows:

Name	Position
1. Dr. Satit Viddayakorn, Ph.D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Ms. Preeyaporn Aphiwathwithaya	Director
4. Mrs. Achara Ratanaphunsri	Director
5. Mr. John Lee Kohshun	Director

Remark : The authorized signatory is any 2 directors co-sign.

2) Phitsanuloke Medical Co., Ltd. ("PSV")

List of PSV's 7 Board of Directors as of January 15, 2020 was as follows:

Name	Position
1. Dr. Pongsak Viddayakorn, M.D.	Director
2. Mr. John Lee Kohshun	Director
3. Dr. Satit Viddayakorn, Ph.D.	Director
4. Mr. Veera Srichanachaichok	Director
5. Mrs. Nipaporn Nimpitakpong	Director
6. Ms. Wannasiri Nimpitakpong	Director
7. Ms. Kongchanok Teeravarakan	Director

Remark : The authorized signatory are Dr. Satit Viddayakorn Ph.D. or Mr. John Lee Kohshun. or Mr. Veera Srichanachaichok, one of three directors co-sign with Mrs. Nipaporn Nimpitakpong or Ms. Wannasiri Nimpitakpong total two directors co-sign and affix company's seal.

3) Union Pichit Doctors Co., Ltd. ("PPCH")

List of PPCH's 7 Board of Directors as of September 15, 2020 was as follows:

Name	Position
1. Dr. Pongsak Viddayakorn, M.D.	Director
2. Mr. John Lee Kohshun	Director
3. Dr. Satit Viddayakorn, Ph.D.	Director

Name	Position
4. Mr. Veera Srichanachaichok	Director
5. Mrs. Nipaporn Nimpitakpong	Director
6. Ms. Wannasiri Nimpitakpong	Director
7. Ms. Kongchanok Teeravarakan	Director

Remark : The authorized signatory are Dr. Satit Viddayakorn Ph.D. or Mr. John Lee Kohshun. or Mr. Veera Srichanachaichok, one of three directors co-sign with Mrs. Nipaporn Nimpitakpong or Ms. Wannasiri Nimpitakpong total two directors co-sign and affix company's seal.

4) Pitsanuvej Uttaradit Hospital Co., Ltd. ("PUTD")

List of PUTD's 7 Board of Directors as of October 21, 2020 was as follows:

Name	Position
1. Dr. Pongsak Viddayakorn, M.D.	Director
2. Mr. John Lee Kohshun	Director
3. Dr. Satit Viddayakorn, Ph.D.	Director
4. Mr. Veera Srichanachaichok	Director
5. Mrs. Nipaporn Nimpitakpong	Director
6. Ms. Wannasiri Nimpitakpong	Director
7. Ms. Kongchanok Teeravarakan	Director

Remark : The authorized signatory are Dr. Satit Viddayakorn, Ph.D. or Mr. Veera Srichanachaichok, one of three directors co-sign with Mrs. Nipaporn Nimpitakpong or Ms. Wannasiri Nimpitakpong total two directors co-sign and affix company's seal.

5) Paknampo Hospital Co., Ltd. ("PPNP")

List of PPNP's 8 Board of Directors as of March 2, 2020 was as follows:

Name	Position
1. Dr. Pongsak Viddayakorn, M.D.	Director
2. Dr. Satit Viddayakorn, Ph.D.	Director
3. Mr. John Lee Kohshun	Director
4. Dr. Atiwat Noiprasit, M.D.	Director
5. Mr. Voratus Palakawong Na Ayudhya	Director
6. Dr. Soontorn Sriitha, M.D.	Director
7. Mr. Veera Srichanachaichok	Director
8. Dr. Bunchana Petchployngam, M.D.	Director

Remark : The authorized signatory are Dr. Satit Viddayakorn, Ph.D. or Mr. Veera Srichanachaichok, Dr. Bunchana Petchployngam, M.D. Any 2 of 3 directors co-sign and affix company's seal.

6) Principal Healthcare – Uthai Co., Ltd. (“PUTH”)

List of PUTH’s 7 Board of Directors as of November 16, 2020 was as follows:

Name	Position
1. Dr. Satit Viddayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Mr. John Lee Kohshun	Director
4. Mrs. Achara Ratanaphunsri	Director
5. Mr .Voratus Palakawong Na Ayudhya	Director
6. Dr. Bunchana Petchployngam, M.D.	Director
7. Mr. Kittichai Uruwankul	Director

Remark : Remark : The authorized signatory are Dr. Satit Viddayakorn, Ph.D. or Mr. Veera Srichanachaichok or Mrs. Achara Ratanaphunsri or Mr. Kittichai Uruwankul or Mr .Voratus Palakawong Na Ayudhya. Any 2 of 5 directors co-sign and affix company’s seal.

7) Principal Healthcare – Lamphun Co., Ltd. (“PLPN”)

List of PLPN’s 5 Board of Directors as of November 17, 2020 was as follows:

Name	Position
1. Dr. Satit Viddayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Mr. John Lee Kohshun	Director
4. Mr. Chote Nisoong	Director
5. Mrs. Achara Ratanaphunsri	Director

Remark : The authorized signatory are any 2 directors co-sign.

8) Principal Healthcare – Sisaket Co., Ltd. (“PSSK”)

List of PSSK’s 5 Board of Directors as of December 8, 2020 was as follows:

Name	Position
1. Dr. Satit Viddayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Mr. John Lee Kohshun	Director
4. Mr. Thisarin Takkametha	Director
5. Mr. Siripong Angkasakullkait	Director

Remark : The authorized signatory are Dr. Satit Viddayakorn, Ph.D. or Mr. Veera Srichanachaichok, one of two directors co-sign with Mr. Thisarin Takkametha or Mr. Siripong Angkasakullkait total two directors co-sign and affix company’s seal.

9) Principal Healthcare – Chumphon Co., Ltd. (“PCPN”)

List of PCPN’s 5 Board of Directors as of November 17, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Mr. John Lee Kohshun	Director
4. Mrs. Achara Ratanaphunsri	Director

Remark : The authorized signatory are any 2 directors co-sign.

10) Principal Healthcare – Ubon Ratchathani Co., Ltd. (“PUBN”)

List of PUBN’s 4 Board of Directors as of November 13, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Mr. John Lee Kohshun	Director
4. Mrs. Achara Ratanaphunsri	Director

Remark : The authorized signatory are any 2 directors co-sign.

11) Klai Baan Klai Jai Co., Ltd.

List of 3 Board of Directors as of December 29, 2020 was as follows:

Name	Position
1. Mr. Tanee Maneenut	Director
2. Mrs. Samerkae Sattaphong	Director
3. Ms. Datchanee Pantaprom	Director

Remark : The authorized signatory are any 2 directors co-sign.

● **Property Business**

12) Bangkok Center District Co., Ltd. (“BCD”)

List of BCD’s 4 Board of Directors as of November 11, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Ms. Satita Vidayakorn	Director
3. Mr. Veera Srichanachaichok	Director
4. Ms. Preeyaporn Aphiwathwitthaya	Director

Remark : The authorized signatory are 2 of 4 directors co-sign and affix the company’s seal

13) V Brilliant Group Holding Co., Ltd. (“VB”)

List of VB’s 4 Board of Directors as of December 24, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Ms. Satita Vidayakorn	Director
3. Mr. Veera Srichanachaichok	Director
4. Ms. Preeyaporn Aphiwathwittaya	Director

Remark : The authorized signatory are 2 of 4 directors co-sign and affix the company’s seal

14) V Intelligence Co., Ltd. (“VI”)

List of VI’s 4 Board of Directors as of November 5, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph.D.	Director
2. Ms. Satita Vidayakorn	Director
3. Mr. Veera Srichanachaichok	Director
4. Ms. Preeyaporn Aphiwathwittaya	Director

Remark : The authorized signatory are 2 of 4 directors co-sign and affix the company’s seal

15) V Residence Co., Ltd. (“VR”)

List of VR’s 4 Board of Directors as of August 6, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Ms. Satita Vidayakorn	Director
3. Mr. Veera Srichanachaichok	Director
4. Ms. Preeyaporn Aphiwathwittaya	Director

Remark : The authorized signatory are 2 of 4 directors co-sign and affix the company’s seal

16) Banchang Business District Co., Ltd. (“BBD”)

List of BBD’s 3 Board of Directors as of February 13, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph. D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Ms. Preeyaporn Aphiwathwittaya	Director

Remark : The authorized signatory are any 2 directors co-sign and affix the company’s seal

17) VMEA Co., Ltd. ("VMEA")

List of VMEA's 4 Board of Directors as of December 18, 2020 was as follows:

Name	Position
1. Dr. Satit Vidayakorn, Ph.D.	Director
2. Mr. Veera Srichanachaichok	Director
3. Ms. Preeyaporn Aphiwathwittaya	Director
4. Ms. Satita Vidayakorn	Director

Remark : The authorized signatory are any 2 directors co-sign.

8.3 Executives of Principal Capital Public Company Limited

Lists of PRINC Group's executives as of December 31, 2020 are as follows:

Name	Position
Principal Capital PCL.	
1. Dr. Pongsak Vidayakorn, M.D.	Honorary Chairman
2. Mr. John LEE Kohshun	Chairman of the Board of Directors
3. Dr. Satit Vidayakorn, Ph.D.	Managing Director
4. Mr. Veera Srichanachaichok	Acting Chief Financial Officer
5. Dr. Soontorn Sritha, M.D. ^{1/}	Acting Chief Investor Relations and Performance Coach and Chief Business Expansion
6. Ms. Tanatorm Vidayakorn ^{2/}	Chief Investment Officer
7. Mrs. Achara Ratanaphunsri ^{2/}	Chief Administrative Officer
8. Dr. Suebpong Intralawan, M.D. ^{2/}	Chief Medical Officer
9. Ms. Preeyaporn Aphiwathwittaya	Director of Accounting Services
10. Ms. Ritima Jirasuradate ^{4/}	Corporate Secretary and Vice President Office of Director
11. Ms. Thiranan Sangphungtham	Assistant Director of Legal & Government Relations
12. Ms. Atiya Awachanakarn ^{4/}	People & Culture Cultivation Director
13. Mr. Tanee Maneenut ^{5/}	Asistant Managing Director Business Development

Remark : 1/ Dr.Soontorn Sritha M.D., resigned from director and executive of the Company effective as of May 14, 2020.

2/ Miss Tanatorm Vidayakorn was appointed as Chief Investment Officer effective as of January 1, 2020 onwards, and resigned from the aforementioned positions effective as of November 11, 2020.

Dr.Suebpong Intralawan M.D. was appointed as Chief Medical Officer effective as of January 1, 2020 onwards and resigned from the aforementioned positions effective as of October 1, 2020.

3/ Dr. Achara Ratanaphunsri was appointed as Chief Administrative Officer effective as of January 1, 2020 and was appointed as a director to replace Miss Tanatorm Vidayakorn.

4/ Ms. Ritima Jirasuradate was appointed, as MD Office Director effective as of January 1, 2020.

Ms. Atiya Awachanakarn, as People & Culture Cultivation Director effective as of January 1, 2020.

5/ Mr. Tanee Maneenut was appoint as an Assistant Managing Director Business Development effective as of September 1, 2020

Name	Position
Principal Healthcare Co., Ltd.	
1. Mrs. Achara Ratanaphunsri	Chief Administrative Officer
2. Mr. Naruepol Phansupamongkol	Assistant Chief Administrative Officer
3. Mr. Phuvameth Akranithianont	Assistant Chief Administrative Officer
4. Dr. Athiwat Noiprasit, M.D.	Hospital Director
5. Dr. Varan Tiensong, M.D.	Hospital Director
6. Dr. Bunchana Petchployngam, M.D.	Hospital Director
7. Dr. Pawish Virajsilp M.D.	Hospital Director
8. Ms. Napatporn Rodcha	Division Director, Finance & Accounting
9. Mrs. Pimyada Ruananukoon	Division Director, Medicine & Med-Supply Sourcing
10. Mrs. Sukanit Mahanukul	Division Director, Corporate HR and Payroll
11. Mr. Supawas Pongsiriphanich	Division Director, Construction Management
12. Ms. Atiya Awachanakarn	Division Director, Human Resource
13. Ms. Kanokwan Udomkitkosol	Division Director, Information Technology
14. Ms. Janpen Jongjirangsap	Senior Division Director, Information Technology
15. Mrs. Pimyada Boontem	Division Director, Business Development
16. Ms. Thitichaya Somdulyawad	Division Director, Core Applications
17. Ms. Sudamas Boonwan	Division Director, Facility Management
18. Ms. Budsakorn Kaewboonthum	Division Director, Payroll Solutions
19. Mrs. Kannita Tangsriwong	Division Director, Medical Process Development
20. Mr. Lualit Chenphithakjat	Division Director, Procurement Management

8.4 Chief Financial Officer (CFO) and Chief Accountant

Chief Financial Officer (CFO) of the Company is Mr. Veera Srichanachaichok who started working in this position since February 26, 2016. The qualifications of the CFO are disclosed in the attachment 1. The Chief Accountant of the Company is Miss Preeyaporn Aphiwathwithaya. She started working in this position since November 1, 2013. Her qualifications and experience are disclosed in attachment 4.

8.5 Corporate Secretary

The Board of Directors has appointed Ms. Ritima Jirasuradate to be a Corporate Secretary in place of Ms Chayaporn Luannapavan who resigned on May 1, 2018. She is responsible for preparing Notice of Board of Directors' meeting, minutes of the Board of Directors' meeting, annual report, Notice of Shareholder's Meeting and minute of Shareholders' Meeting. The qualifications of Corporate Secretary are shown in the attachment 1.

8.6 Director and Executive Remuneration

1) Cash Remuneration

In 2020, there were 9 meetings of the Board of Directors in which the Company paid the meeting allowance to all board members totaling of Baht 890,000. There was Executive Committee's meeting and Risk Management Committee meeting. However, all members of Executive Committee and Risk Management Committee disclaimed for 2020 cash remuneration. The Company paid annual bonus to all directors totaling of Baht 3,000,000. In addition, the Company also paid medical allowance amounting to Baht 46,114. The total remuneration for the year was Baht 3,936,114.

Name of directors	Meeting allowance for members of Board of Directors, Executive Committee and Audit Committee (Baht)	Annual bonus for directors (Baht0)	Medical Allowance (Baht)	Total (Baht)
1. Dr. Pongsak Viddayakorn, M.D.	105,000	450,000	-	555,000
2. Mr. Yarnsak Manomaiphiboon	155,000	450,000	4,675	609,675
3. Dr. Satit Viddayakorn, Ph.D.	90,000	300,000	3,153	393,153
4. Miss Aranya Chalernpornvarodom	110,000	300,000	-	410,000
5. Dr. Jutamas Ingpochai, Ph.D.	110,000	300,000	-	410,000
6. Mr. Veera Srichanachaichok	90,000	300,000	22,601	412,601
7. Dr. Soontorn Sritha, M.D.	30,000	300,000	15,685	345,685
8. Mr. John Lee Kohshun*	120,000	300,000	-	420,000
9. Miss Tanatorm Viddayakorn *	70,000	300,000	-	370,000
10. Dr. Achara Ratanaphunsri**	10,000	-	-	10,000
Total remuneration	890,000	3,000,000	46,114	3,936,114

Remark: * Dr. Soontorn Sritha resigned from director position on May 14, 2020.

*Miss Tanatorm Viddayakorn resigned from director position on November 11, 2020.

**Dr. Achara Ratanaphunsri was appointed to be a director on November 11, 2020 to replace Miss Tanatorm Viddayakorn who resigned.

During 2020, the Company paid the remuneration consisting of salary and bonus to executives of the Company and its subsidiaries total amounting to Baht 58 million.

Medical allowance and Annual Health Check-up

The Company's director and the directors of PRINC's wholly owned subsidiaries will obtain medical allowance of Baht 100,000 at Princ Hospital Suvarnabhumi.

2) Other Remunerations

Other Remunerations for Directors

The insured amount for the responsibility of director and executive and the compensation to the Company (Director and Officers Liability and Company Reimbursement Policy : D&O) was Baht 500 million.

Non-cash Remuneration

- The Company's directors and the directors of PRINC's wholly owned subsidiaries receive 50% discount for medical expenses exceeding Baht 1,000,000 at Princ Hospital Suvarnabhumi.
- Spouse, son/daughter and parents of the Company's directors and the directors of PRINC's wholly owned subsidiaries receive 30% for medical expenses at Princ Hospital Suvarnabhumi along the period that they are in the director position.

Other Remunerations for Executives

- Provident Fund

The Company has set up Provident Fund for its employees and executives since January 2014, in which the Company's contribution rate is 3% of the salary.

8.7 Human Resources

As of December 31, 2020 the Company and its subsidiaries had staff headcount (including executives) of 2,465 The Company paid total remunerations which included salary, over time, bonus, social security contribution and other welfare of totaling Baht 954.99 million.

Company name	Operational level (Person)	Executive level (Person)	Total staff (Person)
Principal Capital PCL.			
— Headquarter	21	14	35
— Branch	172	6	178
V Residence Co., Ltd.			
— Headquarter	-	1	1
— Branch	55	-	55
Principal Healthcare Co., Ltd.	181	62	243
Phitsanuloke Medical Co., Ltd.	627	15	642
Union Pichit Doctors Co., Ltd.	322	2	324
Pitsanuvej Uttaradit Co., Ltd.	107	2	109
Paknampo Hospital Co., Ltd.	380	12	392
Principal Healthcare – Uthai Co., Ltd.	63	3	66

Company name	Operational level (Person)	Executive level (Person)	Total staff (Person)
Principal Healthcare – Lamphun Co., Ltd.	116	7	123
Principal Healthcare – Chumphon Co., Ltd.	232	3	235
Principal Healthcare – Ubonratchathani Co., Ltd.	58	2	60
Principal Healthcare – Sisaket Co., Ltd.	2	-	2
Total	2,336	129	2,465

Remark: Information as of December 31, 2020

However, 4 subsidiaries include Bangkok Center District Co., Ltd., V Brilliant Group Holding Co., Ltd., .., V Intelligence Co., Ltd., Banchang Business District Co., Ltd., , had no staff so no remuneration has been paid in 2020.

8.7.1 Bonus Criteria

Bonus shall be determined for each period with several factors to be taken into consideration, which are the operating results of the Company and the evaluation on performance of each staff.

8.7.2 Labor Dispute

-None-

8.7.3 Staff Development Policy

The Company has the policy to develop its staff potential to be ready for business competition and the consideration for all stakeholders. According to the “Sustainable Business Development with Social Responsibility Policy in term of Human Rights and Employee Treatment”, the employee is the important resources for the organization. The Company encourages its staffs to attend various training courses relevant to their work in all aspects. Also, the Company has the policy to support staffs who want to further their education to a higher level.

Last year the Company arranged 3 in-house training courses to the staff and 10 training courses to the Executive.

9. Corporate Governance Policy

9.1 Corporate Governance Policy

The Company has recognized the importance of good corporate governance that it would enhance the Company's operational efficiency. Corporate governance policy of the Company was put in place by the Board of Directors covering the important substance from the structure, roles and responsibilities of the directors, transparent, clear and auditable management of the executives in order to be a guideline for the organization management to ensure that any action performed by the Company is fair and take the highest benefits of shareholders and stakeholders into consideration. The Company's corporate governance policy has been announced since November 26, 2015 and the amendment issue was effective on July 24, 2018. It was posted publicly for the shareholders and outsiders in the Company's website. The Board of Directors has communicated such policy inside the organization via intranet, leaflet and corporate campaign etc. in order to enhance the understanding in Company's policy and set the channel for the insiders and outsiders to inform any action that violates the corporate governance policy to the Board of Directors.

The Board of Directors has put in place the corporate governance policy that is in corresponding to the good corporate governance principles as follows:

Section 1 Rights of Shareholders

The Company recognizes the importance of the rights of shareholders. Therefore, the Company has set out the guidelines to protect the rights of shareholders as follows:

1. The Company shall send invitation to the annual general meeting of shareholders and the extraordinary meeting of shareholders with the date, time, venue, details of agenda items, other information which is important and necessary for decision making, opinions of the Board of Directors, the minutes of the previous shareholders' meeting, annual report, 3 types of proxy forms that shareholders can choose a proxy Form A or Form B or Form C with clear instructions for convenience and encourage all shareholders to attend the meeting. The Company shall send the meeting documents to the shareholders at least 21 days in advance prior to the meeting day and disclose such information on the Company's website in Thai and English at least 30 days in advance prior to the meeting date in order to ensure that the shareholders receive adequate, correct, complete, and transparent information for decision making, and those who is unable to attend the meeting can appoint a representative to act as proxy at the meeting.

2. The Company has policy to encourage and facilitate the shareholders, including institutional investors to attend the shareholders' meeting by setting suitable date, time and venue of the shareholders' meeting. The venue capacity must be sufficient to accommodate the shareholders who attend the meeting, with

the easy access by public transportation. The meeting venue's map must be enclosed. In addition, adequate staff and technology are put in place to examine documents and voting count.

3. The Company shall advertise the details of general meeting of shareholders in newspapers in both Thai and English for 3 consecutive days at least 3 days in advance prior to the meeting day and post such information on the Company's website <http://www.principalcapital.co.th> in Thai and English to inform shareholders of the venue in advance.

4. The Company shall not perform any action that may restrict the rights of shareholders to attend the meeting. All shareholders have the right to attend shareholders' meeting from the commencement until the end. During the shareholders' meeting, shareholders have the rights to ask questions and express their opinions related to meeting agenda and to vote on each agenda item. The Chairman of the meeting should allocate sufficient time and opens the floor to the shareholders to give opinions and ask questions in the meeting.

5. In compliance with the good corporate governance principle, the Company set out the guideline for the agenda of annual general meeting of shareholders as follows,

5.1 To approve the minutes of the previous shareholders' meeting

5.2 To acknowledge the Company's operating performance of the previous year

5.3 To consider and approve the Company's statements of financial position and statements of comprehensive income for the year ended on 31 December of the previous year

5.4 To consider and approve appropriation of profit from the previous year operation

5.5 To consider the election of directors to replace those whose position period expired by rotation

5.6 To consider and approve the remuneration of the directors

5.7 To approve the appointment of accounting auditor and determination of the auditing fee

5.8 Other agenda

The Company allows the shareholders to raise their concerns and/or the Board of Directors to answer questions and/or give explanations without any vote.

6. The Company allows shareholders to propose the shareholders' meeting agenda and nominate the qualified person to be a director for 3 consecutive months in advance prior to the meeting day by mailing to the corporate secretary as per the details notified in the Company's website.

7. The Company allows the shareholders to send inquiries related to the shareholders' meeting agenda to the Board of Directors at least 10 days in advance via the Company's website or facsimile or email to the corporate secretary.

8. The Company will prepare meeting minutes and submit them to the Securities Exchange of Thailand within 14 days from the date of the meeting in accordance with the requirements of the Securities Exchange of Thailand. The information submitted includes meeting minute, votes, and details of important questions of shareholders on each agenda item.

9. All directors including specific committees/sub-committees /working group, Chief Financial Officer, and corporate secretary shall attend every shareholders' meeting, if not on important mission, to answer shareholders' questions and acknowledge their opinions. All executives should also attend the shareholders' meeting to answer the questions.

Section 2 Equitable Treatment of Shareholders

The Company has set the equitable and fair treatment policy for major and minor shareholders to protect shareholder's right in order to create confidence among investors. The Company has business ethics in relation to confidentiality and the use of inside information in the guideline to protect rights of shareholders fairly and to increase investors' confidence to invest in the Company as follows:

1. The Company allows shareholders to propose the meeting agenda item and nominate candidates for directorship in accordance with the criteria prescribed by the Company and published on the Company's website. Shareholders shall send the information to the Company 3 consecutive months in advance prior to the shareholders' meeting by sending the original letter by mail to the corporate secretary according to the details shown in the Company's website. The Board of Directors shall disclose the result of such consideration on the Company's website and the website of the Securities Exchange of Thailand.

2. The Company will not add any meeting agenda item or change of important information without notifying shareholders in advance.

3. Shareholders are entitled to appoint a proxy to attend the shareholders' meeting. Shareholders have the rights to receive a proxy form and instructions to complete the form. Any legitimate proxy who submits a completed proxy form to the committee at the shareholders' meeting shall be allowed to attend the meeting and vote on behalf of the shareholders. Alternatively, a shareholder may appoint an independent director as his proxy to attend the meeting and vote on behalf of him/her. Shareholders also have rights to receive the background and personal information of each independent director for their consideration.

4. In election of directors, the Board of Directors allows shareholders to vote for individual nominee. The voting procedures and equipment used for vote counting shall be transparent, convenient, efficient, and effective; therefore, the vote results can be announced quickly and shareholders shall be informed the voting results in a timely manner.

5. The Board of Directors and executives shall disclose their interests and related persons to the Board of Directors to consider the transactions of the Company which may have conflicts of interest or connected transaction; then make decision for the best interests of the Company. Directors and executives who have any related interests with the transactions of the Company shall not attend the meeting to make a decision on such matter. All processes shall be in line with the policy and procedure on approval of connected transactions of the Company.

Section 3 Roles of Stakeholders

The Company responds and takes into account of all groups of stakeholders by considering the rights of stakeholders that are established by law or through agreements with the Company. The Company has set the clear guideline on roles of each group of stakeholders as follows:

1. The Company's stakeholders include customers, employees, trade partners, shareholders or investors, creditors, competitors, or public sector and relevant agencies. The communication channels shall be adequately provided for each group of stakeholders to communicate and respond to their needs.

2. The Company has a commitment to customers to continuously develop products and services, and to set fair prices in each circumstance. The company shall not take advantage of customers and shall operate neutrally and fairly without taking advantage of trade partners.

3. The Company shall consider the welfare of its personnel. Their employment contracts shall be fair. The remuneration shall be reasonable and appropriate to the employee's capability in order to build motivation. Training and opportunity to pursue their education shall be provided to enhance the performance of employees. The Company shall also create a pleasant working environment by setting high safety standard and working discipline to ensure all employees are well taken care. An appropriate compensation plan shall be drawn up if, under any circumstances an employee must stop working.

4. The Company consistently and continuously addresses the Company's consideration and concern for the stakeholders.

Whistle Blowing Policy and Channels for Whistle Blowing

In order to be fair and provide equal treatment to all stakeholders according to corporate governance policy. The Company has provided several channels to report doubts, or send the complaints, or give opinion, and recommendations for the action that may affect the stakeholders from business operation or any unlawful

action or discrimination or careless action of directors, executives and employee. The outsiders are able to send the complaints and recommendations to the following channels:

Corporate Secretary

Principal Capital Public Company Limited

28th floor Bangkok Business Center Building,

29 Sukhumvit 63, Klongton Nua, Wattana, Bangkok 10110

Email: Secretarywhistle@principalcapital.co.th

Telephone : +66 (2) 714-2173

If the employees have any doubts, or complaints, or opinion, or recommendations, please contact Director of Human Resources or corporate secretary at Hrwhistle@principalcapital.co.th or Secretarywhistle@principalcapital.co.th

Section 4 Disclosure and Transparency

The Company recognizes the importance of disclosing significant information correctly, completely to the stakeholders to support their decision making. The information disclosure indicates operational transparency, which is the key factor for building trust in the Company's honesty and integrity among shareholders, investors, and stakeholders and an inspection mechanism. The Company has set the guidelines for disclosure and transparency as follows:

1. The Board of Directors or the person assigned by the Board of Directors has a duty to disclose both financial and non-financial information. Such disclosures should be adequate, reliable and up-to-date. Shareholders and stakeholders shall obtain information equally as stipulated by the law and the Company's regulation. The information published on the Company's website shall be regularly updated to ensure its completeness and timeliness and shareholders are able to conveniently and efficiently access all relevant information and contact the business unit responsible for its disclosure.

2. The Company's information system must be prepared with care, accuracy and transparency. Important information should be conveyed in simple and concise language. The Company shall disclose information on a regular basis regardless of positive or negative impact it may cause to the Company.

3. Corporate communications department shall be established to regularly and efficiently publish useful information for shareholders, investors, employees, related parties and the general public and to clarify misunderstanding. In addition, investor relations department shall represent the Company in collaboration with institutional investors, creditors, securities analysts and shareholders and provide information about the Company's operations and investment through convenient, quick, and accessible communication channels.

4. The Board of Directors must ensure that the Company's statements of financial position and statements of comprehensive income and the Company's audit report, as well as the report of the Board of Directors, are prepared and presented to the shareholders at the annual general meeting of shareholders for their approval.

5. The Board of Directors shall prepare a report on Company's status and outlook in concise and simple form and a statement of the board's responsibilities in the financial reports along with the auditor's report, and the meeting attendance records of the directors and/or members of Audit Committees in the annual report.

6. The Board of Directors shall prepare a report any changes in securities holdings by directors and executives of the Company in accordance with the regulations stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand.

Section 5 Responsibilities of the Board

The Company has set the corporate structure in compliance with the business operations which is under supervision of the executives in each business unit comprising of three sets of Sub-Committee which are Executive Committee, Audit Committee and Risk Management Committee. These Committees have decision making authority and primarily supervise the operations of the Company and the transaction approved by the shareholders' meeting. The scope of responsibility of the Committees will be determined to achieve the highest work efficiency.

Roles and responsibilities of Chairman of the Board

Chairman of the Board of Directors and Chairman of the Executive Committee shall not be the same person. The Chairman of the Board of Directors has the following roles.

- 1) To call Board of Directors meeting and acting as the Chairman of the Board and Chairman of the shareholders' meeting. Participate in setting meeting agenda with the Board of Directors and Chief Executive Officer.
- 2) To effectively control the Board of Directors and shareholders' meeting to comply with the Company's rules and regulations.
- 3) To support and give opportunity to the Company's directors to show their opinions independently and equally.
- 4) To support and encourage the Board of Directors to perform their duty to their full capacity based on the scope of responsibilities in good corporate governance principle.

- 5) To monitor and follow up the Board of Directors' work as well as Sub-Committee's work to achieve the Company's objectives.
- 6) In case there is a vote by the Board of Directors and the votes are equal, Chairman of the Board shall vote as additional vote and deemed to be a decisive vote.

● **Executive Committee**

Executive Committee is appointed by the Company's Board of Directors as of December 31, 2020. The

Executive Committee composes of

Name	Position	Join the meeting/Number of meetings	
		Executive Committee's Meeting	Reason for absence
1. Dr. Satit Vidayakorn, Ph.D.	Chairman of the Executive Committee	10/10	-
2. Mr. Veera Srichanachaichok	Executive Director	10/10	-
3. Dr. Soontorn Sritha, M.D.	Executive Director	3/10	Please see remark 1/
4. Miss Preeyaporn Apiwathwittaya	Executive Director	10/10	-
5. Mrs. Achara Ratanaphunsi ^{1/}	Executive Director	10/10	-
6. Miss Tanatorn Vidayakorn ^{1/}	Executive Director	7/10	Please see remark 1/
7. Miss Ritima Jirasuradate	Executive Director Secretary to Executive Committee	10/10	-

Remark : 1/ Dr. Soontorn Sritha resigned from director position effective on May 14, 2020

Ms. Tanatorn Vidayakorn resigned from director position effective on November 11, 2020

Authorities and Responsibilities of the Executive Committee

1. Be accountable for the administration regarding the Company's common business operation and management as well as set the financial plans, budgets, human resource management, technological investment and public relations of the Company proposing to the Board of Directors for consideration and approval as well as supervise and monitor the Company's operating performance pursuant to the Company's policy.

2. Undertake the operation and the management of the Company in consistency with every aspect of the Company's objectives, rules, regulations, policies, orders, and the resolutions of the Board of Directors and/or the resolutions of the shareholders' meetings.

3. Empower to appoint and supervise the operations of the appointed working group of committees to meet policies and objectives as required.

4. Empower to consider and approve the capital expenditure not exceeding Baht 10 million Baht (for each transaction). In this regard, such issue must be proposed to the Board of Directors for further approval/ ratification.

5. Approve key investment spending as specified in the annual budget expenditure as assigned by the Board of Directors or as agreed and approved in principle by the Board of Directors.

6. Empower to consider and approve the Company's short-term investment (less than 1 year) and financial investment (Portfolio Investment) for the period of 2-5 years with the amount for each transaction not exceeding Baht 300 million. In this regard, such issue must be proposed to the Board of Directors for further approval/ ratification.

7. Consider the proposal for dividend payout during the year or an annual dividend payment to the Board of Directors for consideration and approval.

8. Set the corporate structure, management authority as well as appointment, employment, transfer, compensation, remuneration, bonus for executives who are non-members of the Executive Committee and employment termination.

The authority of Executive Committee shall not include the approval of any transactions that may have conflict of interests or any transactions that Executive Committee or persons may have conflict of interests or other form of interests that may be in conflict with the Company or its subsidiaries in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand. The approval of such transactions must be proposed to the Board of Director's meeting and/or the shareholders' meeting for consideration and approval in accordance with the Company's regulations and relevant laws.

- **Audit Committee**

The Audit Committee shall comprise at least 3 independent directors, with at least 1 member of Audit Committee who has knowledge and experiences to review the reliability of financial statements. The Audit Committee members must bear independent qualifications in accordance with the Securities and Exchange Commission notification regarding the qualifications and scope of work of Audit Committee. The Audit Committee is in charge of supervising business operation of the Company, oversight of financial reporting and internal control system, selecting the Company's external auditors, considering conflict of interest issues and risk management. Audit Committee must have the following qualifications

1. He/she must be an independent director and is appointed by the Board of Directors
2. He/she must be a director who is not an employee, or advisor who receives salary from the Company the subsidiary company and affiliated company.
3. He/she must be trustworthy and able to devote his/her time to perform Audit Committee's task.

Remark: Other qualification shall be in accordance with the qualifications of the independent director as set by SET and SEC (manual and Audit Committee Charter which can be downloaded from the Company's website.

For the year 2020, the Company has 3 members of the Audit Committee who have sufficient knowledge, ability and experiences to review the reliability of financial statement consisting of

Name	Position	Join the meeting/Number of meetings	
		Audit Committee's Meeting	Reason for absence
1. Mr. Yamsak Manomaiphiboon	— Chairman of Audit Committee	4/4	-
2. Miss Aranya Chalernpornvarodom	— Member of Audit Committee	4/4	-
3. Dr. Jutamas Ingpochai, Ph.D.	— Member of Audit Committee	4/4	-
4. Miss Ritima Jirasuradate	— Secretary to Audit Committee	4/4	-

Authorities and Responsibilities of the Audit Committee

1. To review the financial reports in order to ensure that it is accurate and reliable and information is sufficiently disclosed by co-operating with the Company's external auditors and the executive who is responsible for preparing quarterly and annual financial reports.

2. To review the Company's and subsidiary companies' internal control system, internal audit system, and risk management system to ensure their appropriateness and effectiveness. The Audit Committee may review or examine the transactions that deem necessary and important, provide recommendations on the improvement of internal control system or risk management system and report the result of examination to the Company's Board of Directors.

3. To review the Company's practice in compliance with the laws governing securities and exchange or regulations of Securities Exchange of Thailand, policies, rules, regulations, requirements, and other laws related to the Company.

4. To review the evidence in case there are any doubts about the Company's operation that may seriously affect the Company's financial position and operating performance or conflicts of interest or violation of laws and regulations that may affect the Company's operation.

5. To consider the disclosure of information in case there are connected transactions or transactions with potential conflicts of interest and ensure the transaction is in compliance with Securities Exchange of Thailand's

laws and regulations in order to ensure that such transactions are reasonable and maximize benefits to the Company.

6. To select and nominate independent persons to be the external auditors of the Company and propose their remuneration by considering credibility, adequacy of resources and amount of audit works of such auditing firm including the experience of the person designated for auditing. Audit committee shall have meeting with external auditor without management's presence at least once a year.

7. To ensure the accuracy and effectiveness of Information Technology related to the financial reports and internal controls.

8. To promote development of financial reporting system to be in line with international accounting standards.

9. To review internal audit plan of the Company in accordance with internationally accepted approaches and standards.

10. To consider the independence of the internal audit department of the Company or recruit external service provider to perform internal audit functions. The Audit Committee may give recommendations on budget and human resources of internal audit department. The Audit Committee shall give consent to the appointment, transfer and dismissal of the head of internal audit department and assess the performance of the head of internal audit department.

11. To prepare a report of the Audit Committee signed by the Chairman of the Audit Committee for the disclosure in the Company's annual report in accordance with the Securities Exchange of Thailand's regulations.

12. If necessary, the Audit Committee may seek for independent opinion from the external advisors, at the Company's expense. The selection of external advisor shall be in accordance with the Company's regulations.

13. The Chairman of the Audit Committee shall attend the shareholders' meeting to explain or answer to enquiries on Audit Committee or the appointment of the certified auditor.

14. To review and improve the Audit Committee's Charter.

15. To perform other tasks assigned by the Board of Directors with the approval from the Audit Committee.

16. Review the "self-evaluation form related to anti-corruption measure" in term of the suitability to perform according to the self-evaluation form related to anti-corruption measure and evaluate the accuracy and

the adequacy of information in such form to submit to Collective Action Coalition against Corruption Committee for certification process.

- **Risk Management Committee**

Risk management committee comprises at least 3 members appointed by the Board of Directors, and at least 1 member being a director of the Company. Each member can be the Risk Management Committee member of not exceed 5 listed companies. As of December 31, 2020, there were 6 members of Risk Management Committee consisting of

Name	Position	Join the meeting/Number of meetings	
		Risk Management Committee's Meeting	Reason for absence
1. Dr. Satit Vidayakorn, Ph.D.	Chairman of Risk Management Committee	4/4	-
2. Mr. Veera Srichanachaichok	Member of Risk Management Committee	4/4	-
3. Mr. Sirichai Towiriyawate	Member of Risk Management Committee	4/4	-
4. Miss. Preeyaporn Apiwathwittaya	Member of Risk Management Committee	4/4	-
5. Mrs. Achara Ratanaphunsri	Member of Risk Management Committee	4/4	-
6. Dr. Soontorn Sritha, M.D.	Member of Risk Management Committee	1/4	Please see remark 1/
7. Mrs. Tuanchai Keawwanna	Member of Risk Management Committee	2/4	Please see remark 1/
8. Miss. Ritima Jirasuradate	Member of Risk Management Committee and Secretary to Risk Management Committee	4/4	-

Remark : 1/ Dr. Soontorn Sritha has resigned from Member of Risk Management Committee since May 14, 2020

Mrs. Tuanchai Kaewwanna has resigned from Member of Risk Management Committee since June 1, 2020

Authorities and Responsibilities of the Risk Management Committee

1. To consider and propose the risk management policy related to the Company's business operations, acceptable risk appetite, and other related operational framework to the Board of Directors.
2. To develop an efficient enterprise risk management system and promote collaboration to ensure risk management is continuously implemented at all levels in the organization.
3. To review risk report of each department and provide recommendations and resolutions.

4. To coordinate with the Audit Committee about significant risk factors and propose appropriate mitigation policy or measures.
5. To oversee the effectiveness of risk management processes.
6. To report significant risks and risk management solutions to the Board of Directors' meeting periodically.
7. To perform other tasks related to risks management as assigned by the Board of Directors.

9.2 The Board of Directors' Meeting

The schedule for the Board of Directors' meeting shall be set in advance each year so that each member of the Board can arrange time to attend meeting. The Chairman of the Board shall set the meeting agenda by consulting with the Chief Executive Officer and consider the important issues proposed by other directors to be included in the meeting agenda. The Company shall send meeting documents to each director in advance of the meeting so that director shall have time to review, consider, and make decision on each agenda item. Meeting procedures are as follows:

1. The Company's articles of association prescribed that the Board of Directors' meeting shall be arranged at least every 3 months and at least one-half of the total number of directors' presence at the meeting shall constitute a quorum.
2. The Company shall send invitation letter and agendas to the directors at least 7 days prior to the meeting day so that the directors shall have time to review, consider and make decision on each agenda and arrange time to attend the meeting.
3. The Chairman of the Board shall approve the meeting agenda by consulting with the Chief Executive Officer and consider the important issues proposed by other directors to be included in the next meeting agenda.
4. The Chairman of the Board should appropriately allocate the meeting time for the presentation and enquiries consideration as well as important issues discussion by directors.
5. The Board of Directors should fully devote their time and effort to the Company and shall regularly attend the meetings.
6. The Board of Directors should be able to access necessary information and request for supplementary documents, advice and other services relating to Company's operation from senior executives. If necessary, the Board may seek for independent opinions from the external advisor to support the information in each meeting.

7. The Board of Directors may invite senior executives of the Company to attend Board meetings to provide additional information on the relevant issues.

8. Any director who may either have interest or involvement in any agenda must not vote or express views on that agenda.

9. The number of Board of Directors' meetings should be appropriate with the responsibilities of the Board of Directors and nature of business of the Company.

10. The minutes of the Board of Directors' meetings that contain the resolutions of the meeting and the comments of the Board of Directors must be clear for reference.

11. Each director should attend the Board of Director's meeting at least 80% of total number of meetings in a year.

12. Every director should have 75% attendance of total number of Board of Director's meeting within a year.

13. Board of Directors set the policy regarding the minimum quorum when there is a vote in the Board of Directors' meeting that there must be at least two-third of total number of directors. In case there is a vote for only non-conflict of interest directors, there must be non-conflict of interest directors at least two-third of total number of non-conflict of interest.

14. Arrange the meeting for non-executive directors without the attendance of management team at least once a year.

9.3 Selection and Appointment of Directors and Removal of Directors

- The appointment of Independent Director

The Company has the selection and appointment criteria of Independent Director by recruiting those who have knowledge, ability and qualifications in compliance with minimum requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand as follows:

1. Hold shares not exceeding 1% of all shares with voting rights of the Company, its subsidiaries, related companies, major shareholder or entity with controlling power, including shares held by related persons of such independent director.

2. Shall not be nor have ever been a director with management authority, employee, staff member, advisor who receives salary or is an entity with controlling authority of the Company, its subsidiary companies, related companies, major shareholder or entities with controlling power.

3. Shall not be a person having blood relationship or legal registration as father, mother, spouse, sibling, or child of the director, major shareholder, an entity with controlling power, or a person to be nominated as a director, executive or entity with controlling power of the Company, its subsidiary, or related company.

4. Shall neither have nor have ever had business relationship with the Company, subsidiary, related company, major shareholder or entity with controlling power, in such a manner that may interfere with his/her independent judgment, and neither is nor has ever been a significant shareholder or entity with controlling power of any person having a business relationship with the Company, its subsidiary, related company, major shareholder or entity with controlling power.

5. Shall not be nor have ever been an auditor of the Company, subsidiary, related company, major shareholder or entity with controlling power, and not be a significant shareholder, entity with controlling power, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, related company, major shareholder or entity with controlling power.

6. Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the Company, its subsidiary, related company, major shareholder or entity with controlling power, and not be a significant shareholder, entity with controlling power or partner of the provider of professional services.

7. Shall not be a director appointed as a representative of the directors, major shareholder or shareholder who is related to major shareholders of the Company.

8. Shall not engage in any business with the same nature and in competition with the business of the Company or its subsidiary, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of all shares with voting rights of another company which engages in business of the same nature and in competition with the business of the Company or its subsidiaries.

9. Shall not have any other characteristic which prevents him/her from expressing opinion freely on the operation of the Company.

After the appointment as independent directors with the qualifications in corresponding to No.1 to 9 specified above, they may be assigned by the Board of Directors to make collective decisions involving the

business of the Company, the parent company, subsidiary, associated company, major shareholder or an entity with controlling power.

If the appointed Independent Directors used to have business relationship or provide professional services exceeding value as specified in the first paragraph, the rule no. 4 or 6 shall be waived when there is the opinion from Board of Director that the Board has considered that the appointment of such director would not affect his/her duties to provide independent opinion under Section 89/7 and also discloses the following information in the agenda related to independent director selection in the invitation to Board of Director's meeting.

- a) Business relationship or professional services which make that person's qualifications don't comply with the specified rule.
- b) Reasons and the necessity to keep or appoint such person to be an independent director.
- c) Board of directors' opinion to appoint such person as an independent director.

To give an opportunity for Independent Directors to discuss or set the guideline for the development of corporate governance quality, the Company shall arrange the independent director's meeting at least twice a year.

- **Appointment of the Board members**

The Board of Directors shall consist of at least 5 members, more than half of board members must have residence in Thailand and directors must have the qualifications as specified by laws. The selection and the qualifications of directors must comply with the following criteria.

1. The appointment of a director shall be in accordance with the Articles of Association of the Company and the provisions of relevant laws. Incidentally, the appointment of director must be transparent and clear. The consideration must include the educational record and professional experience and track record of such person with sufficient information to support the decision of the Board of Directors and the shareholders of the Company.

2. A director of the Company must be a knowledgeable, capable, transparent, honest person, has business ethics and has sufficient time to devote his/her knowledge, ability to perform duty for the Company.

3. A director is not allowed to be a partner or a director of any other juristic person that operates the same business or being a competitor with the Company, unless the shareholders is notified before the release of meeting resolution. Also, a director shall immediately inform the Company if he/she has conflict of interest in the agreement entered into by the Company, or holding shares or debenture up or down in the Company or the subsidiary companies or the affiliated companies.

4. A director must possess qualifications with no prohibited characteristics pursuant to the law governing the public limited company and the law governing securities and stock market.

The Company's shareholders shall elect directors at the shareholders' meeting using the following rules and procedures.

1. Each shareholder shall have 1 vote per 1 share

2. Each shareholder shall use all his or her votes under no. 1 to elect one or several candidates as a Director. However, he or she may not divide his or her votes among the candidates.

3. Those who receive the highest number of votes shall be elected as directors of the Company on descending basis until the required number of directors is appointed. In the event of a tie, the chairman of the meeting shall have the decisive vote.

- Selection and Appointment of Senior Executives

Chairman of Executive Committee will be the one who selects Chief Executive Officer by considering those who has suitable qualifications in term of knowledge, skill, capability and experience that would be able to manage business operation of the Company and also have good understanding in nature of business which enables him/her to achieve Company's target set by the Board of Directors. After the appointment, Chairman of Executive Committee will report to the Board of Directors for acknowledgement.

- Removal and Discharge of Directors

1. At the annual general meeting of shareholders, the directors shall be removed by one-third (1/3) of total number of directors at that time. If the number of directors is not divisible by three, it has to be the nearest one-third (1/3) and the discharged directors may be re-elected to be a director. In the first and second year after the registration of the Company, directors shall be removed by drawing lots. In subsequent years, the directors who have stayed in the position for the longest period shall be removed from the office.

2. Other than the retirement by rotation, a director shall be discharged upon death, resignation, lack of qualifications or having prohibited characteristics under the law governing public limited companies and/or the laws governing securities and exchange, removal by a resolution of the shareholders' meeting, or removal by court order.

3. Any director who wishes to resign from the directorship shall submit a resignation letter to the Company, and the resignation shall be effective from the date of receipt of the resignation letter by the Company. A director who has resigned may also notify the registrar of such resignation.

4. The shareholders' meeting may pass a resolution to remove any directors from office prior to retirement by rotation, by a vote of not less than three-fourth (3/4) of the number of shareholders attending the meeting and having the right to vote and the shares held by them shall in aggregate amounted to not less than one-half of the number of shares held by the shareholders attending the meeting and having the right to vote.

5. In the event that the director position becomes vacant for any reason other than by rotation, the Board of Directors shall elect any person who is qualified and who does not have any of the prohibited characteristics under the law governing public limited companies and under the law governing securities and exchange as a substituted director in the subsequent Board of Directors meeting, unless the remaining term of office of the vacant directorship is less than two (2) months. The substituted director shall retain office only for the remaining term of office of the director whom he/she replaces.

The resolution of the Board of Directors shall be passed by an affirmative vote of not less than three-fourth (3/4) of the remaining directors.

9.4 Performance evaluation of the Board of Directors

9.4.1 Performance evaluation of Board members

1. The Company has a policy to evaluate Board of Directors on the annual basis. The evaluation is based on the performance of the Committee collectively. The director shall evaluate the Board of Director's performance as a whole. The evaluation result will be analyzed and summarize to improve the working efficiency of the Board of Directors in the future.

2. The Company submits the evaluation report and comment to the Board of Directors' meeting to support and improve the performance of the Board of Directors.

3. Chief Executive Officer should participate in explaining his expectation to obtain support from the Board of Directors.

9.4.2 Performance evaluation of Chief Executive Officer

1. The Company shall conduct the performance evaluation of Chief Executive Officer annually for the Board of Directors 'consideration.

2. The Company has set 3 evaluation criteria with different weight given to each criteria.

2.1 Corporate key performance indication (KPI)

2.2 Leadership competency

2.3 Budget and project management

3. The evaluation result shall be taken into consideration for salary adjustment of Chief Executive Officer and shall be proposed to the Board of Directors' meeting for approval.

9.5 Remuneration of Directors and Chief Executive Officer

1. The Company has remuneration policy for determining the remuneration of its directors and Chief Executive Officer, which have to be attractive and comparable to the remuneration of the companies in the same industry. The remuneration shall be linked with the performance and responsibilities of the directors as well as the performance of the Company. The Board of Directors shall determine such remuneration and propose to the general shareholders' meeting for approval.

2. The directors who are assigned more tasks and responsibilities shall receive additional remuneration in corresponding to their assigned responsibilities. The Chairman of the Board may receive higher remuneration than other directors.

3. The Board of Directors shall prepare report on directors' remuneration policy, its rationale, and the objectives of the policy and disclose in annual report and financial statements of the Company.

4. The Board of Directors shall evaluate the Chief Executive Officer's performance annually to determine his/her remuneration. The basis of the performance evaluation should be agreed upon by Chief Executive Officer ahead of the evaluation. The evaluation criteria include objective, financial performance, long-term strategic performance, career development plan etc. The evaluation results would be proposed for Board of Directors' approval, and the Chairman of the Board shall communicate the evaluation results to Chief Executive Officer.

5. The Board of Director set the compensation scheme to non-executive directors including meeting allowance, annual bonus and other remuneration which is Directors and Officers Liability and Company Reimbursement Policy.

9.6 Directors and Executives Training

1. The Company encourages and facilitates training related to corporate governance for directors, specific committee, executives, corporate secretary to enable them to continuously improve their performance.

2. The Company prepares and dispatches orientation documents to new directors containing useful information to perform their duties. The Company also holds an orientation for new directors by introducing the nature of the Company's businesses and business operations. The Company's directors attended the training courses organized by the Thai Institute of Directors Association (IOD).

3. The Company has executive development plan to build the required competencies for internal job rotation. The Company also conducts a competency assessment for senior executives as a part of succession plan for the senior executives.

4. The Company encourages member of the Board and senior executives to attend the seminar that is useful to their duty and also meet with Board of Directors and senior executives of various organizations to exchange idea and apply their knowledge and experience for further development of the Company.

9.7 Compliance and Review

Board of Directors will control directors, executives and staff to perform according to “Good Corporate Governance Policy” to upgrade and develop the quality of corporate governance continuously in order to enhance the stability and sustainability to the organization, shareholders and all stakeholders. Board of Directors and Audit Committee has a guideline to review the “Corporate Governance Policy” manual annually.

9.8 Subsidiary companies’ and associated companies’ operational control

In order to effectively control the operations of the subsidiary companies and in compliance with the Company’s policy and direction, the Board of Directors shall perform as follows:

1. Assign those who have appropriate knowledge and experiences as recognized by the Board of Directors/Executive Committee to be directors in the subsidiary companies.
2. Arrange the meeting to monitor the operating results every quarter.
3. Arrange an external entity to be responsible for internal audit and report the results for the Board of Directors’ acknowledgement.
4. Clarify the Company’s important polices such as good corporate governance policy, risk management policy and anti-corruption policy to subsidiary companies for acknowledgement and implementation.

9.9 Safeguarding confidentiality and use of inside information

The Company set the guidelines in the Code of Ethics to control its personnel not to disclose inside information to others including using it for their own benefits. The main guidelines include not exploiting the Company’s inside information for personal or others’ interests such as trading share of the Company when the Company will announce performance outcomes, purchasing land or investing in the business in vicinity of the area that the Company plans to expand the business. Also, the Company has the policies and procedures to oversee executives as follows:

1. Educate the directors and executives to acknowledge their duties to report the securities holding by themselves, by their spouses and by their underage children as well as penalty under Securities and Exchange Act B.E 2535 and the requirements of the Stock Exchange of Thailand.

2. Designate the executives to report the movement of their securities holding to the Securities and Exchange Commission and submit a copy of such report to the Company on the same day of submitting the report to Securities and Exchange Commission.

When any related persons violate the relevant provisions with regard to the use of such inside information, it shall be deemed guilty of violating the Company's regulations and strict disciplinary action shall be taken against such persons. Also, when any actions are done in belief that they are illegal by laws, regulations and governmental instructions, the Company shall submit the case to state authorities for further action.

9.10 Auditor's fee

The auditor's fee for the review of financial statement during the year and the audit of financial statement for the fiscal year 2019 of the Company and its subsidiaries was totaling Baht 13.38 million, increasing from what has been approved by ordinary shareholder meeting in 2019 because there is audit fee for 3 newly opened companies in 2019.

9.11 Compliance with other good corporate governance policy

9.11.1 Anti-corruption

The Company complies with the law and transparency and good code of business ethics. The Company participated in "Thailand's Private Sector Collective Action Coalition against Corruption" to show its intention and determination to against all forms of corruption with the following policy.

1.1. The Board members, executives and all employees of the Company or third parties in their relationship with the Company shall not perform or accept or support any form of fraud and corruption practices, whether direct or indirect to any related persons or entities, whether in a form of offering, promising, soliciting, demanding, giving or accepting bribes or having behaviors implied in fraud and corruption. The Company shall support all relevant entities, customers, suppliers, contractors, sub-contractors and government officers to follow the Company's policies as well as to review all guidelines to be in line with policies, regulations, notification, laws and the business change.

1.2. The Company adopts a political neutrality policy and shall not participate in any activities that might bring the understanding that the Company has a relation with or provide political contribution to any political party or political power group. The Company shall be neutral and not concentrate on any political party or political power group and shall not use the Company's resources to support any political party or to assist any political candidate. However, the Company recognizes that its employees have the freedom on their rights as a good citizen under the terms of the Constitution, related laws and regulations.

1.3. Regarding the Company's operations, the Company does not have the policy to give or accept all forms of bribery. The Company shall operate its businesses and contact with governmental and private agencies with transparency, integrity and complying with relevant laws and regulations.

1.4. The Company shall control the process of charity contribution, sponsorship, giving the business gifts and supporting all activities to be transparent and lawful.

1.5. The Company shall provide the control and the inspection on internal control properly and consistently, in order to prevent all employees act in contrary to this policy.

1.6. The Company shall arrange the trainings to provide knowledge on countering fraud and corruption to the Board, executives and all employees of the Company or third parties in their relationship with the Company, in order to promote their integrity and responsibilities on duties as well as to be acknowledged on the Company's intention.

Fraud and corruption protection guidelines

1. Directors, executives and all staffs of the Company have to perform according to Anti-Corruption policy, Code of Business Ethics, Director Code of Conduct, Executive, Employee Code of Conduct and good corporate governance policy including the regulations and other related working manual as well as other guidelines to be set by the Company.

2. The Company's staff shall not ignore when he/she discover the fraudulent and corrupted action that are related to the Company. He/she must inform his/her boss or responsible persons or Audit Committee for acknowledgement and co-operate to investigate the facts. If there is any doubt, he/she must consult with his/her boss or human resources department via various communication channels provided by the Company.

3. The Company shall provide fairness and protection to the employee who denies or notifies fraudulent and corrupted incidents. The employee who denies or notifies such incident will be protected with no punishment, unfair transfer. The Company will appoint an investigator to investigate every notified incident.

4. Those who cheat and perform corrupted action to the Company will be punished in accordance with the Company's regulations and may be punished by law if such action is unlawful.

5. To give or receive the sponsorship must be transparent, having evidence, can be recorded in term of accounting and comply with the Company's policy. The Company can verify and control that the sponsorship is not a corrupted incident. There is an approval procedure and ensure that the use of sponsorship be in line with the internal control process.

6. The Company will donate for charity in cash or other form of assistance as a part of corporate social responsibility and promote the Company's image without any business benefits in return.

7. The donation for charity and sponsorship of the Company must be approved by the authorized person of the Company based on the following criteria.

7.1 It must be the activity that is in line with the Company's business plan and policy

7.2 The specific person or organization who is the recipient of donation or sponsorship can be identified.

7.3 The objective for the use of donation or sponsorship must be clear. It can be tracked and evaluated.

7.4 There is starting and ending period of the activities

7.5 The place where the donation or sponsorship is used can be clearly stated.

7.6 The direct and indirect beneficiary of donation or sponsorship and the qualitative and quantitative benefits derived from the donation must be specified.

7.7 There is an evidence of payment or receipt that can be tracked.

7.8. To give or receive a gift, reception and expenses to executives and staffs must be complied with Executives and Staff Code of Conduct regarding to give or receive a gift or assets or other benefits.

The Company will disclose the information to the shareholders, executives, customers, staffs and all stakeholders in the annual report and the Company's website or other appropriate channels to ensure that the Company operates business with transparency.

Roles and responsibilities of each level

Board of Directors' roles and responsibilities are as follows:

1. Set the policy and efficient system to support the anti-corruption and make sure that every employee aware of the importance of anti-corruption

2. Review the appropriateness of the change in anti-corruption policy from the executive to suit the business environment and organization culture

3. Understand about the factors that cause the risk from corruption and ensure the executive about the measure to manage such risk.

4. Act as a role model in showing honesty and determination to oppose every form of corruption

5. Create good corporate governance organization culture to protect and against corruption

6. Support independent units including Audit Committee, Risk Management Committee and Internal Auditor in other business units of the subsidiaries as well as external auditor to perform task in order to protect and anti-corruption

7. Communicate and emphasis on the expectation of Board of Directors and executives against corruption to all staff level including third party that are related to the Company

Audit Committee's roles and responsibilities are as follows:

1. Review the anti-corruption policy from the executives to suit the business environment and organization culture
2. Review the appropriateness of the change in anti-corruption policy from the Executive Committee
3. Review audited financial statement and internal audit report as well as anti-corruption risk evaluation as suggested by internal auditor to ensure that such system can minimize the risk from anti-corruption effect to operating and financial performance of the Company and also suitable to business of the Company conform to international standard, modern and efficient.

Risk Management Committee's roles and responsibilities are as follows:

- (1) Consider the policy and anti-corruption risk management
- (2) Monitor and evaluate anti-corruption risk to report to Board of Directors

Executives' roles and responsibilities are as follows:

1. Perform as a role model and promote business ethics to the staff and third party that are related to the Company. Set the system to support anti-corruption policy and communicate to all employee and related party. Review the suitability of the system and measures. Set the operating procedure to protect corruption. For example, the division of responsibilities of the operator to cross check the correctness and the document preparation.
2. Set internal control procedures to protect corruption risk within the business unit and working procedure under his/her responsibilities
3. Review and monitor the operation of the staff to ensure that it complies with the rules, regulations, announcement and orders of the Company.
4. Report corruption case to Audit Committee or Board of Director as the case may be
5. Encourage and motivate the staff to perform his/her work with honesty, devotion, and compliment good person and against the corruption.
6. Create the awareness, communicate the reporting channel for the corruption to the staff
7. Encourage the Company to create non-corruption organization culture, protect the staff who rejects the corruption such no demotion or no punishment the staff who rejects corruption despite causing the loss in business opportunities.

Staff's roles and responsibilities are as follows:

1. Perform according to the policy, rules, regulation and orders related to anti-corruption and code of business ethics of the Company
2. Report suspicious event or corrupted behavior of Board of Directors, Executives and staff including outsider including trading partners, customers, related party etc.

3. Support and co-ordinate to protect and against corruption
4. Create non-corruption organization culture and give value to the good ethical performance
5. Every staff must disclose the conflict of interest transaction to the Company

Remark: The investor can read more details about anti-corruption policy, code of business ethics and Charter for Directors in the Company's website http://www.principalcapital.co.th/investor/good_corporate.html

9.11.2 Code of Business Ethics

The Company has established a code of conduct and code of business ethics to be a guideline for directors, executives, and employees to adhere with emphasis on corporate governance principles, equitable treatment to all groups of stakeholders with fairness and transparency, as well as considering and respecting rights of all groups of stakeholders in order to create proper balance in society. List of code of ethics for executives are as follows:

1. Perform duties with responsibility, integrity, commitment, and dedication, comply with the rules and policies of the Company, and consider the Company's interests as the primary concern.
2. Strictly keep the confidentiality of customers, business partners, and the Company, take extra care to ensure that the confidential documents or information are not leaked
3. Respect the privacy of other employees and refrain from divulging professional or private information of other employees or discussing about it in such a way that may cause damage to the employee or the overall image of the Company
4. Not accuse or engage in any actions which may lead to disunity or damage within the Company or related persons of the Company
5. Maintain and promote unity
6. Treat colleagues with politeness, kindness and good human relation and keep a promise
7. Behave and develop oneself for the benefits of the Company in accordance with the Company's values
8. Commit to moral principles and refrain from all vices and not behave in a way that may damage the reputation of oneself and the Company
9. Pay attention and help to preserve the environment and atmosphere in the workplace including the development organization into excellence

10. Refrain from giving and/or accepting gifts, reception, or any interests from business partners, or those who are involved with the Company's businesses, unless for the purpose of normal business operation or in festivals or conventional at reasonable value. If the gift is in the form of cash or item with the value exceeding Baht 3,000, the recipient must turn it down and return it. If the gift value is less than Baht 3,000, the reception for trading partner or those who has business relationship with the Company based on actual business practice and tradition is acceptable.

11. Refrain from any behavior considered sexual harassment

Remark: The investors can find additional information related anti-corruption and the Charter of Board of Directors in the Company's website. (<http://www.principalcapital.co.th>)

9.11.3 Disclosure of the Company's major policies

After the Board of Director prepared and formulated the important policies include corporate governance policy, risk management policy, information technology and confidentiality policy, anti-corruption on November 26, 2015 and amendment of such policy on March 21, 2017 and the latest amendment on July 24, 2018. The Company publishes those policies in the Company' website <http://www.principalcapital.co.th> and intranet of the Company for the employee of the Company and its subsidiaries. Also, the Company has arranges the meeting to clarify those policies and to provide an opportunity for employees to ask for more details as well as to sign for acknowledgement of those policies.

9.11.4 Scope of role and responsibility of Senior Executive and Corporate Secretary

Roles, Duties and Responsibilities of Chairman of Executive Committee

1. Supervise the business operation and/or administration of Chief Executive Officer
2. Outline the policies as well as supervise of the overall operations, to achieve the benefits in the business operation.
3. Monitor and evaluate the operations of the Company on the regular basis to prevent the various internal and external risk factors.
4. Empower to make decision for employment, appointments, transfers, and removal for cross-functional or termination of employment of the executive officers.
5. Perform other duties as assigned by the Board of Directors.

6. Financial approval limit of Chairman of Executive Committee is based on the management manual as declared by the Company.

Roles, Duties and Responsibilities of Chief Executive Officer

1. Control the business operation and/or manage day-to-day operation of the Company.
2. Manage the operation in accordance with the policies, plans, and budgets approved by the Executive Committee and/or the Board of Directors of the Company.
3. Empower to manage the businesses of the Company to meet the Company's objectives, articles, policies, procedures, guidelines, orders, resolutions of shareholders' meetings and/or resolutions of the Board of Directors' meetings and the Executives Committee's meeting in all aspects.
4. Appoint and manage working committees for the benefit and efficiency of good and transparent business operation, and have the power to delegate authority and/or authorize any other person to perform specific tasks on his behalf. The delegated authority and/or assignment shall be under the scope of authority as stipulated in the power of attorney, which was approved by the Board of Directors and/or to comply with rules and regulations or orders of the Chief Executive Officer or the order of the Board of Directors Company.
5. Set the mission, objectives, guidelines, policies, as well as manage overall operations to achieve highest benefits.
6. Monitor and evaluate the operations of the Company on a regular basis to prevent the various internal and external risk factors.
7. Empower to employ, appoint, transfer, and removal for cross-functional/departments/divisions or terminate the employment of the employees.
8. Empower to issue orders, regulations, notifications, and memorandum for the operation in compliance with the policy and benefits of the Company in order to maintain procedures and discipline within the organization.
9. Perform other duties as assigned by the Board of Directors.
10. Financial approval limit of CEO is based on the manual declared by the Company.

However, the power of Chairman of the Executive Committee and Chief Executive Officer as well as to delegated authority to any persons that deems appropriate does not include the authority and/or the delegated

authority to approve any transaction that the delegated authority persons have any conflict of interest or any conflict of interest with the Company in accordance with the regulation of the Office of the Stock Exchange Commission (SEC), and the Stock Exchange of Thailand (SET). Those transactions must be proposed to the Board of Directors' meeting and/or at a shareholders' meeting for consideration and approval in compliance with the Company's regulations or related law.

Roles, Duties and Responsibilities of Corporate Secretary

1. Prepare and keep the important documents of the Company.
2. Keep the reports on the connected transactions, and perform the activities as assigned by the Securities Exchange Commission (SEC) and Stock Exchange of Thailand (SET).
3. Arrange the Board of Directors meetings, Audit Committee meetings, and specific committee's meetings.
4. Prepare the minutes of the meetings and important documents, as well as find the venue for the Board of Directors meetings and shareholders' meeting, set the agenda for the meetings, prepare meeting documents, and record the minutes of the meetings.
5. Prepare Company's annual report to propose to shareholders' meeting.
6. Hold shareholders' meetings and take care of shareholders as well as investors.
7. Oversee the Company and the Board of Directors to comply with the laws and regulations of the Office of the Stock Exchange Commission (SEC), and the Stock Exchange of Thailand (SET).
8. Encourage the Company to have good corporate governance practice.
9. Act as a coordinator or the Company's registrar and coordinate for the matters relating to dividend payment activity.
10. Proceed to execute the resolutions of the Board of Directors' meeting and the resolution of shareholders' meetings

9.11.5 Check and Balance of Non-Executive Directors

The Company has 8 directors. The details are as follows:

- Executive director 3 persons
- Non-executive director 2 persons
- Independent director 3 persons

10. Corporate Social Responsibilities

The Company is aware that major factor contributing to sustainable business growth is to create the balance of economic, social and environmental profit. Therefore, other than the determination to expand the business to meet the target, the Company has set up more continuous social and environmental activities that show clear concrete outcomes, by focusing on building the understanding and awareness within the organization as the first priority. When sub-units of the organization understand, the outcome shall be fruitful as expected. The Company has adhered to the 7 main policies, which is in accordance with the guiding principle of the Stock Exchange of Thailand and ISO 26000 standards as follows:

1. Good corporate governance

The Company has determination to operate the business with transparency, accountability and disclosure of important information comply with the laws and other related regulations, including taking the benefits of all stakeholders into consideration. To make it clear and the employees have the same understanding of the best practice, the Company has outlined the Corporate Governance Policy and other related policies and posts such information publicly on the intranet for the employees' acknowledgement.

2. Doing business with fairness

To do business fairly, the Company has announced the anti-corruption policy as an operational guideline, which will help reducing the problems on conflict of interest or violation of laws. Also, the Company has set up the information technological policy that covering the use of products with valid license in order to eliminate the problem of intellectual property infringement by having the penalty code and published such information on intranet of the Company for employee's conduct and acknowledgement. In addition, the Company review corporate governance standard and improve the policy to be in line with international standard. Furthermore, the Company receive the Certification in Collective Action Coalition Against Corruption or CAC reflecting the determination to pursue anti-corruption policy and put into practice in the organization as well as joining every form of anti-corruption campaign.

On June 7, 2018 the Company obtained the Certificate in relation to "Thailand's Private Sector Collective Action Coalition against Corruption (CAC)"

3. Human rights and employment treatment

The Company treats its employees equitably and fairly, providing welfare, safety and hygiene in line with labor standards. Employee compensation covers more than wages, salaries and bonuses. Training is also provided to develop employee skills in various areas. Relationships within the organization are promoted, as well

as effective communications and teamwork. Specialized training is provided, such as Senior Supervisor and Leadership Skill Development courses for officials, physicians and nurses of Pitsanuvej Hospital.

In addition, the Company encourage the directors to attend the training courses organized by Thai Institute of Director.

4. Responsibilities to Customers

To maintain high standard of services for high-end customers, the Company entered into a contract with the Marriot group, who is a famous international hotel group to manage and administer Marriot Executive Apartments Sathorn Vista, Bangkok. The Company also monitors its operating result quarterly to ensure that the customers have the best services. This property has always been awarded with the excellent rating from the customers. In addition, the Company entered into the management contract with Ascott International Management (Thailand) Co., Ltd. Who is a market leader in serviced apartment management service in Asia Pacific and Europe as well as middle-east, to manage Somerset Ekamai Bangkok Project.

5. Environment and Safety

The Company organizes the training on fire drill for the buildings administered by the Company and sends its staffs to attend the training on Advanced CPR with BNH Hospital to learn how to behave in case that their colleagues or customers need an emergency assistance.

6. Participation in Community and Society Development

The Company conducts CSR-In process activities, which are social and environmental activities affecting to an organization's stakeholders and surroundings. CSR – After process, which covers activities for society and the environment not directly related to the organization's operation, is also executed. During 2020, the following activities were conducted.

Social Activities of Principal Capital PCL.

- Princ Hospital Suvarnabhumi and village health volunteer (VHV) provide free cataract checking to the people in the communities. If any patient needs cataract treatment or cataract operation, PRINC provides free cataract operation.
- Princ Hospital Suvarnabhumi provides Drive-thru Covid-19 checking to the Patient Under Investigation free of charge.

Social Activities of Phitsanuloke Medical Co., Ltd.

- Pitsanuvej Hospital organized "Ton Kla Haeng Kwam Dee" voluntary activities for 2020, renovating the canteens, toilets and building nursing room, presenting scholarships to all students at Nong Mai Yang Kum School at Phitsanulok Province.

- Pitsanuvej Hospital in co-operation with Thai Beverage Co., Ltd., Phitsanulok Province sent out mobile medical unit to provide primary health checking service to the public.
- Pitsanuvej Hospital conducted panel discussions to educate people on various topics; e.g., prepare good basic to the child and good nutrition for pregnant woman etc.
- Pitsanuvej Hospital presented money to Jittavet Hospital in Wangthong District, Phitsanulok Province.

Social Activities of Paknampo Hospital Co., Ltd.

- Princ Hospital Paknampo took part to educate students who would like to further study in the medical field in the future by being a place for their field trip and allow them to learn the importance of the medical personnel.
- Princ Hospital Paknampo organized first-aid class to paramedic teams.
- Princ Hospital Paknampo's mobile medical teams offer primary health checking services and lecture about the way to treat those who were at risk to be sick from diabetes at elderly school, Nakorn Sawan Muniicpal
- Princ Hospital Paknampo 2 presented masks and face shields to the schools in Nakorn Sawan Province.
- Princ Hospital Paknampo 2 conducted the child development training for the teachers at various schools and also trained the new moms to pregnant women.

Social Activities of Union Pichit Doctors Co., Ltd.

- Pitsanuvej Pichit Hospital's mobile medical team provided basic health check-ups in cooperation with agencies of the public and private sectors in various locations such as the Bang Phai Subdistrict Administrative Organization, Pichit Province Central Stadium.
- Pitsanuvej Pichit Hospital provided drinking water and Face Shield to the government agencies such as Muang Pichit Police Station, Tha Luang Temple, Pichit Province and donated alcohol gel to rescuers.
- Pitsanuvej Pichit Hospital organized a basic life support training at Yan Yao School and organized first-aid training for employees of Nanyang Company Limited.

Social Activities of Pitsanuvej Uttaradit Hospital Co., Ltd.

- Pitsanuvej Uttaradit Hospital delivered alcohol gel to various organizations in Uttaradit Province such as the Uttaradit Welfare Foundation, Wat Mon Mai Rescue Association, Wat Wang Pong Rescue Association, etc.
- Pitsanuvej Uttaradit Hospital provided 200 packs of drinking water to the Office of the Red Cross Uttaradit Province for use in the mission of the organization and provided 1,200 bottles of drinking water to the Uttaradit Welfare Foundation to help flood victims.

- Pitsanuvej Uttaradit Hospital provided 3,000 masks and 1,200 bottles of drinking water and provided proper handwashing and masking procedures training, as well as distributed 600 survival bags with consumer products to the people affected by the COVID-19 crisis.
- The hospital nursing team in cooperation with Uttaradit Welfare Foundation provided first-aid training, as well as proper handwashing and masking procedures training to staff and students of Uttaradit kindergarten, Wat Nam Sai School, Wat Hong Soong School, Wat Na Thal School.
- Pitsanuvej Uttaradit Hospital organized an activity “One Giver fills the Recipient’s Will” project in which the administrators, doctors, nurses, and hospital staff donated blood to the Thai Red Cross Society as well as handed over the home medicine cabinet to the needy schools.
- Pitsanuvej Uttaradit Hospital medical team provided basic health check-ups to the public free of charge in various events such as National Children’s Day 2020, Tak Bat Devo and Chak Phra Festivals, Universal Disabled Person Uthai Thani Province, The province’s badminton sports event, etc.
- Pitsanuvej Uttaradit Hospital organized seminars to educate people on various topics such as positive parenting, cancer in women, etc.

Social Activities of Principal Healthcare – Lamphun Co., Ltd.

- Sirivej Lamphun Hospital took part in a gift-giving event for the Red Cross at the Lamphun Governor’s Mansion to earn income for the implementation on the mission of the Thai Red Cross Society in the relief of victims, providing social work and promoting quality of life for the underprivileged.
- Sirivej Lamphun Hospital organized activities to encourage the community and society under the project of supporting the care of the elderly and the disabled.
- Sirivej Lamphun Hospital provided a mobile health check-ups unit for people in cooperation with the Public Health Division and Wang Phang Municipality Environment, Wiang Nong Long District, Lamphun Province.
- Sirivej Lamphun Hospital organized cataract screening activities for people.
- Sirivej Lamphun Hospital supported the fights against COVID-19 by providing consumer products to the affected people and staff screening COVID-19 during the COVID-19 pandemics.

Social Activities of Principal Healthcare – Uthai Thani Co., Ltd.

- Princ Uthai Thani Hospital’s nursing team provided a free health check-up unit to the public on many occasions such as the village headman’s meeting in many districts of Uthai Thani Province, Uthai Thani Games, etc.
- Princ Uthai Thani Hospital organized a seminar to educate people on various topics such as cancer in women, positive parenting, good health both mind and body etc.

Social Activities of Principal Healthcare – Ubon Ratchathani Co., Ltd.

- Princ Ubon Ratchathani Hospital provided a preliminary examination for trigger finger symptoms for the public free of charge.

Social Activities of Principal Healthcare – Chumphon Co., Ltd.

- Virajsilp Hospital, initiated the medical giver project, provided treatment services for the fishbone attached to the neck to the public free of charge.

- Virajsilp Hospital donated face shields and masks to government agencies. They also provided free health check-ups and discount coupons to the public and screening for diabetes in the community in cooperation with the General Hospital.

- Virajsilp Hospital donated first-aid kits to Chumphon Airport, handed over dry food and drinking water to victims of Nakhon Si Thammarat Province.

Social Activities of VMEA Co., Ltd.

- Marriott Hotel Executive Apartments Sathorn Vista – Bangkok and Marriott Hotel Executive Apartments Sukhumvit Park jointly organized activities, ‘Wishing upon a Star’ at Wat Klong Pho School and Wat Santiwattanaram School, Nakhon Nayok Province. The two hotels hosted luncheon, given scholarships to children who do well in their studies but lack of financial resources, including given gifts to children, friends, carrying on dreams, and passing happiness through various activities that had been held for the children on Children’s Day 2020.

- Marriott Hotel Executive Apartments Sathorn Vista – Bangkok handed over 70 used desk calendars to the Foundation for the Blind in Thailand under the Royal Patronage of His Majesty the King. The Foundation will then use these calendars as educational material for the blind students in Bangkok and other provinces.

- Marriott Hotel Staff Executive Apartments Sathorn Vista – Bangkok donated through the purchase of a cloth bag under the project “LET’S SAVE AUSTRALIA” to raise funds to help the victims in Australia. The Marriott Hotel jointly donated funds for the total amount of Baht 8,100.

- Marriott Hotel Executive Apartments Sathorn Vista – Bangkok had set up a project to accept donations of materials made from aluminum for use in making prostheses by delivering to the Prostheses Foundation of Her Royal Highness Princess Maha Chakri Sirindhorn. Those materials were delivered to the foundation in June 2020.

- Marriott Hotel Executive Apartments Sathorn Vista made merit by turning things into tuition fees for underprivileged children. The hotel has received items of donations, second hand clothes as well as school supplies and sports equipment and then delivered to the Baan Nokkamin Foundation under the project “Left-Ask by Teacher Aod asking for volunteers”.

- Marriott Hotel Executive Apartments Sathorn Vista delivered 250 pillows to Wat Suan Kaew for the foundation to distribute and earn income to help the community and the underprivileged.
- Marriott Hotel Executive Apartments Sathorn Vista – Bangkok in collaboration with other Marriott hotel in Bangkok had delivered linen cloth to be used for making cloth masks. The provided linen cloth can produce up to 4,800 cloth masks by handing them over to SOS Bangkok to give to the poor.
- Staff of Marriott Hotel Executive Apartments Sathorn Vista – Bangkok had participated in blood donation activities under the project “Give Blood to Save Lives” at Royal Orchid Sheraton Hotel. The activity was organized in collaboration with Marriott hotels in Bangkok.

Social Activities of V Residence Co., Ltd.

- Somerset Ekamai Hotel delivered used desk calendars to the Foundation for the Blind in Thailand under the Royal Patronage of His Majesty the King. The Foundation will then use these calendars as educational material for blind students in Bangkok and other provinces. In addition, 111 pieces of cloth masks were also donated to the Foundation for the Blind in Thailand under the Royal Patronage of His Majesty the King.
- Somerset Ekamai Hotel donated survival bags to people living in the slum area of Klong Toey.
- Somerset Ekamai Hotel donated 2,600 used plastic bottles to Wat Chak Daeng to be brought into recycling process to produce the robes. The number of donated bottles can produce up to 65 pieces of sarong cloth.
- Somerset Ekamai Hotel donated things and unused equipment to the Mirror Foundation in order to deliver to the poor in other provinces.
- Somerset Ekamai Hotel staff participated in social service activities by cleaning up Wat That Thong.

7. Giving an importance to Social Responsibility Activity

The Company intends to develop social responsibility to be more sustainable, so the Company give an importance to the preparation of Sustainability Report in order to declare its determination and to be a starting point for building sustainable balance to the economic, social and environmental outcomes.

Remark: Please read for further details in Sustainability Report year 2018 in the Company's website;

http://www.principalcapital.co.th/investor/good_corporate.html

11. Internal Control and Risk Management

11.1 Internal Control Policy

The Company has a policy that every department shall operate in a systematic, efficient, and effective manner in accordance with the Company's objectives. The Company uses its assets in a suitable and conservative manner. It has an internal control and assessment system with an efficient and effective risk management system. Each department must put in place standard operating procedures and internal control, to prevent undesirable incidents that may cause the damage to the Company, encourage the employees within the department to have a positive attitude toward internal control and compliance with the standards and related laws and regulation as well as ready to cooperate in the assessment and audit process of the Company.

For the Company's internal control, the Audit Committee has approved to hire an independent external auditing firm, namely AM Advisor Audit Co., Ltd., as an internal auditor who is independent and have expertise to set up the controlling system to the Company and its subsidiaries. The internal auditor shall audit on a quarterly basis, in which Miss Karntima Kongsomyuti is the main responsible person in internal auditing of the Company and its subsidiaries.

The Company has set the following internal control guidelines.

1. All executives have duties and responsibilities to monitor and review internal control system within their units to ensure the efficiency and in compliance with the operating standards with efficient internal control system. Every department must have manual prescribing standard operating procedures of the department and must comply with the quality standard of the Company as well as important policies and guidelines on corporate governance principles.

2. Internal control system with assessment and risk management can ensure that each department has self-assessment mechanism of its business process with the controlling measures to minimize the probability and impact of risk. Therefore, the Company expects employees at all level to cooperate in risk assessment and control in order to prevent loss and damage that may occur.

3. The internal audit department shall support the executives in all departments to put in place the internal control system and review periodically as appropriate to ensure that all departments have efficient internal control system and consistently comply with the operating procedures which will lead to further improvement of working process.

4. Audit and evaluation procedures shall be conducted in a constructive way for the improvement in working process. Internal audit report, which is agreed by owner of work process, shall be proposed to audit committee for approval before implementation. In case that there is any improvement required to enhance

efficiency and effectiveness, it deems as the responsibilities of all related departments to fix and improve the process. This function shall be a part of performance evaluation of related personnel.

11.2 Risk Management Policy

On November 26, 2015 Board of Director declared "Risk Management Policy" and "The Charter of Risk Management Committee" At the initial stage, the Committee to prepare Risk Management guideline was set up and on February 26, 2016, Board of Directors appointed Risk Management Committee to plan and rate the Company's risk as well as outline the risk mitigation measures, manage risk of the Company and report to the Board of Directors every 6 months.

The Company gives an importance to risk management starting from finding, identifying, analyzing, evaluating, managing and controlling as well as following up and reporting result by applying ISO 31000 standard to develop the framework for risk management with reference to internal control guideline of The Committee of Sponsoring Organizations of the Treadway Commission : COSO

Risk Management Approaches are as follows:

1. The Company operates business under 6 areas of risk, consisting of investment, finance, operation, politic and governmental policies, good corporate governance and regulation, and the reputation/brand image. Therefore, the Company requires to manage risk systematically and regularly both at the organization and project level by using the same standard set by the Company.
2. Management must communicate to personnel in all departments to aware of the importance of risk management and the Company's risks. The Company's personnel must be able to show risk status of their related works and use it for making decision to manage their department as well as to formulate the guidelines for proper operations and the contingency plan to deal with those risks.
3. Each department shall use risk map and risk management tools according to risk management manual in order to find, identify risk factors and risk models that affect the operation, analyze and evaluate the identified risks, specify the risk level as well as the acceptable criteria, formulate operational guidelines/measures or risk management plan that shall prevent, mitigate, avoid or control risk effectively as well as supervise, monitor, review and evaluate the results of risk management in order to improve risk management process.
4. The responsible persons of each department shall report the monitoring and evaluation result on risk management as required by the Company to the Risk Management Committee.
5. The Risk Management Committee shall formulate the risk management policy and the operational guideline as well as oversee internal risks. Also, the Risk Management Committee shall summarize and report the results of risk management to the Board of Directors.

Expected Outcomes from Risk Management

1. Create awareness for the necessity to manage risk proactively by identify, evaluate and manage risk seriously and organization wide.
2. Add the channel to identify an opportunity that may lead to the business growth and ready for the threat that will hinder business operation.
3. Manage risk at the international standard.
4. Increase an opportunity to achieve operational target to increase confidence and trust from stakeholders.
5. Take the risk information for business planning and making strategic decision.
6. To be able operate according to the strategic plan and better forecast the future.
7. Improve capability to manage abnormal incidents.
8. Enhance learning from risk management experience.

Policy review

Risk Management Committee will review risk management policy and other related manual at least once a year and report the suitability and effectiveness in utilization to Board of Director for consideration for the continuous development.

12. Related Party Transactions

12.1 Disclosure of related party transactions with possible conflict of interest

As of December 31, 2020 there was no related party transaction with possible conflict of interest. There was only normal business transactions between the Company and its subsidiaries that have been disclosed in the notes to financial statement for the year 2020.

12.2 Necessity and Reasonability of Related Party Transactions

The Audit Committee commented that all related party transactions have been done with reasonability and normal business practice with fair price and conditions.

12.3 Related Party Transaction Policy

To make it transparent and fair to all shareholders and good corporate governance, the Company define the "Related Party Transaction" based on the following principles and disclose in corporate governance policy.

- The transaction must obtain the transparent approval by the directors and executives with caution and faithful responsibilities without the participation of conflict of interest party in decision making of the stakeholders.
- The transaction must maximize the benefit for the Company like the transaction with outsider.
- There is verification and follow up system to ensure that the transaction is done based on the correct process.

In case that the Company's related party transaction is taken place with a person who may have conflict of interest, the Company shall report to the Audit Committee to provide an opinion related to the necessity and appropriateness of such transaction. In case where the Audit Committee has no expertise in considering related party transaction that may take place, the Company shall provide an independent expert or an external auditor of the Company to give an opinion on such related party transaction. However, the approval on entering into related party transactions that may take place in the future, the Board of Directors must comply with the Company's regulations, laws regarding Securities and Stock Market as well as set of regulations, notifications, orders and requirements of the Stock Exchange of Thailand.

If there is related party transaction, the Company shall process to approve such transaction without the involvement of those who may have conflict of interest. As such, the Audit Committee is responsible for giving an opinion regarding the entering into every transaction. The approval process to enter into connected transaction is based on the requirements or notifications of the Securities and Exchange Commission, requirements on connected party transactions of the Stock Exchange of Thailand as well as other relevant rules and guidelines strictly. The price, remuneration or any fees related to related party transactions must be quoted with reference to the market price as well as the accounting standard specified by the Federation of Accounting Professions of

Thailand, including taking into account the reasonableness of transactions and the benefits to the Company as a major priority and shall disclose the relevant details in the Company's notes to financial statement and annual report.

12.4 Shareholding details of Directors and Executive on latest book closing date

	Name	Shareholding % As of July 10, 2020		Shareholding % As of February 25, 2021	
		Number of common share	%	Number of common share	%
1	Dr. Pongsak Viddayakorn, M.D.	-	-	-	-
	Spouse and child	-	-	-	-
2	Mr. John LEE Kohshun	-	-	-	-
	Spouse and child	-	-	-	-
3	Mr. Yamsak Manomaiphiboon	-	-	-	-
	Spouse and child	-	-	-	-
4	Dr. Satit Viddayakorn, Ph.D.	806,728,800	23.30	821,728,800	23.73
	Spouse and child	-	-	-	-
5	Mr. Veera Srichanachaichok	10,000,000	0.29	7,000,000	0.20
	Spouse and child	-	-	-	-
6	Ms. Aranya Chalernpornvarodom	-	-	-	-
	Spouse and child	-	-	-	-
7	Dr. Jutamas Ingpochai, Ph.D.	-	-	-	-
	Spouse and child	-	-	-	-
8	Ms. Tanatorn Viddayakorn	22,985,100	0.66	22,985,100	0.66
	Spouse and child	-	-	-	-
9	Ms. Preeyaporn Aphiwathwitthaya	-	-	-	-
	Spouse and child	-	-	-	-
10	Ms. Ritima Jirasuradate	-	-	-	-
	Spouse and child	-	-	-	-
11	Ms. Satita Viddayakorn	1,917,852,143	55.39	1,917,852,143	55.39
	Spouse and child	-	-	-	-
12	Mrs. Achara Ratanaphunsri	10,120,000	0.295	9,920,000	0.286
	Spouse and child	2,136,100	0.06	1,051,100	0.03
13	Mr. Kittichai Uruwankul	-	-	-	-
	Spouse and child	-	-	-	-
14	Mr. Supawat Pongsiripanich	-	-	-	-
	Spouse and child	-	-	-	-
15	Mrs. Samerkae Sattapong	100,000	0.003	100,000	0.003
	Spouse and child	-	-	-	-
16	Ms. Thiranan Sangphungtham	474,200	0.01	474,200	0.01

	Name	Shareholding % As of July 10, 2020		Shareholding % As of February 25, 2021	
		Number of common share	%	Number of common share	%
	Spouse and child	100,000	0.002	50,000	0.001
17	Mrs. Sukanit Mahanukul	-	-	-	-
	Spouse and child	-	-	-	-
18	Ms. Tanee Maneenut	-	-	-	-
	Spouse and child	-	-	-	-
19	Ms. Napatporn Rodsa	-	-	-	-
	Spouse and child	-	-	-	-
20	Ms. Janpen Jongjirangsap	98,000	0.003	98,000	0.003
	Spouse and child	-	-	-	-
21	Mr. Naruepol Phansupamongkol	21,000	0.001	21,000	0.001
	Spouse and child	-	-	-	-
22	Mr. Chote Nisoong	-	-	-	-
	Spouse and child	-	-	-	-
23	Dr. Atiwat Noiprasit, M.D.	2,548,000	0.07	2,575,000	0.07
	Spouse and child	-	-	-	-
24	Dr. Pawish Virajsil, M.D.	-	-	-	-
	Spouse and child	-	-	-	-
25	Mrs. Pimyada Boontem	-	-	-	-
	Spouse and child	-	-	-	-
26	Mrs.Pimyada Ruananukoon	-	-	-	-
	Spouse and child	-	-	-	-
27	Ms. Kanokwan Udomkitkosol	29,600	0.0009	9,600	0.0003
	Spouse and child	-	-	-	-
28	Mr. Phuwameth Akranithianont	-	-	-	-
	Spouse and child	-	-	-	-
29	Mr.Lualit Chenphithakjat	-	-	1,600	0.00
	Spouse and child	-	-	-	-
30	Dr. Varan Tiensong, M.D.	-	-	-	-
	Spouse and child	-	-	-	-
31	Ms. Atiya Awachanakarn	151,700	0.004	158,200	0.005
	Spouse and child	220,000	0.006	220,000	0.006
32	Ms. Budsakorn Kaewboonthum	28,300	0.0008	36,300	0.001
	Spouse and child	-	-	-	-
33	Dr.Bunchana Petchployngam, M.D.	-	-	-	-
	Spouse and child	-	-	-	-
34	Ms. Thitichaya Somdulyawad	-	-	6,100	0.00
	Spouse and child	-	-	-	-

	Name	Shareholding % As of July 10, 2020		Shareholding % As of February 25, 2021	
		Number of common share	%	Number of common share	%
35	Ms. Sudamas Boonwan	-	-	-	-
	Spouse and child	-	-	-	-
36	Ms. Nipaporn Nimpitakpong	-	-	-	-
	Spouse and child	-	-	-	-
37	Mrs. Wannasiri Nimpitakpong	3,009,800	0.09	3,012,800	0.09
	Spouse and child	-	-	-	-
38	Ms. Kongchanok Teeravarakan	-	-	-	-
	Spouse and child	-	-	-	-
39	Mr. Voratus Palakawong Na Ayudhya	150,000	0.004	-	-
	Spouse and child	-	-	-	-
40	Mr. Thisarin Takkametha	-	-	-	-
	Spouse and child	-	-	-	-
41	Mrs. Kannita Tangsriwong	-	-	-	-
	Spouse and child	-	-	-	-

Remark: The number of shares held by Ms. Satita Viddayakorn included shares held by Peak Development Holding Co., Ltd because Ms. Satita is a major shareholder who held 55.39% shares in Peak Development Holding Co., Ltd.

Part 3 Financial Position and Operating Performance

13. Key Financial Information

13.1 Financial Statement

13.1.1 Auditor's Report

Auditor's report in the past 3 years, financial statement for the year 2018-2020 was audited by Mr. Chanchai Chaiprasit, a certified auditor number 3760 from PriceWaterhouse Coopers ABAS Co., Ltd. which was in the approved list of Securities and Exchange Commission, give an unqualified opinion with the comment that the consolidated financial statement of Principal Capital Public Company Limited (Company) and its subsidiaries (business group) as well as the financial statement for the Company show the financial position of business group of the Company, operating result and cash flow statement of the Company only and were prepared accurately in substance based on standard of financial report. This financial statement was verified and certified by the Board of Directors

13.1.2 Financial Statements

Principal Capital Public Company Limited and it Subsidiaries

Statement of Financial Position

As of December 31

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Assets												
Current assets												
Cash and cash equivalents	176,319	1.14	395,865	2.71	449,319	3.14	20,859	0.16	53,080	0.41	91,810	0.81
Financial assets measured at fair value through profit or loss	34,007	0.22	-	-	-	-	18,000	0.14	-	-	-	-
Short-term fixed deposits	1,388	0.01	-	-	-	-	-	-	-	-	-	-
Short-term investments	-	-	525,827	3.60	6,064	0.04	-	-	484,568	3.72	3,930	0.03
Restricted deposits at a financial institution - currents	5,000	0.03	5,000	0.03	5,446	0.04	5,000	0.04	5,000	0.04	5,000	0.04
Trade and other receivables, net	342,837	2.22	233,450	1.60	267,617	1.87	49,513	0.39	48,066	0.37	43,687	0.38
Current portion of receivables-under lease agreement, net	-	-	-	-	-	-	1,670	0.01	1,611	0.01	-	-
Short-term loans to a subsidiary	-	-	-	-	-	-	10	0.00	1,355,989	10.42	520,836	4.57
Short-term loan to third party	-	-	39,044	0.27	-	-	-	-	39,044	0.30	-	-
Inventories - net	71,903	0.47	59,120	0.40	49,572	0.35	6,013	0.05	5,059	0.04	5,891	0.05
Other current assets	18,604	0.12	54,495	0.37	96,599	0.67	4,281	0.03	12,505	0.10	9,016	0.08

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Total current assets	650,058	4.22	1,312,801	8.98	874,616	6.11	105,346	0.83	2,004,922	15.40	680,169	5.97
Non-current assets												
Restricted deposits at a financial institutions	2,803	0.02	2,800	0.02	12,166	0.08	5,074	0.04	-	-	-	-
Receivables under finance lease, net	-	-	-	-	-	-	-	-	6,744	0.05	-	-
Investment in an associate	300	0.00	411	0.00	-	-	7,976,853	62.84	-	-	-	-
Investment in subsidiaries	-	-	-	-	-	-	330	0.00	7,963,253	61.17	8,013,254	70.34
Financial assets measured at fair value through profit or loss	330	0.00	-	-	-	-	-	-	-	-	-	-
Long-term investments	-	-	330	0.00	330	0.00	-	-	330	0.00	330	0.00
Long-term loans to subsidiaries	-	-	-	-	-	-	2,629,296	20.71	-	-	-	-
Investment property - net	1,155,055	7.49	1,576,376	10.78	2,719,903	19.00	1,848,742	14.57	-	-	-	-
Property, plant and equipment – net	10,987,585	71.28	9,896,170	67.69	8,942,750	62.46	2,922	0.02	3,033,819	23.31	2,679,825	23.52
Intangible assets – net	286,875	1.86	93,977	0.64	69,632	0.49	116,668	0.92	4,631	0.04	3,677	0.03
Right-of-use assets - net	425,305	2.76	-	-	-	-	-	-	-	-	-	-
Leasehold rights	-	-	26,513	0.18	25,222	0.18	-	-	-	-	-	-
Goodwill	1,823,978	11.83	1,657,153	11.33	1,648,636	11.51	-	-	-	-	-	-
Deferred tax assets	11,524	0.07	23,278	0.16	4,604	0.03	7,723	0.06	-	-	-	-
Other non-current assets	71,298	0.46	30,236	0.21	20,222	0.14	12,587,608	99.17	3,534	0.03	14,492	0.13
Total Non-Current Assets	14,765,053	95.78	13,307,244	91.02	13,443,465	93.89	12,692,954	100.00	11,012,311	84.60	10,711,578	94.03

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Total Assets	15,415,111	100.00	14,620,045	100.00	14,318,081	100.00			13,017,233	100.00	11,391,747	100.00
Liabilities and shareholders' equity												
Current Liabilities												
Overdraft	-	-	-	-	7,415	0.05	-	-	-	-	-	-
Short-term borrowing from financial institutions	-	-	50,011	0.34	1,030,400	7.20	-	-	-	-	1,000,400	8.78
Trade and other payables	921,420	5.98	485,985	3.32	463,546	3.24	100,270	0.79	91,470	0.70	98,774	0.87
Advanced received from customer-current	32,882	0.23	36,797	0.25	24,502	0.17	1,846	0.01	10,560	0.08	6,076	0.05
Short-term loan from a related party	298,258	1.93	348,416	2.38	461,891	3.23	482,382	3.80	1,886,111	14.49	614,851	5.40
Current portion of lease liabilities	68,709	0.45	64,812	0.44	26,437	0.18	29,294	0.23	27,249	0.21	-	-
Current portion of long-term borrowings from financial institutions	273,323	1.77	260,325	1.78	184,000	1.29	181,467	1.43	95,611	0.73	32,818	0.29
Current portion of promissory notes from a related party	120,973	0.78	539,338	3.69	530,404	3.70	120,973	0.95	539,338	4.14	530,404	4.66
Income tax payable	9,474	0.06	15,458	0.11	18,944	0.13	720	0.01	-	-	-	-
Deposits received from customers – current	29,444	0.19	24,638	0.17	30,674	0.21	-	-	7,187	0.06	9,203	0.08
Other current liabilities	92,596	0.60	92,631	0.63	75,224	0.53	18,132	0.14	6,446	0.05	5,830	0.05
Total current liabilities	1,849,079	12.00	1,918,411	13.12	2,853,437	19.93	935,084	7.37	2,663,972	20.46	2,307,636	20.26
Non-current liabilities												

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Financial lease liabilities	224,059	1.45	204,918	1.40	74,640	0.52	82,104	0.65	90,692	0.70	31,522	0.28
Long-term borrowings from a financial institution	3,406,617	22.10	2,267,471	15.51	2,063,843	14.41	2,170,080	17.10	1,457,763	11.20	915,501	8.04
Long-term borrowings from related party	-	-	-	-	-	-	300,000	2.36	-	-	-	-
Advances received from customers	-	-	-	-	3,320	0.02	-	-	-	-	-	-
Deposits received from customers	19,070	0.12	24,479	0.17	19,193	0.13	-	-	-	-	-	-
Deferred tax liabilities	382,868	2.48	333,880	2.28	333,153	2.33	158,365	1.25	164,790	1.27	170,322	1.50
Employee benefit obligations	144,586	0.94	117,847	0.81	85,163	0.59	21,079	0.17	18,535	0.14	15,152	0.13
Hospital acquisition payables	46,675	0.30	-	-	-	-	-	-	-	-	-	-
Other non-current liabilities	17,240	0.11	41,812	0.29	43,713	0.31	7,295	0.06	17,437	0.13	3,446	0.03
Total non-current liabilities	4,241,115	27.51	2,990,407	20.45	2,623,025	18.32	2,739,922	21.59	1,749,216	13.44	1,135,945	9.97
Total liabilities	6,090,194	39.51	4,908,818	33.58	5,476,462	38.25	3,675,006	28.95	4,413,189	33.90	3,443,581	30.23
Equity												
Issued and paid up capital	3,462,337	22.46	3,462,337	23.68	3,240,088	22.63	3,462,337	27.28	3,462,337	26.60	3,240,088	28.44
Premium on share capital	5,163,517	33.50	5,163,517	35.32	4,476,767	31.27	5,163,517	40.68	5,163,517	39.67	4,476,767	39.30
Retained earnings												
Appropriated – legal reserve	61,736	0.40	44,200	0.30	44,200	0.31	61,736	0.49	44,200	0.34	44,200	0.39
Unappropriated	(1,155,337)	(7.49)	(626,349)	(4.28)	(447,623)	(3.13)	330,358	2.60	(66,010)	(0.51)	187,112	1.64
Other components of equity	764,873	4.96	766,023	5.24	764,130	5.34	-	-	-	-	-	-

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Equity attributable to owners of the parent	8,297,126	53.83	8,809,728	60.26	8,077,561	56.42	9,017,948	71.05	8,604,044	66.10	7,948,166	69.77
Non-controlling interests	1,027,791	6.67	901,499	6.17	764,058	5.34	-	-	-	-	-	-
Total equity	9,324,917	60.50	9,711,227	66.42	8,841,619	61.75	9,017,948	71.05	8,604,044	66.10	7,948,166	69.77
Total liabilities and equity	15,415,111	100.00	14,620,045	100.00	14,318,081	100.00	12,692,954	100.00	13,017,233	100.00	11,391,747	100.00

Principal Capital Public Company Limited and it Subsidiaries
Statement of Comprehensive Income
For the year ended December 31

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Revenue from hospital business	2,290,329	86.40	2,296,171	79.97	2,084,631	76.56	184,675	52.38	227,379	44.05	206,947	41.91
Revenue from sale and services	360,377	13.60	575,270	20.03	574,240	21.60	167,890	47.62	288,754	55.95	286,784	58.09
Cost of hospital business	(2,025,166)	(76.40)	(1,879,283)	(65.45)	(1,577,358)	(59.32)	(261,760)	(74.24)	(251,700)	(48.77)	(172,493)	(34.94)
Costs of sales and services	(307,009)	(11.58)	(353,286)	(12.30)	(376,029)	(14.14)	(118,739)	(33.68)	(137,816)	(26.70)	(162,004)	(32.81)
Gross profit	318,531	12.02	638,872	22.25	705,484	26.53	(27,954)	(7.92)	126,617	24.53	159,234	32.25
Other income	59,685	2.25	46,890	1.63	51,145	1.92	94,047	26.68	30,703	5.95	23,846	4.83
Gain on disposal of a business unit	-	-	-	-	-	-	704,703	199.98	-	-	-	-
Gain on bargain purchase	30,696	1.16	-	-	82,544	3.10	-	-	-	-	82,544	16.72
Gain (loss) on disposal of investment in subsidiaries	17,0798	0.64	240,375	8.37	-	-	-	-	(45,000)	(8.72)	-	-
Selling expenses	(56,160)	(2.12)	(66,870)	(2.33)	(60,303)	(2.27)	(13,377)	(3.79)	(20,485)	(3.97)	(18,370)	(3.72)
Administrative expenses	(714,666)	(26.96)	(842,341)	(29.34)	(725,419)	(27.28)	(207,623)	(58.89)	(250,915)	(48.61)	(212,042)	(42.95)
Other expenses	(15,780)	(0.60)	(16,965)	(0.59)	(16,579)	(0.62)	-	-	-	-	-	-
Finance costs	(132,591)	(5.00)	(153,190)	(5.33)	(126,109)	(4.74)	(115,066)	(32.64)	(100,982)	(19.57)	(74,702)	(15.13)
Share of profit from an associate	(111)	(0.00)	161	0.01	-	-	-	-	-	-	-	-
Profit (loss) before income tax expenses	(493,318)	(18.61)	(153,069)	(5.33)	(89,237)	(3.36)	434,751	123.31	(260,061)	(50.39)	(39,488)	(8.00)

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
In come tax (expense) income	(44,174)	(1.67)	(2,434)	(0.08)	(31,211)	(1.17)	434,751	123.31	5,814	1.13	4,253	0.86
Loss from continuing operations	(537,493)	(20.28)	(155,503)	(5.42)	(120,448)	(4.53)	416,732	118.20	(254,247)	(49.26)	(35,235)	(7.14)
Loss from discontinued operations	-	-	(31,439)	(1.09)	(32,195)	(1.21)	-	-	-	-	-	-
Loss for the year	(537,493)	(20.28)	(186,942)	(6.51)	(152,643)	(5.74)	416,732	118.20	(254,247)	(49.26)	(35,235)	(7.14)
Other comprehensive income												
Remeasurements of employee benefit obligations	293	0.01	4,155	0.14	4,702	0.18	(3,535)	(1.00)	1,406	0.27	2,277	0.46
Deferred income tax on Remeasurements of employee benefit obligations	(59)	(0.00)	(831)	(0.03)	(940)	(0.04)	707	0.20	(281)	(0.05)	(455)	(0.09)
Items that will not be reclassified to profit or loss	234	0.01	3,324	0.12	3,761	0.14	(2,828)	(0.80)	1,125	0.22	1,822	0.37
Other comprehensive income (expense) for the year, net of tax	234	0.01	3,324	0.12	3,761	0.14	(2,828)	(0.80)	1,125	0.22	1,822	0.37
Total comprehensive income (expense) for the year	(537,258)	(20.27)	(183,618)	(6.39)	(148,882)	(5.60)	413,904	117.40	(253,122)	(49.04)	(33,413)	(6.77)
Profit (loss) attributable to												
Owner of the parent	(511,686)	(19.30)	(181,717)	(6.33)	(173,397)	(6.52)	416,732	118.20	(254,247)	(49.26)	(35,235)	(7.14)
Non-controlling interests	(25,806)	(0.97)	(5,225)	(0.18)	20,754	0.78	-	-	-	-	-	-
	(26,318)	(0.99)	(186,942)	(6.51)	(152,643)	(5.74)	416,732	118.20	(254,247)	(49.26)	(35,235)	(7.14)

Unit : Baht in Thousand	Consolidated Financial Statement						Seperated Financial Statement					
	2020		2019		2018		2020		2019		2018	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Total comprehensive income (expense) attributable to												
Owner of the parent	(511,452)	(19.29)	(178,726)	(6.22)	(168,727)	(6.35)	413,904	117.40	(253,122)	(49.04)	(33,413)	(6.77)
Non-controlling interests	(25,806)	(0.97)	(4,892)	(0.17)	19,845	0.75	-	-	-	-	-	-
	(537,493)	(20.28)	(183,618)	(6.39)	(148,882)	(5.60)	413,904	117.40	(253,122)	(49.04)	(33,413)	(6.77)
Earnings (loss) per share (Baht)	(0.148)		(0.056)		(0.054)		0.12		(0.078)		(0.011)	

Principal Capital Public Company Limited and its Subsidiaries

Summary of Statement of Cash Flow

For the Year ended December 31

Unit : Baht in thousand	Consolidated Financial Statement			Separated Financial Statement		
	2020	2019	2018	2020	2019	2018
Cash flows from operating activities	(158,153)	193,019	15,459	(308,586)	(79,702)	(112,893)
Cash flows from investing activities	(1,119,975)	(400,965)	(2,001,298)	994,316	(1,708,802)	(2,412,100)
Cash flows from financing activities	1,058,582	161,906	2,057,270	(717,951)	1,749,774	2,545,065
Net increase (decrease) in cash and cash equivalents	(219,546)	(46,040)	71,431	(32,221)	(38,730)	20,072
Cash and cash equivalents at the beginning of the year	395,864	441,905	370,474	53,080	91,810	71,738
Cash and cash equivalents at the end of the year	176,319	395,865	441,905	20,859	53,080	91,810

13.1.3 Significant Financial Ratio

	Unit	Consolidated Financial Statement			Separated Financial Statement		
		2020	2019	2018	2020	2019	2018
Liquidity Ratio							
Current Ratio	Times	0.35	0.68	0.31	0.11	0.75	0.29
Quick Ratio	Times	0.30	0.60	0.25	0.09	0.22	0.06
Activity Ratio							
Accounts Receivables turnover	Times	12.44	17.76	21.46	8.45	14.97	25.58
Average collection period	Days	29	21	17	43	24	14
Total assets turnover	Days	0.26	0.34	0.35	0.18	0.19	0.30
Accounts payable turnover	Times	15.45	16.60	12.83	15.90	15.00	16.89
Average payment period	Days	24	22	28	23	24	22
Cash cycle	Days	16	7	(2)	26	5	(4)
Inventory turnover	Times	35.60	41.08	40.75	68.73	71.14	107.92
Average selling period	Days	10	9	9	5	5	3
Profitability Ratio							
Gross profit margin	%	12.02	22.25	26.53	(7.92)	24.53	32.25
Net profit margin	%	(18.55)	(5.75)	(6.21)	93.31	(46.49)	(5.87)
Return on equity	%	(5.98)	(2.15)	(2.12)	4.73	(3.07)	(0.44)
Return on assets	%	(3.58)	(1.29)	(1.11)	3.24	(2.08)	(0.34)
Financial Policy Ratio							
Debt to equity ratio	Times	0.73	0.56	0.68	0.41	0.51	0.43
Interest coverage ratio	Times	0.42	2.61	1.90	(1.01)	0.06	(0.74)
Information per share							
Earnings (losses) per share	Baht	(0.148)	(0.056)	(0.054)	0.120	(0.078)	(0.011)
Book value per share	Baht	2.40	2.54	2.49	2.60	2.49	2.45

14. Management Discussion and Analysis

Major developments in 2020

On March 2, 2020, Principal Healthcare - Chumphon Co., Ltd., a subsidiary of which shares are held indirectly by the Company, acquired and accepted the Entire Business Transfer (EBT) of "Virajsilp Hospital", located in Chumphon Province. The objective was to expand the coverage of the Business Group's private hospital business network, especially in southern area of Thailand, in order to enhance the Group's future revenue generating capability also enhance effectiveness and competitiveness to gain more revenue. The subsidiary paid a consideration of Baht 512.2 million. The transaction resulted in a intangible assets of Baht 298.3 million, including goodwill of Baht 166.8 million, trademarks Baht 101.5 million and customers relationship Baht 30.0 million in the Consolidate Financial Statement.

On March 18, 2020, the Company incorporated a new subsidiary, Principal NKG Company Limited, with the objective of investing in elderly care business. The Company holds 51% of the shares in the new company and the other 49% is held by Nihon Keiei (Thailand) Company Limited. The company's concept of elderly care focuses on self-reliance, whereby elderly people resume their healthy condition and capability of conducting their Activities of Daily Living (ADL) with their family members. The aim is to assist the elderly in rehabilitating their physical and mental strength for maximum self-reliance.

The AGM of the Company year 2020 on August 10, 2020 resolved to approve V Brilliant Group Holding Co., Ltd., the Company's subsidiary to dispose of assets to Miss Satita Viddayakorn who is a related person of the Company, as comply with the sales and purchase agreement of the shares on 8 August 2016, details are as follow;

1. Ordinary shares in V33 Company Limited and Udon Business District Company Limited, both are V Brilliant Group Holding Co., Ltd.'s subsidiaries which held 99.99 % of shares. The selling are higher than the fair value of the two subsidiaries.
2. Vacant lands in Ang-Thong province and Saraburi province, owned by V Brilliant Group Holding Co., Ltd. The selling price are higher than the book value.

The Board of Directors' meeting of V Brilliant Group Holding Co., Ltd. on August 10, 2020 resolved to approved to set up VMEA Company Limited, registered capital Baht 1 Million comprising of 100,000 ordinary shares of par Baht 10 each. V Brilliant Group Holding Co., Ltd. held 99.99% of shares. The subsidiary was registered with the Ministry of Commerce on August 20, 2020 and increase its authorised share capital to be 200,000,000 ordinary shares of par Baht 10 each. The subsidiary registered the increased share capital with the Ministry of Commerce on October 28, 2020. This subsidiary set up for acceptance of Partial Business Transfer (PRT) of the Marriott Executive Apartment Sathorn Vista-Bangkok from the Company as the approval of the AGM on August 10, 2020

On December 29, 2020 the indirect holding company (VMEA Co., Ltd.) has approved the acquisition and accepted the Partial Business Transfer (PBT) of the property rental business from the Company under the name “The Marriott Executive Apartment Sathorn Vista – Bangkok” in order to re-structure the business to achieve the Company’s strategy plan for managing each business clearly, which would build the sustainable business and enhance the growth, also increase the opportunities to expand the business, as the subsidiaries paid a consideration of Baht 1,966.0 million. The transaction resulted in gain from disposal of a business unit in the amount of Baht 704.7 in the separate financial statements since this list is an inter-company transaction, it does not affect the operating results in the consolidated financial statements.

On September 1, 2020, the subsidiary that the Company held share indirectly (Principal Healthcare -Ubon Ratchathani Company Limited) acquired and accepted the Entire Business Transfer (EBT) of a private hospital name “Sunpasitinter Hospital” in Ubon Ratchathani Province which would enhance the growth, capability and competitiveness of the Group as well as increase its future potential profitability. The subsidiary paid a consideration of 494.3 million Bant. The transaction resulted in gain on bargain purchase of Baht 30.7 million in the Consolidate Financial Statement.

The economic and industrial situations affecting the operation and business policies, strategies and decisions

The outbreak Covid-19 in early 2020 has adverse effects on operating results for the year ended 31 December 2020.

The global and Thailand Covid-19 outbreak initiated government-imposed traveling restrictions and controls as well as upended the normal way of living and economic activities. As a result, hotel revenue significantly dropped by Baht 207.5 million which is 47.2% compared to 2019. This is due to temporary operational closures as well as previously suspended and currently diminished domestic and international travels. In response, the Group offered various promotions such as room and food and beverage discount to attract customers. Also, the protocol to prevent the spread of Covid-19 enforced restriction on transportation in many areas. The nationwide Covid-19 outbreak and decline in domestic economic resulted in dramatic decrease in hospital revenue by Baht 278.8 million which is 13.1% compared to prior period. For hospital business, Covid-19 outbreak affected the demand for medical services as seen from the reduction in number of patients. This was due to 1) the patients were afraid of the infection of Covid-19 at the hospital as a resulting in the usage of medical services as necessary; 2) the Covid-19 preventive measures by wearing masks and social distancing apparently lower the case of respiratory system infection; 3) The close of the school and online study reduced the contagious disease in children resulting in the reduction in number of child patients. As a result, the revenue from hospital business decreased by Baht 278.8 million or 13.1% compared to last year. In addition, the cost of PPE increase substantially due to higher

demand with limited supply. Such factors caused higher loss from operation. The management expects that both of operating results and revenue will be recover after vaccine rollout in the second half year of 2021.

2020 operating results

Statement of Comprehensive Income	Year 2020	Year 2019	Increase (decrease)	Change %
Unit: million				
Revenues from hospital operations	2,290.3	2,296.2	(5.8)	-0.3
Revenues from sales and services	360.4	575.3	(214.9)	-37.4
Costs of hospital operations	2,025.2	1,879.3	145.9	7.8
Costs of sales and services	<u>307.0</u>	<u>353.3</u>	<u>(46.3)</u>	<u>-13.1</u>
Gross profit	318.5	638.9	(320.3)	-50.1
Other income	59.7	46.9	12.8	27.3
Gain on disposal of investment in subsidiaries	17.1	240.4	(223.3)	(92.9)
Gain on bargain purchase	30.7	-	30.7	100.0
Selling and Administrative expenses	786.6	926.2	(139.6)	(15.1)
Finance costs	<u>132.6</u>	<u>153.2</u>	<u>(20.6)</u>	<u>(13.4)</u>
(Loss) before income tax expense	(493.3)	(153.1)	(340.2)	(222.3)
Income tax expense	<u>44.2</u>	<u>(2.4)</u>	<u>41.7</u>	<u>1,714.8</u>
(Loss) from continuing operations	(537.5)	(155.5)	(382.0)	(245.6)
Loss from discontinued operations	-	<u>(31.4)</u>	<u>31.4</u>	<u>100.0</u>
Loss for the year	<u>(537.5)</u>	(186.9)	<u>(350.5)</u>	<u>(187.5)</u>
Total comprehensive expense for the year	<u>(537.3)</u>	(183.6)	<u>(353.6)</u>	<u>(192.6)</u>

In 2020, the Company and the subsidiaries generated revenues totaling Baht 2,290.3 million from the hospital business and incurred costs totaling Baht 2,025.2 million from the hospital business, and revenues from sales and services totaling Baht 360.4 million and incurred costs of sales and services totaled Baht. 307.0 million Gain from disposal of a business unit and gain on disposal of investment in subsidiaries totaling Baht.47.8 million Selling and administrative expenses totaled Baht 786.6 million and financial costs totaled Baht.132.6 million As a result, the Company's loss for the year totaled Baht 537.5 million.

The following explains the operating results by business group.

Revenues from sales and services

Unit: million	Year 2020		Year 2019		Change
	Amount	%	Amount	%	%
Hospital business	2,290.3	86.4	2,296.2	80.0	-0.3
Property development and property rental business	360.4	13.6	575.3	20.0	-37.4
Total	2,650.7	100.0	2,871.5	100.0	-7.7

The Company and the subsidiaries generated revenues from sales and the rendering of services totaling Baht 2,650.7 million, decrease of Baht 220.7 million or 7.7% resulted from the following:

- The hospital business' revenues decreased by Baht 5.8 million, or 0.3% due mainly to:
 - Revenues of existing hospitals – Pitsanuvej Hospital, Princ Hospital Paknampo, Princ Hospital Suvarnabhumi, Pitsanuvej Pichit Hospital, – decreasing totaled Baht 278.8 million from the Covid-19 situation.
 - Revenues of the hospitals opened during 2019 and the new hospital opened in 2020 – Sirivej Lamphum Hospital, Pitsanuvej Uttaradit Hospital, Princ Hospital Uthai Thani, Virajsilp Hospital and, Princ Hospital Ubonratchathani - increasing totaled Baht 275.8 million.
- The property development, rental business and others had a revenue decrease of 214.9 million Baht, or 37.4%, due mainly to the following:
 - The Marriott Executive Apartment Sathorn Vista – Bangkok Project, had a revenue decrease of Baht 124.2 million because the occupancy rate reduces from 86.8% in 2019 to 47.9% in 2020, Average Daily Revenue (ADR) was reduced from Baht 4,093 to Baht 3,478 because the tourism business has been affected by the Covid-19 situation continuously.
 - The Somerset Ekamai Bangkok Project had a revenue decrease of Baht 83.2 million because the occupancy rate reduces from 78.0% in 2019 to 46.3% in 2020, from the

impact of Covid-19 Pandemic and the current situation of the hotel that slow down, the customers in long-term rental was reduced especially Japanese customers.

Gross profit was Baht 320.3 million (50.1%) lower than 2019, for the following main reasons:

- Revenue from both businesses extremely decreased from the spreading of Covid-19 with the major impact to the business.
- Costs of the hospitals decreased less than the revenue that decreased from the new opened hospitals which is cost from doctor and medical staff that increasing to enhance the efficiency to provide the service and support the customer need.
- Depreciation of both new and existing hospitals increased.

Gain on bargain purchase were Baht 30.7 million caused by approved the acquisition and accepted the transfer of Principal Healthcare – Ubon Ratchathani Co., Ltd. in Q3/2020

Gain on disposal of investment in subsidiaries were Baht 17.1 million arising from the disposal of the ordinary shares of V33 Co., Ltd. and Udon Business District Co., Ltd. While in 2019, were Baht 240.4 million because of the disposal of the ordinary shares of Bangkok Management Co., Ltd.

Selling and administrative expenses in 2020 were Baht 786.8 million lower than 2019 in the amount of Baht 139.6 million (15.1%) because the Company aware of the impact of Covid-19 to the revenue. The Company and its subsidiaries highly pay attention to reduce cost by announcing the policy such as partially close the service area or temporary close some departments to reduce the cost from operation, reduce the temporary staff wage and reduce hiring of replacement employees and voluntary leave without pay and also the executives and employees are voluntary reduce the salary to reduce the cost of the Company.

EBITDA:

Unit: million	Year 2020	Year 2019	Increase (decrease)	Change %
EBITDA	211.1	472.5	(261.5)	-55.3
Finance costs	132.6	153.2	(20.6)	-13.4
Depreciation and amortisation	571.9	472.4	99.5	21.1
Profit before income tax	(493.3)	(153.1)	(340.2)	-222.3
Income tax expense	44.2	(2.4)	41.7	1714.8
Loss for the year	(537.5)	(155.5)	(382.0)	-245.6
**EBITDA excluded adjustment transaction	163.3	232.1	(68.9)	(29.7)

EBITDA for 2019 totaled Baht 472.5 million which was Baht 14.1 million, or 3.1% higher than the previous year because:

- There was a one-off item – a gain on disposal of investment in a subsidiary of Baht 240.4 million.
- There were direct costs, marketing and public relations expenses as well as other expenses of newly opened hospitals, increasing selling and administrative expenses.

EBITDA of the Company and the subsidiaries, excluding this adjusting entry, totaled Baht 232.1 million Baht 143.8 million lower than the previous year due to lower gross profits and the increases in the expenses of newly opened hospitals, and investment in physicians and medical units.

Interest expenses rose by Baht 27.1 million, as a result of the increase in borrowings from financial institutions for the newly opened hospitals and renovation and modernization of hospital buildings to suit customers' requirements.

Appreciation increased by Baht 50.9 million as there were three new hospitals and innovation work at some hospitals had been completed; hence, higher depreciation was booked.

Loss for the year The Company and the subsidiaries incurred a loss of Baht 155.5 million in 2019 (excluding the losses incurred from discontinued operations). The loss amount is greater than that of 2018 and resulted from the increases in the costs of sales and services, expenses of the subsidiaries, interest expenses and depreciation.

Financial Position

Statement of Financial Position	31 December	31 December	Increase	Change
Unit: million	2020	2019	(Decrease)	%
Total assets	15,415.1	14,620.0	795.1	5.4
Total liabilities	6,090.2	4,908.8	1,181.4	24.1
Equity attributable to owners of the parent	8,297.1	8,809.7	(512.6)	-5.8
Debt to Equity Ratio (times)	0.73	0.56		

As at 31 December 2020, the Company and the subsidiaries has assets totaling Baht 15,415.1 million, increasing from total assets as at 31 December 2019 by Baht 795.1 million, resulting from:

- Property, plant and equipment increased by Baht 1,091.4 million from the purchase of Virajsilp Hospital and Princ Hospital Ubonratchathani, totaling Baht 735.6 million and from the Princ Hospital Sisaket where land was purchased and under the building construction, which was expected opening in the second quarter of 2021 amounting to Baht 356.5 million.

- Right-of-use assets increased by Baht 425.3 million resulting from the adoption of TFRS 16 (leases standard) as of 1 January 2020, the Company recognized lease liabilities in relation to leases which had previously been classified as 'operating leases under the principles of TAS 17 Leases and for leases previously classified as finance leases the Group recognized the carrying amount of the lease asset and lease liability.
- Intangible assets increased by Baht 192.9 million from the acquisition of Virajsilp Hospital, which caused to the trademark and customers relationship totaling Baht 124.8 million.
- Goodwill increased by Baht 166.8 million from the acquisition of Virajsilp Hospital
- Short-term Investment decreased Baht 525.8 million, from the adoption of the financial reporting standards relate to financial instruments (TAS 32 and TFRS 9) by the adjustments to financial assets measured at fair value through profit or loss and Short-term fixed deposits totally Baht.35.4 million. While there are some parts that the company sold for use in investing in new projects and investing in new hospitals.
- Investment properties decreased by Baht 421.3 million from the disposal of the subsidiaries and vacant land of the group's subsidiaries for resale to Miss Satita Viddayakorn.

Liabilities of the Company and the subsidiaries as at 31 December 2020 totaled Baht 6,090.2 million, increasing from total liabilities as at 31 December 2019 by Baht 1,181.4 million for the following reason:

- Long-term borrowing from the financial institutions, increased by Baht 1,139.1 million, resulting from investment in new hospitals and renovating the existing hospitals.
- Hospital acquisition payables of Princ Hospital Ubonratchathani, an increase of Baht 294.1 million.
- Current portion of promissory notes from a related party decreased by Baht 418.4 million from the selling of assets to related party and pay long-term promissory notes.

Shareholders' equity decreased by Baht 512.6 million from the losses incurred by the Company during the year.

The debt-to-equity (D/E) ratio stood at 0.73, rise from 0.56 on 31 December 2019, resulting from the long-term borrowing from the financial institutions, while the shareholders' equity decreased from the operating results during the year.

Commitments and contingencies
Contingent liabilities for capital expenditure

Unit: Baht in million	2020	2019
Building and equipment	132.36	21.91

Operating lease commitments

The Company and its subsidiaries entered into non-cancellable operating lease agreements with respect to leases of equipment and service agreements. The terms of the agreements generally range between 1 to 13 years.

Unit: Baht in million	2020	2019
Not later than 1 year	21.62	33.64
More than 1 year but not later than 5 years	9.40	16.89
More than 5 years	-	8.34
Total	31.02	58.88

Long-term service commitments

On January 24, 2007, the Company entered into management agreements with a group company of a well-known international hotel chain, appointing the hotel group to manage the Company's serviced apartment. Under the conditions of the agreements, the Company has to pay service fees to the hotel group at the rates stipulated in the agreements. The terms of the serviced apartment management agreements are 30 years, starting from the commencement of operations, with the right to extend for a period of at least 10 years, depending upon certain conditions specified in the agreements. Consulting fees and expenses under the contract for the year ended December 31, 2020, was Baht 5.8 million.

On January 14, 2016, the Group entered into management agreements with a group company of a well-known international hotel chain, appointing the hotel group to manage the Company's serviced apartment. Under the conditions of the agreements, the Company has to pay service fees to the hotel group at the rates stipulated in the agreements. The terms of the serviced apartment management agreements are 10 years, starting from the commencement of operations with the right to extend for a period of at least 10 years, depending upon certain conditions specified in the agreements. Consulting fees and expenses under the contract for the year ended December 31, 2020, were Baht 7.5 million.

Part 4 Certification for the Correctness of Information

The Company reviews the information shown in this report with caution. The Company certifies that the information is correct, complete and not falsely presented or not miss any information required to be disclosed. In addition, the Company certifies that

(1) Financial statement and summary of financial data that is shown in this report were correct and complete in substance related to financial position, operating performance and cash flow of the Company and its subsidiaries.

(2) The Company has good disclosure system to ensure that the information that is an important substance of the Company and its subsidiaries are correctly disclosed and monitor to comply with the disclosure system.

(3) The Company has good internal control system and monitor to comply with such system. The Company reported the assessment result of internal control system as of December 31, 2019 to the auditor and Audit Committee, which include the error and significant change of the internal control system as well as any bad action that may have an effect to prepare the financial statement of the Company and its subsidiaries.

In this regard, to ensure that this document is the same document that has been certified, the Company delegated authority to Ms. Ritima Jirasuradate to sign on every page of this document. Any document has no signature of Ms. Ritima Jirasuradate, I would deem that is not the information that has been certified.

Name	Position	Signature
1. Dr. Satit Vidayakorn, Ph.D.	Authorized Director
2. Mr. Veera Srichanachaichok	Authorized Director
3. Mrs. Achara Ratanaphunsri	Authorized Director

4. Ms. Preeyaporn Aphiwathwithaya Director of Accounting

Proxy by

Name	Position	Signature
1. Ms. Ritima Jirasuradate	Corporate Secretary

Attachment

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. Pongsak Vddayakorn, M.D. Honorary President Director	88	- Doctor of Medicine Faculty of Medicine, Siriraj Hospital Mahidol University - DTM&H Faculty of Tropical Medicine Mahidol University - Post graduated study, University of Pennsylvania, Philadelphia, USA. - The National Defense College Training <u>Thai Institute of Directors Association</u> - Director Accreditation Program (DAP45/2005)	None	Father of Dr. Satit Vddayakorn	Aug. 2019- Present	Honorary President	Principal Capital PCL. <u>Listed Companies</u> Bangkok Dusit Medical Services PCL. Samitivej PCL. <u>Non-listed Companies</u> Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary) Union Pichit Doctors Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary) Pitsanuloke Medical Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary) Paknampo Hospital Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary) Hospital Management Training and (HMTDI)
					April 2013 - Aug. 2019	Chairman of the Board of	
					Aug. 2019- Present	Directors	
					1977-2007	President/ Board of	
					1991-2001	Board of Advisors/Deputy	
						Chairman	
					2017-Present	Chairman	
					2016-Present	Chairman	
					2015-Present	Chairman	
					2014-Present	Chairman	
2013-Present	Chairman Shareholder 99.998%						

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. John Lee Kohshun Chairman of the Board of Director Director	77	- Master of Public Health (MPH) Loma Linda University	None	None	Aug 2019- Present	Chairman of the Board of Director	Principal Capital PCL.
		- MA Philosophy, Adventist University of the Phillippines			Feb 2019 - Present	Director	<u>Listed Companies</u>
		- Bachelor of Philosophy, Adventist the Phillippines			2000 - 2007	Director	Samitivej PCL.
					2000 - 2007	Chief Executive Officer	
					2008 - 2010	Vice President	Bangkok Duist Medical Service PCL.
					2008 - 2010	Executive Director	
							<u>Non-listed Companies</u>
		Training			Jul. 20 - Present	Director	Principal Healthcare - Ubonratchathani Co., (Principal Healthcare Co., Ltd's subsidiary)
		<u>Thai Institute of Directors Association</u>			2020 - Present	Director	Principal Healthcare - Chumphon Co., Ltd. (Principal Healthcare Co., Ltd's subsidiary)
		- Role of the Chairman Program 2018 (RCP 43/2018)			2020 - Present	Director	Principal Healthcare - Sisaket Co., Ltd. (Principal Healthcare Co., Ltd's subsidiary)
- Director Certification Program 2002 (DCP 23/2002)	2020 - Present	Director	Principal Healthcare - Lamphun Co., Ltd. (Principal Healthcare Co., Ltd's subsidiary)				
<u>Clinical Training</u>							
- St. Luke Medical Center, Guezon City Phillippines 1969	2020 - Present	Director	Principal Healthcare - Uthai Co., Ltd. (Principal Healthcare Co., Ltd's subsidiary)				
- Loma Linda University Medical Center Loma Linda CA, USA 1973	2020 - Present	Director	Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanuloke Medical Co., Ltd's subsidiary)				

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. John Lee Kohshun Chairman of the Board of Director Director							<u>Non-listed Companies (cont.)</u>
					2020 - Present	Director	Pitsanuloke Medical Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2020 - Present	Director	Paknampo Hospital Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2020 - Present	Director	Union Pichit Doctors Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2020 - Present	Director	Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)
					2017-2019	Chairman	Premiere Home Healthcare Co., Ltd.
					2009-2010	Chairman	Bangkok Hospital Rayong Co., Ltd.
					2009-2010	Chairman	Bangkok Hospital Chantaburi Co., Ltd.
					2010 - Present	Managing Director	MuziHealth Consulting Pte Ltd. (Singapore)
						Principal Consultant	Parkway Health, (now part of IHH Healthcare, listed in Kuala Lumpur & Singapore)
				1998 - 2000	Chief Executive Officer	- Gleneagles Intan Medical Center, KL	
				1996 - 1998	General Manager	- Gleneagles International	

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. Yansak Manomaiphiboon Independent Director and Chairman of the Audit Committee	58	- BSc. 2nd Honor, Engineering Chulalongkorn University	None	None	Apr. 2013 -Present	Independent Director and Chairman of the Audit Committee	Principal Capital PCL.
		- MBA, Finance and Management Indiana University, Boomington, USA			Mar. 2017 - Present	Independent Director and Audit Committee	Chememan PCL.
		Training			Feb. 2012 -Present	Independent Director and Audit Committee	Sahaviriya Steel Industry PCL.
		- Program on Corporate Govenance for Directors and Senior Management of State Enterprise and Public Organizaition Class 3			Feb. 2018 -Present	Director	Asco Business Promotion Co., Ltd.
		<u>Thai Institute of Directors Association</u>			Feb. 2018 -Present	Director	National Digital IT Co., Ltd.
		- Executive Class 5 Capital Market Academy			May 2012 -Present	Secretariat	Association of Thai Securities Company
		- Director Certification Program 2015 (DCP199/2015)			2014-2016	Chaiman	Federation of Thai Capital Market Organization
		- Director Certification Program 2005 (DCP60/2005)			2014 - 2016	Executive Director	The Krungthep Thanakom Co., Ltd.
- Director Accreditation Program 2004 (DAP23/2004)							

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Dr. Satit Vddayakorn, Ph.D. Managing Director Chairman of the Executive Committee Chairman of the Risk Management Committee Director							<u>Non-listed Companies (continued)</u>
					2018 - Present	Director (Shareholder 0.001%)	Principal Healthcare - Uthai Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2018 - Present	Director (Shareholder 0.001%)	Banchang Business District Co., Ltd. (Principal Capital PCL.'s subsidiary)
					2018 - Present	Director	Paknampo Hospital Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2017 - Present	Director	Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)
					2017 - Present	Director (Shareholder 0.001%)	Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary)
					2016 - Present	Director (Shareholder 0.001%)	Union Pichit Doctor Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary)
					2016 - Present	Director (Shareholder 99.998%)	Service Station Co., Ltd.
					2015 - Present	Director/Managing Director	Pitsanuloke Medical Co., Ltd (Principal Healthcare Co., Ltd.'s subsidiary)
					Oct. 2016 – Present	Director	VBrilliant Group Holding Co., Ltd. (Principal Capital PCL.'s subsidiary)

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. Veera Srichanachaichok Acting Chief Financial Officer Executive Director Risk Management Committee Member Director							<u>Non-Listed Companies (continued)</u>
					2018 - Present	Director	Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanulok Medical Co., Ltd.'s subsidiary)
					2018 - Present	Director	Pitsanuloke Medical Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2018 - Present	Director	Paknampo Hospital Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2018 - Present	Director	Union Pichit Doctors Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2018-Present	Director (Shareholder 0.001%)	Banchang Business District Co., Ltd. (VBrilliant Group Holding Co., Ltd.'s subsidiary)
					2017 - Present	Director	Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)
					Oct. 2016 -Present	Director	VBrilliant Group Holding Co., Ltd. (Principal Capital PCL.'s subsidiary)
					Oct. 2016 -Present	Director	V Intelligence Co., Ltd. (VBrilliant Group Holding Co., Ltd.'s subsidiary)
				Oct. 2016 -Present	Director	VResidence Co., Ltd. (VBrilliant Group Holding Co., Ltd.'s subsidiary)	

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mr. Veera Srichanachaichok Acting Chief Financial Officer Executive Director Risk Management Committee Member Director					May 2016 - Present	Director	<u>Non-Listed Companies (continued)</u> Bangkok Center District Co., Ltd. (Principal Capital PCL.'s subsidiary)

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Dr. Soontorn Sritha, M.D. Acting Chief Investor Relation, Performance Coach, Director, Executive Director	67	- BSc. Medical Science Mahidol University	0.004	None	Dec. 2019 - May 2020	Acting Chief Investor Relations	Principal Capital PCL..
		- Bachelor of Medicine M.D. Faculty of Medicine, Rama Hospital Mahidol University			2017-Dec.2019	Performance Coach Chief Executive Officer - Healthcare	
		- Master of Public Health (Urban Health) Mahidol University			2017 - May 2020	Executive Director, Risk Committee Member, Director	
		- Preventive Medicine Certificate The Medical Council of Thailand			2009 - 2014	CEO BDMS group 4	
		- Bachelor of Economics Sukhothai Thammathirat University			2015-2017	Deputy Executive Director	
		- Bachelor of Political Science (Comparative Politics) Sukhothai Thammathirat University			Dec. 2019 - May 2020	Director	
		- Mini MBA Thai Chamber of Commerce University			Dec. 2019 - May 2020	Director	
		- Advanced Management Program Harvard University			Dec. 2019 - May 2020	Director	
					2018 - May 2020	Director	

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Dr. Soontorn Sritha, M.D. Director, Executive Director Chief Executive Officer - Healthcare		Training <u>Thai Institute of Directors Association</u> - Director Certification Program 2017 (DCP 250/2017)			2018 - May 2020	Director	<u>Non-Listed Companies (continued)</u> Pitsanuvej Pattana Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary)
					2018 - May 2020	Director	Pitsanuvej Uttaradit Hospital Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary)
					2018 - May 2020	Director	Union Pichit Doctor Co., Ltd. (Pitsanuloke Medical Co., Ltd.'s subsidiary)
					2018 - May 2020	Director	P.N.P. Hospital Co., Ltd. (Paknampo Hospital Co., Ltd.'s subsidiary)
					2017 - Present	Director	Paknampo Hospital Co., Ltd. (Principal Healthcare PCL.'s subsidiary)
					2017 - Present	Director	Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Dr. Jutamas Ingpochai, Ph.D. Independent Director the Audit Committee Member	45	- BBA, Pine Manor College, USA - MBA, Boston University, USA - Ph. D, Business, Bangkok University Training <u>Thai Institute of Directors Association</u> - Family Business Governance 2018 - Directors Certification Program 2017 - IT Governance and Cyber Resilience Program 2017 (ITG 4/2017) - Advance Audit Committee Program 2016 (AACP 22/2016) - Risk Corporate Leader (RCL) 2016 - Directors Accreditation Program 2012 - Company Secretary Program 2009	None	None	Apr. 2014 - Present	Independent Director the Audit Committee Member	Principal Capital PCL.
							<u>Listed Companies</u>
					Jan. 2011 -Present	Vice President Investor Relation, Shareholder (Shareholder 0.40%)	GFPT PCL.
					Oct. 2008 -Present	Corporate Secretary, (Shareholder 0.40%)	GFPT PCL.
							<u>Non-listed companies</u>
					Dec. 2015 -Present	Director (Shareholder 10.00%)	Minimax Venture Co., Ltd.

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Ms. Tanathorn Vddayakorn Chief Investment Officer Executive Director Director	29	Bachelor of Hospitality	0.66	Dr. Satit	Jan. 2020 - Nov. 2020	Chief Investment Officer	Principal Capital PCL..
		Management with Real Estate Finance		Vddayakorn's	Nov. 2019 - Present	Executive Director	
		and Revenue Management		daughter and	Feb. 2019 - Present	Director	
		Glion Institute of Higher Education		Dr. Pongsak			
		Switzerland.		Vddayakorn's			
		Training		Grand daughter			
		<u>Thai Institute of Directors Association</u>					
		- Director Certification Program 2019					
		(DCP 273/2019)			Jun. 2019 - Present	Director	
		- Executive Development Program			2019 - Present	Director	
(EDP 2020)		2018 - Present	Director				
		2018 - Nov. 2020	Deputy Chief Operation Officer				
		2017 - 2018	Manager in Training				

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Mrs. Achara Ratanaphunsi Director	47	Ph. D. Organization Development Assumption University Master of Information Management Asian Institute of Technology Training <u>Thai Institute of Directors Association</u> - Director Certification Program 2019 (DCP 279/2019)	0.29%	None	2020 - Present	Director	Principal Capital PCL.
					2004 - 2009	Financial Information System Mananger	<u>Listed Companies</u> Bangkok Dusit Medical Services PCL.
					2020 - Present	Director (Shareholder 0.001%)	<u>Non-listed Companies</u> Principal Healthcare - Ubolratchathani Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2019 - Present	Director (Shareholder 0.001%)	Principal Healthcare - Chumphon Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2019 - Present	Director (Shareholder 0.001%)	Principal Healthcare - Lamphun Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2019 - Present	Director (Shareholder 0.001%)	Principal Healthcare - Uthai Co., Ltd. (Principal Healthcare Co., Ltd.'s subsidiary)
					2018 - Present	Director	Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)

Attachment 1: Details of Directors, Executives, Controlling Persons and Corporate Secretary (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Ms. Ritima Jirasuradate Corporate Secretary The Risk Management Committee Member Executive Director	44	- Bachelor of Law, Thammasat University - Barrister-At-Law (Thai Bar) The Thai Bar Association Training <u>Thai Institute of Directors Association</u> - Corporate Secretary Program , TLCA <u>Secretary Supporting Program from IOD</u> - Effective Minute Taking - Board Reporting Program - Company Reporting Program	None	None	Jan. 2020 - Present May 2018 - Present Oct. 2016 - Apr. 2018 Oct. 2011 - Sep. 2016 Jan. 2007- Oct.2011 Jul 2019 - Present	Vice President, Office of Management Corporate Secretary The Risk Management Committee Executive Director Vice President Compliance & Risk Management Assistant Vice President CEO Office Assistant Manager Corporate Secretary and Legal Office Director	Principal Capital PCL.. GLand REIT Management Co., Ltd. Grand Canal Land PCL. Prinsiri PCL. <u>Listed Companies</u> None <u>Non-Listed Companies</u> Go Green Cleaning Co., Ltd.

Notes: All directors as mentioned above have never dishonestly committed an offence against property and never enter into any transactions which may cause conflict of interest against the Company during the year.

1. Dr. Satit Viddayakorn, Ph.D., Mr. Veera Srیشانachaichok and Mrs. Achara Ratanaphunsri are delegated authorized signatory as stipulated in affidavit of Department of Business Development
2. Shareholding proportion as of February 25, 2020.
3. Role and responsibility of Corporate Secretary are defined in Part 2, Section 9.11.4 roles and responsibility of senior executives and corporate secretary

Attachment 2 : Details about information of Directors and Executives of the Company and subsidiary companies

Name	PRINC	Subsidiary (The Company has more than 50% shareholding)																
		Principal Healthcare Co., Ltd	Paknam Hospital Co., Ltd.	Pisanuloke Medical Co., Ltd.	Union Pichit Doctors Co., Ltd.	Pitsanuvej Uttaradit Hospital Co., Ltd.	Principal Healthcare - Uthai Co., Ltd.	Principal Healthcare - Lamphun Co., Ltd.	Principal Healthcare - Chumphon Co., Ltd.	Principal Healthcare - Srisaket Co., Ltd.	Principal Healthcare - Ubolratchathani Co., Ltd.	Klai Baan Klai Jai Co., Ltd.	Bangkok Center District Co., Ltd.	V Brilliant Group Co., Ltd.	V Intelligence Co., Ltd.	V Residence	Ban Chang Business District Co., Ltd.	VMEA Co., Ltd.
Mr. Pongsak Vddayakorn	HC, D	-	D	D	D	D	-	-	-	-	-	-	-	-	-	-	-	-
Mr. John Lee Kohshun	C	D	D	D	D	D	D	D	D	D	D	-	-	-	-	-	-	-
Mr. Yarnsak Manomaiphiboon	Id, Ca	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Satit Vddayakorn	D, Ce, Cr, MD	D	D	D	D	D	D	D	D	D	D	-	D	D	D	D	D	D
Mr. Veera Srichanachaichok	D, Ed, Rd, E	D	D	D	D	D	D	D	D	D	D	-	D	D	D	D	D	D
Ms. Aranya Chalernpornvarodom	Id, Ad	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Jutamas Ingpochai	Id, Ad	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Ritima Jirasuradate	Cs, Rd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mrs. Achara Rattanaphansri	Rd, Ed	D, E	-	-	-	-	D	D	D	-	D	-	-	-	-	-	-	-
Ms. Preeyaporn Apiwatwittaya	Ed, Rd	D	-	-	-	-	-	-	-	-	-	-	D	D	D	D	D	D
Mr. Sirichai Towiriyawate	Rd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Suebpong Intralawan M.D.	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Varan Tiensong M.D.	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Attachment 2 : Details about information of Directors and Executives of the Company and subsidiary companies (continue)

Name	PRINC	Subsidiary (The Company has more than 50% shareholding)																
		Principal Healthcare Co., Ltd	Paknam Hospital Co., Ltd.	Pisanuloke Medical Co., Ltd.	Union Pichit Doctors Co., Ltd.	Pitsanuvej Uttaradit Hospital Co., Ltd.	Principal Healthcare - Uthai Co., Ltd.	Principal Healthcare - Lamphun Co., Ltd.	Principal Healthcare - Chumphon Co., Ltd.	Principal Healthcare - Srisaket Co., Ltd.	Principal Healthcare - Ubolratchathani Co., Ltd.	Klai Baan Klai Jai Co., Ltd.	Bangkok Center District Co., Ltd.	V Brilliant Group Co., Ltd.	V Intelligence Co., Ltd.	V Residence	Ban Chang Business District Co., Ltd.	VMEA Co., Ltd.
Ms. Sudamas Boonwan	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Supawas Pongsiriphanich	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mrs. Samerkae Sattapong	-	E	-	-	-	-	-	-	-	-	-	D	-	-	-	-	-	-
Mrs. Sukanit Mahanukul	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Phuvameth Akranithianont	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Napatporn Rodcha	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Janpen Jongjirangsap	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mrs. Tuanjai Kaewwanna	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Pawish Vrajsilp M.D.	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Athiwat Noiprasit, M.D.	-	E	D	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mrs. Pimyada Ruananukoon	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Naruepol Phansupamongkol	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Attachment 2 : Details about information of Directors and Executives of the Company and subsidiary companies (continue)

Name	PRINC	Subsidiary (The Company has more than 50% shareholding)																
		Principal Healthcare Co., Ltd	Paknampo Hospital Co., Ltd.	Pisanuloke Medical Co., Ltd.	Union Pichit Doctors Co., Ltd.	Pitsanuvej Uttaradit Hospital Co., Ltd.	Principal Healthcare - Uthai Co., Ltd.	Principal Healthcare - Lamphun Co., Ltd.	Principal Healthcare - Chumphon Co., Ltd.	Principal Healthcare - Srisaket Co., Ltd.	Principal Healthcare - Ubolratthani Co., Ltd.	Klai Baan Klai Jai Co., Ltd.	Bangkok Center District Co., Ltd.	V Brilliant Group Co., Ltd.	V Intelligence Co., Ltd.	V Residence	Ban Chang Business District Co., Ltd.	VMEA Co., Ltd.
Ms. Kanokwan Udomkitkosol	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Thitichaya Somdulyawad	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mrs. Kannita Tangsriwong	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Atiya Awachanakarn	E	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Busakorn Kaewboonthum	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Bunchana Petchpolyngam M.D.	-	E	D	-	-	-	D	-	-	-	-	-	-	-	-	-	-	-
Ms. Satita Vddayakorn	-	-	-	-	-	-	-	-	-	-	-	-	D	D	D	D	-	D
Mrs. Niphaporn Nimphithakphong	-	-	-	D	D	D	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Wansiri Nimphithakphong	-	-	-	D	D	D	-	-	-	-	-	-	-	-	-	-	-	-
Ms. Khongchanok Thirawarakan	-	-	-	D	D	D	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Voratus Palakawong Na Ayudhya	-	-	D	-	-	-	D	-	-	-	-	-	-	-	-	-	-	-
Mr. Lualit Chenphithakjat	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Attachment 2 : Details about information of Directors and Executives of the Company and subsidiary companies (continue)

Name	PRINC	Subsidiary (The Company has more than 50% shareholding)																
		Principal Healthcare Co., Ltd	Paknampo Hospital Co., Ltd.	Pisanuloke Medical Co., Ltd.	Union Pichit Doctors Co., Ltd.	Pitsanuvej Uttaradit Hospital Co., Ltd.	Principal Healthcare - Uthai Co., Ltd.	Principal Healthcare - Lamphun Co., Ltd.	Principal Healthcare - Chumphon Co., Ltd.	Principal Healthcare - Srisaket Co., Ltd.	Principal Healthcare - Ubolratchathani Co., Ltd.	Klai Baan Klai Jai Co., Ltd.	Bangkok Center District Co., Ltd.	V Brilliant Group Co., Ltd.	V Intelligence Co., Ltd.	V Residence	Ban Chang Business District Co., Ltd.	VMEA Co., Ltd.
Mrs. Pimyada Boonterm	-	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Chote Nisoong	-	E	-	-	-	-	-	D	-	-	-	-	-	-	-	-	-	-
Ms. Thiranan Sangphungtham	E	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Mr. Kittichai Uruwankul	-	-	-	-	-	-	D	-	-	-	-	-	-	-	-	-	-	-
Mr. Thisarin Takkametha	-	-	-	-	-	-	-	-	-	D	-	-	-	-	-	-	-	-
Mr. Siripong Angkasakulkiat	-	-	-	-	-	-	-	-	-	D	-	-	-	-	-	-	-	-
Mr. Tanee Maneenut	E	-	-	-	-	-	-	-	-	-	D	-	-	-	-	-	-	-
Ms. Datchanee Pantaprom	-	-	-	-	-	-	-	-	-	-	D	-	-	-	-	-	-	-

Position : HC – Honorary Chairman C – Chairman Ca - Chairman of Audit Committee Ce – Chairman of Executive Board
 MD – Managing Director D – Director Ad – Audit Committee member Ed – Executive Director
 Cs – Corporate Secretary Id - Independence Director Cr – Chairman of Risk Management Committee Rd – Risk Management Committee member
 E – Executive

Attachment 4 : Details about Chief Accountant are as follows:

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years					
					Period	Position	Organization/Company/Type of business			
Ms. Preeyaporn Aphiwathiwitthaya Chief Accountant	45	- Bachelor of Accounting (2nd degree) Thammasat University - Master Degree of Real Estate Business Program, Thammasat University - Certified Public Accountant Training - The Executive Program for Professionals of Fiscal Policy Class 3, Research Institute Foundation - Training Orientation Course - CFO focus of financial reporting, Class 6 - Chief Transformation : CTO Course, Class 1	None	None	2013 - Present	Associate Accounting Director	Principal Capital PCL.			
					2016 - Present	Executive Director				
						Risk Management Committee Member				
										<u>Non-listed Companies</u>
					2020 - Present	Director	MEA Co., Ltd. (Principal Capital PCL.'s subsidiary)			
					2018 - Present	Director	Ban Chang Business District Co., Ltd. (VBrilliant Group Holding's subsidiary)			
					Apr. 2018 - Present	Director (shareholder 0.001%)	Wiwatta Clinic Co., Ltd.			
					2017 - Present	Director	VBrilliant Group Holding Co., Ltd. (Principal Capital PCL.'s subsidiary)			
					2017 - Present	Director	VIntelligence Co., Ltd. (VBrilliant Group Holding's subsidiary)			
					2017 - Present	Director	VResidence Co., Ltd. (VBrilliant Group Holding's subsidiary)			
2017 - Present	Director (Shareholder 0.0003%)	Bangkok Center District Co., Ltd. (VBrilliant Group Holding's subsidiary)								

Attachment 4 : Details about Chief Accountant (continue)

Name-Surname/Position	Age (Year)	Educational Background/ Training Record	Shareholding percentage in the Company	Board's Family Relationship	Work experience in the past 5 years		
					Period	Position	Organization/Company/Type of business
Ms. Preeyaporn Aphiwathiwitthaya Chief Accountant					2017 - Present	Director	<u>Non-listed Companies</u> Principal Healthcare Co., Ltd. (Principal Capital PCL.'s subsidiary)

Attachment 5 : Details about appraisal value of assets

No information

Attachment 6 : Other

No information